Eilersen Invest ApS

Havnen 5, 1. 1., 3250 Gilleleje

Company reg. no. 31 08 57 80

Annual report

1 January - 31 December 2018

The annual report was submitted and approved by the general meeting on the 7 June 2019.

Jan Michael Eilersen
Chairman of the meeting

Contents

	Page
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	11
Balance sheet	12
Notes	14

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance DKK 146.940 is the same as the English amount of DKK 146,940, and that 23,5 % is the same as the English 23.5 %.

Management's report

The managing director has today presented the annual report of Eilersen 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, 7 June 2019

Managing Director

Jan Michael Eilersen

Independent auditor's report

To the shareholders of Eilersen Invest ApS

Opinion

We have audited the annual accounts of Eilersen 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:

- 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.

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, 7 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	Eilersen Invest ApS Havnen 5, 1. 1. 3250 Gilleleje	
	Company reg. no.	31 08 57 80
	Financial year:	1 January - 31 December
Managing Director	Jan Michael Eilersen	
Auditors	BUUS JENSEN, Statsautoriserede revisorer	
Associated enterprise	Hyperbaric Consult A/S, Gilleje	

Management's review

The principal activities of the company

TThe Company´s primart activity consists in holding shaes in subsidiaries.

Development in activities and financial matters

The results from ordinary activities after tax are DKK -314.205 against DKK -26.705 last year. The management consider the results satisfactory.

Accounting policies used

The annual report for Eilersen 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.

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 concerns matters existing on the balance sheet date.

The profit and loss account

Gross loss

The gross loss comprises external costs.

Other external costs

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 concerns the financial year.

Dividend from equity investments is recognised in the financial year where the dividend is declared.

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.

Other securities and equity investments

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Securities and equity investments

Securities and equity investments recognised as current assets are measured at fair value on the balance sheet date.

Available funds

Available funds comprise cash at bank and in hand.

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.

Dividend

Dividend expected to be distributed for the year is recognised as a separate item under the equity. Proposed dividend is recognised as a liability at the time of approval by the general meeting (the time of declaration).

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.

Note		2018	2017
	Operating profit	**-12.183**	**-16.037**
	Income from equity investments in associated enterprises	385.049	-160.647
	Other financial income	156.431	201.581
1	Other financial costs	-843.502	-13.471
	Results before tax	**-314.205**	**11.426**
2	Tax on ordinary results	0	-38.131
	Results from ordinary activities after tax	**-314.205**	**-26.705**
	Results for the year	**-314.205**	**-26.705**
	Proposed distribution of the results:		
	Reserves for net revaluation as per the equity method	385.049	-160.647
	Dividend for the financial year	5.500.000	100.000
	Allocated to results brought forward	0	33.942
	Allocated from results brought forward	-6.199.254	0
	Distribution in total	**-314.205**	**-26.705**

Balance sheet 31 December

All amounts in DKK.

Note	Assets	2018	2017
	Fixed assets		
3	Equity investments in associated enterprises	12.838.357	12.453.308
4	Amounts owed by associated enterprises	7.865.123	4.650.000
	Financial fixed assets in total	20.703.480	17.103.308
	Fixed assets in total	**20.703.480**	**17.103.308**
	Current assets		
	Amounts owed by associated enterprises	0	3.135.894
	Receivable corporate tax	23.101	32.558
	Debtors in total	23.101	3.168.452
	Other securities and equity investments	6.913.017	5.536.086
	Securities in total	6.913.017	5.536.086
	Available funds	3.524.322	5.772.690
	Current assets in total	**10.460.440**	**14.477.228**
	Assets in total	**31.163.920**	**31.580.536**

Balance sheet 31 December

All amounts in DKK.

Note	Equity and liabilities	2018	2017
	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	14.091.567	20.290.821
8	Proposed dividend for the financial year	5.500.000	100.000
	Equity in total	**31.059.672**	**31.473.877**
	Liabilities		
	Debt to shareholders and management	97.998	94.161
	Other debts	6.250	12.498
	Short-term liabilities in total	104.248	106.659
	Liabilities in total	**104.248**	**106.659**
	Equity and liabilities in total	**31.163.920**	**31.580.536**

Notes

All amounts in DKK.

		2018	2017
1.	**Other financial costs**		
	Other financial costs	843.502	13.471
		843.502	**13.471**

2.	**Tax on ordinary results**		
	Tax of the results for the year, parent company	0	6.000
	Adjustment for the year of deferred tax	0	32.180
	Adjustment of tax for previous years	0	-49
		0	**38.131**

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	Gilleje	50 %

Notes

All amounts in DKK.

		31/12 2018	31/12 2017
4.	**Amounts owed by associated enterprises**		
	Cost 1 January 2018	4.650.000	7.650.000
	Additions during the year	3.215.123	0
	Disposals during the year	0	-3.000.000
	Cost 31 December 2018	**7.865.123**	**4.650.000**
	Book value 31 December 2018	**7.865.123**	**4.650.000**
	Amounts owed by Hyperbaric Consult A/S	7.865.123	4.650.000
		7.865.123	**4.650.000**
5.	**Contributed capital**		
	Contributed capital 1 January 2018	125.000	125.000
		125.000	**125.000**
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	385.049	-160.647
		11.343.105	**10.958.056**
7.	**Results brought forward**		
	Results brought forward 1 January 2018	20.290.821	20.256.879
	Profit or loss for the year brought forward	-6.199.254	33.942
		14.091.567	**20.290.821**
8.	**Proposed dividend for the financial year**		
	Dividend 1 January 2018	100.000	0
	Distributed dividend	-100.000	0
	Dividend for the financial year	5.500.000	100.000
		5.500.000	**100.000**