
Acarix A/S

Diplomvej 376, DK-2800 Kgs. Lyngby

Annual Report for 1 January - 31 December 2019

CVR No 32 64 82 23

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
23/6 2020

Dr. Werner Braun
Chairman of the General
Meeting



pwc

Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Company Information	
Company Information	5
Management's Review	6
Financial Statements	
Income Statement 1 January - 31 December	7
Balance Sheet 31 December	8
Statement of Changes in Equity	10
Notes to the Financial Statements	11

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Acarix A/S for the financial year 1 January - 31 December 2019.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and of the results of the Company operations for 2019.

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.

Lyngby-Taarbæk, 23 June 2020

Executive Board

Christian Lindholm

Board of Directors

Dr. Werner Braun
Chairman

Anders Bertil Jakobson

Paolo Raffaelli

Ulf Lennart Rosén

Johanne Louise Brændgaard

Louise Marie Counotte

Independent Auditor's Report

To the Shareholder of Acarix A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Acarix A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("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 Company 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 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 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 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 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 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 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 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

Independent Auditor's Report

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.

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.

Hellerup, 23 June 2020

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Allan Knudsen

statsautoriseret revisor

mne29465

Company Information

The Company

Acarix A/S
Diplomvej 376
DK-2800 Kgs. Lyngby

CVR No: 32 64 82 23
Financial period: 1 January - 31 December
Municipality of reg. office: Lyngby-Taarbæk

Board of Directors

Dr. Werner Braun, Chairman
Anders Bertil Jakobson
Paolo Raffaelli
Ulf Lennart Rosén
Johanne Louise Brændgaard
Louise Marie Counotte

Executive Board

Christian Lindholm

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Management's Review

Financial Statements of Acarix A/S for 2019 have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The Annual Report has been prepared under the same accounting policies as last year.

Key activities

The Company's main activity is development, production and advertisement of a new cardiovascular diagnostic methods and equipment.

Development in the year

The income statement of the Company for 2019 shows a loss of DKK 24,175,856, and at 31 December 2019 the balance sheet of the Company shows equity of DKK 16,616,095.

The Company has received a Letter of Financial Support from Acarix AB. According to the letter Acarix AB will support the Company financially to the extent necessary to finance its operating activities and to settle its financial obligations. The Letter of Financial Support is effective until 31 December 2020.

We are truly inspired by the opportunities we see in our product to revolutionize heart diagnosis. Over the year we have participated actively in congresses and scientific events and we can clearly see the need for precise aids to make quick and appropriate decisions continues to grow. Acarix has an important role to play in fulfilling that need.

With a stable foundation in strong clinical data and a loyal, appreciative customer base, we will now focus on a number of areas to accelerate both in relation to the use of the CADScor® System and to expand the possibility to reach larger targets groups. Our geographical focus is mainly within Europe, especially targeting the German, UK and the Nordic regions.

Research and development

Acarix A/S develops a non-invasive diagnostic equipment for ruling out the presence of Coronary Artery Disease, in symptomatic patients. The equipment has an advanced microphone that is to be placed on the chest of the patient by means of a product specific patch. After a short recording of heart sounds these will be converted by mathematical algorithms into a patient specific score determining the patients risk of having Coronary Artery Disease. Hence the core competences of the company are mathematical modeling and signal interpretation as well as design and principles for optimal sound recording within the field of application.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date except of the impact of Covid-19.

Please refer to note 1 "Going Concern" and note 2 "Subsequent Events".

Income Statement 1 January - 31 December

	Note	2019 DKK	2018 DKK
Gross profit/loss		-18,563,612	-14,548,634
Staff expenses	3	-3,770,939	-2,888,018
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-1,822,047	-1,822,047
Profit/loss before financial income and expenses		-24,156,598	-19,258,699
Financial income		8,022	158,211
Financial expenses		-27,280	-58,986
Profit/loss before tax		-24,175,856	-19,159,474
Tax on profit/loss for the year	4	0	1,336
Net profit/loss for the year		-24,175,856	-19,158,138

Distribution of profit

Proposed distribution of profit

Retained earnings		-24,175,856	-19,158,138
		-24,175,856	-19,158,138

Balance Sheet 31 December

Assets

	Note	2019 DKK	2018 DKK
Completed development projects		12,116,157	13,749,796
Acquired patents		3,281,439	3,469,847
Intangible assets	5	15,397,596	17,219,643
Deposits		98,850	93,860
Fixed asset investments		98,850	93,860
Fixed assets		15,496,446	17,313,503
Inventories		2,184,697	1,907,774
Trade receivables		570,170	216,533
Other receivables		709,569	1,319,569
Prepayments		13,175	0
Receivables		1,292,914	1,536,102
Cash at bank and in hand		3,825,596	1,548,987
Currents assets		7,303,207	4,992,863
Assets		22,799,653	22,306,366

