

MSM Invest ApS

Havnen 5, 3250, Gilleleje

Company reg. no. 31 08 57 72

Annual report

1 January - 31 December 2018

The annual report was submitted and approved by the general meeting on the 26 June 2019.

Michael Søgaard Madsen
Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Contents

	<u>Page</u>
Reports	
Management's report	1
Independent auditor's report	2
Management's review	
Company data	5
Management's review	6
Annual accounts 1 January - 31 December 2018	
Accounting policies used	7
Profit and loss account	10
Balance sheet	11
Notes	13

Management's report

The managing director has today presented the annual report of MSM Invest ApS for the financial year 1 January to 31 December 2018.

The annual report has been presented in accordance with the Danish Financial Statements Act.

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2018 and of the company's results of its activities in the financial year 1 January to 31 December 2018.

I am of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Gilleleje, 26 June 2019

Managing Director

Michael Søgård Madsen

Independent auditor's report

To the shareholders of MSM Invest ApS

Opinion

We have audited the annual accounts of MSM Invest ApS for the financial year 1 January to 31 December 2018, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January to 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

Independent auditor's report

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts 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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Independent auditor's report

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

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 26 June 2019

BUUS JENSEN

State Authorised Public Accountants
Company reg. no. 16 11 90 40

Henrik Paaske

State Authorised Public Accountant
mne10067

Benjamin Møller Obel

State Authorised Public Accountant
mne44149

Company data

The company

MSM Invest ApS

Havnen 5

3250, Gilleleje

Company reg. no. 31 08 57 72

Financial year: 1 January - 31 December

Managing Director

Michael Søgård Madsen

Auditors

BUUS JENSEN, Statsautoriserede revisorer

Associated enterprise

Hyperbaric Consult A/S, Gilleleje

Management's review

The principal activities of the company

The Company's primary activity consists in holding shares in subsidiaries.

Development in activities and financial matters

The results from ordinary activities after tax are DKK 383.048 against DKK -122.215 last year. The management consider the results satisfactory.

Accounting policies used

The annual report for MSM Invest ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concern matters existing on the balance sheet date.

The profit and loss account

Other external costs comprise costs for administration.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concern the financial year.

Accounting policies used

Results from equity investments in associated enterprises

After full elimination of intercompany profit or loss and deduction of amortisation of consolidated goodwill, the equity investment in the individual associated enterprises are recognised in the profit and loss account at a proportional share of the associated enterprises' results after tax.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The balance sheet

Financial fixed assets

Equity investments in associated enterprises

Equity investments in associated enterprises are recognised in the balance sheet at a proportional share under the equity method, the value being calculated on the basis of the accounting policies of the parent company by the deduction or addition of unrealised intercompany profits and losses, and with the addition or deduction of residual value of positive or negative goodwill measured by applying the acquisition method.

Group enterprises and associated enterprises with negative equity are recognised without any value, and to the extent they are considered irrevocable, amounts owed by these companies are written down by the parent's share of the equity. If the negative equity exceeds the debtors, the residual amount is recognised under liability provisions to the extent the parent has a legal or actual liability to cover the negative equity of the subsidiary.

To the extent the equity exceeds the cost, the net revaluation of equity investments in associated enterprises are transferred to the reserves under the equity for net revaluation as per the equity method. The reserves are adjusted by other equity movements in associated enterprises.

Newly taken over or newly established companies are recognised in the annual accounts as of the time of acquisition. Sold or liquidated companies are recognised at the time of cession.

Profit or loss in connection with the sale of associated enterprises are measured as the difference between the sales amount and the book value of net assets at the time of the sale, inclusive of remaining consolidated goodwill and expected costs for sale and cession. Profit and loss are recognised in the profit and loss account under net financials.

Available funds

Available funds comprise cash at bank and in hand.

Accounting policies used

Equity

Reserves for net revaluation as per the equity method

Reserves for net revaluation as per the equity method comprise net revaluation of equity investments in subsidiaries and associates in proportion to cost.

The reserves may be eliminated in case of losses, realisation of equity investments or changes in the financial estimates.

