



Arion Nordic ApS

Højvænget 14
3000 Helsingør
CVR No. 32270263

Annual report 2021

The Annual General Meeting adopted the
annual report on 31.05.2022

Erik Theodorus Johannus Joosten
Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's extended review report	4
Management commentary	6
Income statement for 2021	7
Balance sheet at 31.12.2021	8
Statement of changes in equity for 2021	10
Notes	11
Accounting policies	13

Entity details

Entity

Arion Nordic ApS

Højvænget 14

3000 Helsingør

Business Registration No.: 32270263

Registered office: Helsingør

Financial year: 01.01.2021 - 31.12.2021

Executive Board

Carl Johannus Theodorus Joosten

Erik Theodorus Johannus Joosten

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Executive Board has today considered and approved the annual report of Arion Nordic ApS for the financial year 01.01.2021 - 31.12.2021.

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 Entity's financial position at 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Helsingør, 31.05.2022

Executive Board

Carl Johannus Theodorus Joosten

Erik Theodorus Johannus Joosten

Independent auditor's extended review report

To the shareholders of Arion Nordic ApS

Conclusion

We have performed an extended review of the financial statements of Arion Nordic ApS for the financial year 01.01.2021 - 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's responsibilities 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 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 Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity

personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Statement on the management commentary

Management is responsible for the management commentary.

Our conclusion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the extended review or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 31.05.2022

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

René Carøe Andersen

State Authorised Public Accountant
Identification No (MNE) mne34499

Management commentary

Primary activities

The Company's primary business areas are to produce products for the medical industry.

Description of material changes in activities and finances

Profit for the year amounts to DKK 1,773k. The balance sheet shows total assets of DKK 2.356k and equity of DKK (1,046)k

As of the 15th of June 2021 we handed over our Sales activities for the Danish market to a distributor Onemed A.S. Due to this strategic change to a distributorship we stopped all sales activities from June 2021, Arion will focus more on production, development and marketing activities

The Company is dependent on the ability of the Group to contribute to the Company the capital necessary to meet its obligations and that the Group does not reclaim payment on the Company's payables to Group Enterprises. To this end, the Parent Company has issued a letter of support whereby it undertakes these obligations up until 31 May 2023.

The Company has a negative equity position and is therefore affected by the rules of capital loss in the Danish Companies Act. Management expects to reestablish the Capital by future profits or by further equity investments.

Events after the balance sheet date

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

Income statement for 2021

	Notes	2021 DKK	2020 DKK
Gross profit/loss		3,625,456	1,156,954
Staff costs	2	(1,485,812)	(801,883)
Operating profit/loss		2,139,644	355,071
Other financial expenses	3	(146,413)	(164,007)
Profit/loss before tax		1,993,231	191,064
Tax on profit/loss for the year	4	(220,000)	0
Profit/loss for the year		1,773,231	191,064
Proposed distribution of profit and loss			
Retained earnings		1,773,231	191,064
Proposed distribution of profit and loss		1,773,231	191,064

Balance sheet at 31.12.2021

Assets

	Notes	2021 DKK	2020 DKK
Other fixtures and fittings, tools and equipment		0	0
Property, plant and equipment	5	0	0
Other receivables		26,196	26,196
Financial assets		26,196	26,196
Fixed assets		26,196	26,196
Trade receivables		6,099	941,904
Receivables from group enterprises		2,236,439	1,211,848
Deferred tax		0	220,000
Other receivables		17,830	10,486
Prepayments		16,082	20,422
Receivables		2,276,450	2,404,660
Cash		53,677	215,447
Current assets		2,330,127	2,620,107
Assets		2,356,323	2,646,303

Equity and liabilities

	Notes	2021 DKK	2020 DKK
Contributed capital		125,000	125,000
Retained earnings		(1,171,141)	(2,944,370)
Equity		(1,046,141)	(2,819,370)
Payables to group enterprises		3,124,385	3,124,385
Other payables		35,483	34,959
Non-current liabilities other than provisions	6	3,159,868	3,159,344
Trade payables		35,640	98,607
Payables to group enterprises		0	1,264,403
Other payables		206,956	943,319
Current liabilities other than provisions		242,596	2,306,329
Liabilities other than provisions		3,402,464	5,465,673
Equity and liabilities		2,356,323	2,646,303
Going concern	1		
Unrecognised rental and lease commitments	7		

Statement of changes in equity for 2021

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	125,000	(2,944,372)	(2,819,372)
Profit/loss for the year	0	1,773,231	1,773,231
Equity end of year	125,000	(1,171,141)	(1,046,141)

Notes

1 Going concern

The Company is dependent on the ability of the Group to contribute to the Company the capital necessary to meet its obligations and that the Group does not reclaim payment on the Company's payables to Group Enterprises. To this end, the Parent Company has issued a letter of support whereby it undertakes these obligations up until 31 May 2023.

Considering this management prepared the financial statement applying the going concern assumption of the company.

2 Staff costs

	2021	2020
	DKK	DKK
Wages and salaries	1,458,750	756,190
Pension costs	10,511	34,986
Other social security costs	16,551	10,707
	1,485,812	801,883
Average number of full-time employees	1	1

3 Other financial expenses

	2021	2020
	DKK	DKK
Financial expenses from group enterprises	124,975	134,975
Other interest expenses	3,060	1,153
Other financial expenses	18,378	27,879
	146,413	164,007

4 Tax on profit/loss for the year

	2021	2020
	DKK	DKK
Change in deferred tax	220,000	0
	220,000	0

5 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK
Cost beginning of year	9,879
Cost end of year	9,879
Depreciation and impairment losses beginning of year	(9,879)
Depreciation and impairment losses end of year	(9,879)
Carrying amount end of year	0

6 Non-current liabilities other than provisions

	Due after more than 12 months 2021 DKK
Payables to group enterprises	3,124,385
Other payables	35,483
	3,159,868

7 Unrecognised rental and lease commitments

	2021 DKK	2020 DKK
Liabilities under rental or lease agreements until maturity in total	27,820	111,280

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for

premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Property, plant and equipment

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

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	5 years
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Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

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

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at

their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Operating leases

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Other financial liabilities

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