Balance Sheet 31 December

Liabilities and equity

	<u>Note</u>	<u>2019</u> DKK	<u>2018</u> DKK
Share capital		25,835,415	25,835,415
Reserve for development costs		6,645,189	7,541,169
Retained earnings		-15,864,509	-13,537,395
Equity		<u>16,616,095</u>	<u>19,839,189</u>
Trade payables		881,722	1,107,608
Payables to group enterprises		4,585,198	617,132
Other payables		716,638	742,437
Short-term debt		<u>6,183,558</u>	<u>2,467,177</u>
Debt		<u>6,183,558</u>	<u>2,467,177</u>
Liabilities and equity		<u>22,799,653</u>	<u>22,306,366</u>
Going concern	1		
Subsequent events	2		
Contingent assets, liabilities and other financial obligations	6		
Related parties	7		
Accounting Policies	8		

Statement of Changes in Equity

	Share capital	Reserve for development costs	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 1 January	25,835,415	7,541,169	-13,537,395	19,839,189
Group contribution	0	0	20,952,762	20,952,762
Depreciation, amortisation and impairment for the year	0	-895,980	895,980	0
Net profit/loss for the year	0	0	-24,175,856	-24,175,856
Equity at 31 December	25,835,415	6,645,189	-15,864,509	16,616,095

Notes to the Financial Statements

1 Going concern

The Company has received a Letter of Financial Support from Acarix AB. According to the letter Acarix AB will support the Company financially to the extent necessary to finance its operating activities and to settle its financial obligations. The Letter of Financial Support is effective until 31 December 2020.

Based on the impact of Covid-19 Management has updated the Group's liquidity forecast. Current Group cash and cash equivalents are deemed to be sufficient to finance the business for at least 12 months ahead. Given a stabilization of the global market during the second half of year 2020, Acarix are looking cautiously positive at the opportunity in spring year 2021 to raise additional capital to support the Company's continued operations.

Based on this Management has decided to prepare the Annual Report on a going concern basis.

2 Subsequent events

The implications of COVID-19 with many governments across the world deciding to "close down their countries" will have a great impact on the global economy. Management considers the implications of COVID-19 a subsequent event occurred after the balance sheet date 31 December 2019, and therefore will not have any effect on the Financial Statements for 2019 a non-adjusting event.

Currently, the Covid-19 is expected to have a negative but not a significant negative impact for year 2020 financial statements, but it may impact the opportunity to raise additional capital in 2021. Please refer to note 1 "Going Concern".

3 Staff expenses

	<u>2019</u> DKK	<u>2018</u> DKK
Wages and salaries	3,432,600	2,329,093
Pensions	252,321	302,422
Other social security expenses	42,957	26,193
Other staff expenses	<u>43,061</u>	<u>230,310</u>
	<u>3,770,939</u>	<u>2,888,018</u>
Average number of employees	<u>5</u>	<u>8</u>

Notes to the Financial Statements

4 Tax on profit/loss for the year

Current tax for the year	0	0
Adjustment of tax concerning previous years	0	-1,336
	<u>0</u>	<u>-1,336</u>

Notes to the Financial Statements

5 Intangible assets

	Completed development projects DKK	Acquired pa- tents DKK
Cost at 1 January	16,336,391	3,807,459
Cost at 31 December	16,336,391	3,807,459
Impairment losses and amortisation at 1 January	2,586,595	337,612
Amortisation for the year	1,633,639	188,408
Impairment losses and amortisation at 31 December	4,220,234	526,020
Carrying amount at 31 December	12,116,157	3,281,439

Development projects are related to the development of the CADScor®System (acoustic cardiovascular diagnostics), which records heart sounds and murmurs for calculating a patient's specific score in order to determine the patient's risk of coronary artery disease.

6 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The company has concluded lease agreements with terms to maturity of 3 months and average lease payments of TDKK 28, a total of TDKK 84.

7 Related parties

Ownership

The following shareholder is recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Acarix AB

Consolidated Financial Statements

The Company is included in the consolidated report for the Parent Company:

Notes to the Financial Statements

7 Related parties (continued)

<u>Name</u>	<u>Place of registered office</u>
Acarix AB	Sweden

The Group Annual Report of Acarix AB may be obtained at the following address:

Acarix AB
Skeppsgaten 19
SE-211 11 Malmö
Sweden

Notes to the Financial Statements

8 Accounting Policies

The Annual Report of Acarix A/S for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2019 are presented in DKK.

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.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences 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. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

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 rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

8 Accounting Policies (continued)

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 Company.

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

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

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.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, other operating income, expenses for raw materials and consumables and other external expenses.

Staff expenses

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

Depreciation, amortisation and impairment of intangible assets and property, plant and equipment

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

Notes to the Financial Statements

8 Accounting Policies (continued)

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including refunds from Innovationsfonden.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

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.

Balance Sheet

Intangible assets

Development projects, patents and licences

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the enterprise can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item "Reserve for development costs". The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

Notes to the Financial Statements

8 Accounting Policies (continued)

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 10 years.

Patents and licences are measured at cost less accumulated amortisation and less any accumulated impairment losses or at a lower value in use.

Patents are amortised over the remaining patent period or a shorter useful life. The amortisation period is years. Software licences are amortised over the period of the agreement, which is 20 years.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Fixed asset investments

Fixed asset investments consist of deposits.

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 in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Notes to the Financial Statements

8 Accounting Policies (continued)

Prepayments

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

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

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