It is not possible to recognise the reserves with a negative amount.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry-over, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

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

Profit and loss account 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2018</u>	<u>2017</u>
Gross profit	1.749	-10.000
Operating profit	1.749	-10.000
Income from equity investments in associated enterprises	385.049	-160.647
Other financial income	76.520	75.762
1 Other financial costs	-18.384	-15.999
Results before tax	444.934	-110.884
2 Tax on ordinary results	-13.266	-11.331
Results from ordinary activities after tax	431.668	-122.215
Results for the year	431.668	-122.215
Proposed distribution of the results:		
Reserves for net revaluation as per the equity method	385.049	-160.646
Allocated to results brought forward	46.619	38.431
Distribution in total	431.668	-122.215

Balance sheet 31 December

All amounts in DKK.

Assets			
<u>Note</u>		<u>2018</u>	<u>2017</u>
Fixed assets			
3	Equity investments in associated enterprises	12.838.357	12.453.308
4	Amounts owed by associated enterprises	<u>7.728.529</u>	<u>7.652.009</u>
	Financial fixed assets in total	<u>20.566.886</u>	<u>20.105.317</u>
	Fixed assets in total	<u>20.566.886</u>	<u>20.105.317</u>
Current assets			
	Receivable corporate tax	<u>1.000</u>	<u>1.000</u>
	Debtors in total	<u>1.000</u>	<u>1.000</u>
	Available funds	<u>2.618</u>	<u>4.618</u>
	Current assets in total	<u>3.618</u>	<u>5.618</u>
	Assets in total	<u>20.570.504</u>	<u>20.110.935</u>

Balance sheet 31 December

All amounts in DKK.

Equity and liabilities			
<u>Note</u>		<u>2018</u>	<u>2017</u>
Equity			
5	Contributed capital	125.000	125.000
6	Reserves for net revaluation as per the equity method	11.343.105	10.958.056
7	Results brought forward	8.572.174	8.525.555
	Equity in total	<u>20.040.279</u>	<u>19.608.611</u>
Liabilities			
	Debt to shareholders and management	458.307	440.366
	Corporate tax	10.332	11.000
	Other debts	61.586	50.958
	Short-term liabilities in total	<u>530.225</u>	<u>502.324</u>
	Liabilities in total	<u>530.225</u>	<u>502.324</u>
	Equity and liabilities in total	<u>20.570.504</u>	<u>20.110.935</u>

Notes

All amounts in DKK.

	2018	2017
1. Other financial costs		
Other financial costs	18.384	15.999
	18.384	15.999
2. Tax on ordinary results		
Tax of the results for the year, parent company	13.266	11.000
Other taxes	0	331
	13.266	11.331
3. Equity investments in associated enterprises		
Acquisition sum, opening balance 1 January 2018	1.495.252	1.495.252
Cost 31 December 2018	1.495.252	1.495.252
Revaluation, opening balance 1 January 2018	10.958.056	11.118.703
Results for the year before goodwill amortisation	385.049	-160.647
31 December 2018	11.343.105	10.958.056
Book value 31 December 2018	12.838.357	12.453.308
Associated enterprises:		
	Domicile	Share of ownership
Hyperbaric Consult A/S	Gilleleje	50 %

Notes

All amounts in DKK.

	<u>31/12 2018</u>	<u>31/12 2017</u>
4. Amounts owed by associated enterprises		
Cost 1 January 2018	7.652.009	7.652.009
Additions during the year	<u>76.520</u>	<u>0</u>
Cost 31 December 2018	<u>7.728.529</u>	<u>7.652.009</u>
 Book value 31 December 2018	 <u>7.728.529</u>	 <u>7.652.009</u>
 Der specificeres således:		
Amounts owed by Hyperbaric Consult A/S	<u>7.728.529</u>	<u>7.652.009</u>
	<u>7.728.529</u>	<u>7.652.009</u>
 5. Contributed capital		
Contributed capital 1 January 2018	<u>125.000</u>	<u>125.000</u>
	<u>125.000</u>	<u>125.000</u>
 6. Reserves for net revaluation as per the equity method		
Reserves for net revaluation 1 January 2018	10.958.056	11.118.703
Share of results	<u>385.049</u>	<u>-160.647</u>
	<u>11.343.105</u>	<u>10.958.056</u>
 7. Results brought forward		
Results brought forward 1 January 2018	8.525.555	8.487.124
Profit or loss for the year brought forward	<u>46.619</u>	<u>38.431</u>
	<u>8.572.174</u>	<u>8.525.555</u>