

ResMed Maribo A/S

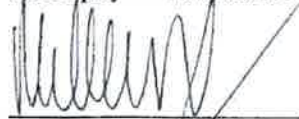
Kidnakken 11
4930 Maribo

CVR No. 30699246

Annual Report 2016/17

10. financial year

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 8 November 2017



Chairman

Contents

Management's Statement	3
Independent Auditor's Report	4
Company Information	6
Management's Review	7
Accounting Policies	8
Income Statement	11
Balance Sheet	12
Notes	14

Management's Statement

Today, Management has considered and adopted the Annual Report of ResMed Maribo A/S for the financial year 1 July 2016 - 30 June 2017.

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

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 30 June 2017 and of the results of the Company's operations for the financial year 1 July 2016 - 30 June 2017.

In our opinion, the 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.

Maribo, 8 November 2017

Executive Board



Mette Toksvaerd Larsen
Manager

Board of directors



Jussi Antero Vuorela



David Brian Fendarvis

Eric Raymond Cazerque



Independent Auditor's Report

To the shareholders of ResMed Maribo A/S

Opinion

We have audited the financial statements of ResMed Maribo A/S for the financial year 1 July 2016 - 30 June 2017, which comprise an income statement, balance sheet and notes. 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 financial position at 30 June 2017 and of the results of its operations for the financial year 1 July 2016 - 30 June 2017 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in our auditors' report under "Auditors' responsibility for the audit of the financial statements". As required by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, we are independent of the Company, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's 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 as Management considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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 whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial

Independent Auditor's Report

statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.

- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Statement on 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 opinion providing assurance regarding the Management's review.


Our responsibility in connection with our audit of the financial statements 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 with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Maribo, 8 November 2017

aage maagensen
statsautoriseret revisionsaktieselskab
CVR-no 12901038



Tina Ørum Hansen

State Authorised Public Accountant



Christina Wibholm

State Authorised Public Accountant

Company details

Company	ResMed Maribo A/S Kidnakken 11 4930 Maribo
Telephone	54 75 75 45
Telefax	54 75 95 45
email	info@resmedmaribo.dk
Website	www.resmedmaribo.dk
CVR No.	30699246
Date of formation	27 June 2007
Financial year	1 July 2016 - 30 June 2017
Board of directors	Jussi Antero Vuorela David Brian Pendarvis Eric Raymond Cazerque
Executive Board	Mette Toksværd Larsen, Manager
Auditors	aage maagensen statsautoriseret revisionsaktieselskab C.E. Christiansens Vej 56 4930 Maribo CVR-no.: 12901038
Bank	Danske Bank

Management's Review

The Company's principal activities

The Company's principal activities consist is import and sale of medical equipment.

Development in activities and financial matters

The Company's Income Statement of the financial year 1 July 2016 - 30 June 2017 shows a result of DKK 3.946.263 and the Balance Sheet at 30 June 2017 a balance sheet total of DKK 20.969.488 and an equity of DKK 12.767.226.

Post financial year events

After the end of the financial year, no events have occurred which may change the financial position of the entity substantially.

Accounting Policies

Reporting Class

The Annual Report has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, with the adoption of individual rules from class C.

The accounting policies applied remain unchanged from last year.

The comparative year includes 18 months, due to change of the financial year.

Reporting currency

The Annual Report is presented in Danish kroner.

Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

General Information

Basis of recognition and measurement

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. 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 accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Income Statement

Gross profit/loss

The Company has decided to aggregate certain items of the Income Statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

Accounting Policies

Revenue

Income from the sale of goods is recognised in the Income Statement from the date of delivery and when the risk has passed to the buyer if it is possible to calculate the income reliably. The revenue is calculated exclusive of VAT, charges and discounts.

Other operating income and expenses

Other operating income and expenses comprise items of a secondary nature to the principal activity of the Company.

Other external expenses

Other external expenses comprise expenses regarding sale and administration.

Staff expenses

Staff expenses comprise wages and salaries, pensions and social security costs.

Amortisation and impairment of tangible and intangible assets

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-10 years	0%
Leasehold improvements	5 years	0%

Profit or loss resulting from the sale of intangible or tangible assets is determined as the difference between the selling price less selling costs and the carrying amount at the date of sale, and is recognised in the Income Statement under other operating income or expenses.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement with the amounts that concern the financial year. Financial income and expenses include interest income and expenses, realised and unrealised capital gains and losses regarding securities, debt and foreign currency transactions, dividends received from other equity investments, amortisation of financial assets and liabilities as well as surcharges and allowances under the tax repayment scheme.

Tax on net profit/loss for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance Sheet

Tangible assets

Tangible assets are measured at cost plus revaluations, if any, and less accumulated amortisation and impairment losses. Cost comprises the purchase price and costs directly attributable to the purchase until the date when the asset is available for use.

Inventories

Inventories are measured at cost on the basis of the FIFO principle or at the net realisable value if the latter is lower.

Merchandise are measured at cost comprising purchase price plus delivery costs.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Accounting Policies

Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

Equity

Proposed dividend for the year is recognised as a separate item in equity.

Financial liabilities

Fixed-rate loans such as mortgage loans and loans from credit institutions are recognised initially at the proceeds received less transaction expenses incurred. In subsequent periods, loans are measured at amortised cost so that the difference between the proceeds and the nominal value is recognised in the Income Statement as an interest expense over the term of the loan.

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Income Statement

	Note	2016/17 kr.	2015/16 kr.
Gross profit		16.554.541	31.807.793
Employee benefits expense	1	-11.150.749	-20.394.536
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-276.286	-208.093
Profit from ordinary operating activities		5.127.506	11.205.164
Finance expences		-21.557	-7.386
Profit from ordinary activities before tax		5.105.949	11.197.778
Tax expense on ordinary activities	2	-1.159.686	-2.633.501
Profit		3.946.263	8.564.277
Proposed distribution of results			
Proposed dividend recognised in equity		5.000.000	4.500.000
Retained earnings		-1.053.737	4.064.277
Distribution of profit		3.946.263	8.564.277

Balance Sheet as of 30 June

	Note	2016 kr.	2016 kr.
Assets			
Fixtures, fittings, tools and equipment	3	394.317	102.130
Property, plant and equipment		394.317	102.130
Other long-term receivables		585.000	585.000
Investments		585.000	585.000
Fixed assets		979.317	687.130
Manufactured goods and goods for resale		4.767.174	3.780.029
Prepayments for goods		0	1.012.924
Inventories		4.767.174	4.792.953
Short-term trade receivables		7.905.614	9.217.383
Current deferred tax		39.179	20.372
Deferred income		256.726	271.255
Receivables		8.201.519	9.509.010
Cash and cash equivalents		7.021.478	6.371.527
Current assets		19.990.171	20.673.490
Assets		20.969.488	21.360.620

Balance Sheet as of 30 June

	Note	2016 kr.	2016 kr.
Liabilities and equity			
Contributed capital		556.000	556.000
Retained earnings		7.211.226	8.264.961
Proposed dividend recognised in equity		5.000.000	4.500.000
Equity	4	12.767.226	13.320.961
Prepayments received from customers		26.600	26.600
Trade payables		4.030.464	4.189.280
Tax payables		1.096.580	833.162
Other payables		3.048.618	2.990.617
Short-term liabilities other than provisions		8.202.262	8.039.659
Liabilities other than provisions within the business		8.202.262	8.039.659
Liabilities and equity		20.969.488	21.360.620
Contingent liabilities	5		
Collaterals and assets pledges as security	6		
Ownership	7		

Notes

1. Employee benefits expense

	2016/17	2015/16
Wages and salaries	9.176.907	17.246.616
Post-employment benefit expense	1.834.177	2.902.289
Social security contributions	139.665	245.631
	11.150.749	20.394.536

Average number of employees	18	22
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2. Tax expense

Tax on profit for the year	1.178.493	2.593.162
Changes in deferred tax	-18.807	40.339
	1.159.686	2.633.501

3. Fixtures, fittings, tools and equipment

Cost at the beginning of the year	1.398.269	1.178.269
Addition during the year, incl. improvements	568.473	350.000
Disposal during the year	0	-130.000
Cost at the end of the year	1.966.742	1.398.269

Depreciation and amortisation at the beginning of the year	-1.296.139	-1.146.796
Amortisation for the year	-276.286	-208.093
Reversal of impairment losses and amortisation of disposed assets	0	58.750
Impairment losses and amortisation at the end of the year	-1.572.425	-1.296.139

Carrying amount at the end of the year	394.317	102.130
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Notes

4. Statement of changes in equity

	Contributed capital	Proposed dividend	Retained earnings	Total
Equity, beginning balance	556.000	4.500.000	8.264.962	13.320.962
Dividend paid	0	-4.500.000	0	-4.500.000
Proposed distribution of results	0	5.000.000	-1.053.736	3.946.264
	556.000	5.000.000	7.211.226	12.767.226

The share capital has remained unchanged for the last 5 years.

5. Contingent liabilities

There are rent-contracts with a total liability amount of tDKK 810 and leasing- and rental liability of tDKK 274.

6. Collaterals and securities

No securities or mortgages exist at the balance sheet date.

7. Ownership

The following shareholders hold more than 5% of the company's share capital:

ResMed European Holding Limited
96 Jubilee Avenue
Milton Park
OX 14 4RW
United Kingdom