Dansac A/S Lille Kongevej 304 3480 Fredensborg Central Business Registration No 34 09 48 10

**Annual report 2015** 

Adopted at the Annual General Meeting on May 17th, 2016

Chairman of the General meeting

OF THYE

## Dansac A/S

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## Company details

## Company

Dansac A/S

Central Business Registration No: 34 09 48 10

Registered in: Fredensborg

Telephone: +45 48 46 50 00

Fax: +45 48 46 50 10

Internet: www. dansac.com E-mail: Dansac@dansac.com

## Supervisory Board

Robert C. Keeley

Ole Strange

Richard T. Zwirner

#### **Executive Board**

Ole Strange

### Company auditors

Deloitte Statsautoriseret Revisionspartnerselskab

## Statement by Management on the annual report

The Executive and Supervisory Boards have today discussed and adopted the annual report of Dansac A/S for 2015.

The annual report has been presented in accordance with the Danish Financial Statements Act. We consider the applied accounting policies appropriate for the annual report to provide a true and fair view of the Group's and the Parent's assets, equity and liabilities, financial position and results and the consolidated cash flows. We believe that the management review contains a fair review of the affairs and conditions referred to therein.

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

Fredensborg, May 17th, 2016

**Executive Board** 

Ole Strange Chief Executive Officer

**Supervisory Board** 

Robert C. Keeley

Ole Strange

Richard T. Zwirner

## Independent auditor's reports

#### To the shareholder of Dansac A/S

### Report on the consolidated financial statements and parent financial statements

We have audited the consolidated financial statements and parent financial statements of Dansac A/S for the financial year 1 January to 31 December 2015, which comprise the accounting policies, income statement, balance sheet, statement of changes in equity and notes for the Group as well as for the Parent, and the consolidated cash flow statement. The consolidated financial statements and parent financial statements are prepared in accordance with the Danish Financial Statements Act.

# Management's responsibility for the consolidated financial statements and parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent 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 consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's responsibility

Our responsibility is to express an opinion on the consolidated financial statements and parent financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements and parent financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements and parent financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements of the consolidated financial statements and parent financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of consolidated financial statements and parent financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as the overall presentation of the consolidated financial statements and parent financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit has not resulted in any qualification.

## Independent auditor's reports

#### **Opinion**

In our opinion, the consolidated financial statements and parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31 December 2015, and of the results of their operations and the Group's cash flows for the financial year 1 January to 31 December 2015 in accordance with the Danish Financial Statements Act.

#### Statement on the management's review

Pursuant to the Danish Financial Statements Act, we have read the management's review. We have not performed any further procedures in addition to the audit of the consolidated financial statements and parent financial statements.

On this basis, it is our opinion that the information provided in the management's review is consistent with the consolidated financial statements and parent financial statements.

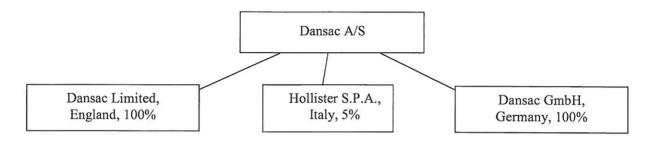
Copenhagen, May 17th, 2016

#### **Deloitte**

Statsautoriseret Revisionspartnerselskab Central Business Reg No 33 96 35 56

Max Damborg
State Authorized Public Accountant

## Group chart



|  | 2011<br>DKK'000 | 2012<br>DKK'000 | 2013<br>DKK'000 | 2014<br>DKK'000 | 2015<br>DKK'000 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|
| Financial highlights of the Group            |                 |                 |                 |                 |                 |
| Key figures                                  |                 |                 |                 |                 |                 |
| Revenue                                      | 1.052.514       | 1.116.791       | 1.011.560       | 1.029.460       | 1.189.069       |
| Operating profit                             | 175.344         | 114.614         | 124.618         | 100.126         | 196.327         |
| Net financials                               | 4.817           | (4)             | (6.646)         | 5.235           | 9.096           |
| Net profit for the year                      | 134.038         | 85.558          | 88.604          | 79.124          | 156.877         |
| Equity                                       | 193.472         | 155.155         | 243.696         | 199.071         | 232.102         |
| Balance sheet total                          | 341.097         | 304.663         | 369.669         | 376.135         | 403.828         |
| Investments in property, plant and equipment | 13.330          | 10.706          | 19.896          | 22.125          | 17.549          |
| Average number of employees                  | 375             | 363             | 353             | 347             | 351             |
|  |                 |                 |                 |                 |                 |
| Ratios                                       |                 |                 |                 |                 |                 |
| Profit margin (%)                            | 17              | 10              | 12              | 10              | 17              |
| Return on assets (%)                         | 66              | 45              | 53              | 38              | 72              |
| Return on equity (%)                         | 61              | 49              | 44              | 36              | 73              |
| Equity ratio (%)                             | 57              | 51              | 66              | 53              | 57              |

#### Primary activities

The Group's activity comprises development, production and sale of ostomy products. Development and production takes place in Fredensborg. Sales activities are handled by the company's subsidiaries and affiliates. Consequently, the extent of transactions with related parties is significant.

The products are primarily sold in the European market.

The company's underlying business concept is to develop, manufacture and market consumables for people living with a stoma. The mission is to help healthcare professionals deliver better products and services and thus to make life more rewarding and dignified for users of ostomy products.

The products are typified by their uniform quality, which makes them highly reliable for the users.

Overall, the company wishes to deliver products preferred by the customers at the time agreed and to ensure that the employees are qualified and satisfied, and that procedures supporting a flexible, efficient organization are established.

#### Development in activities and finances

Profit for the year for the group amounts to DKK 156.877 thousand which is an increase of DKK 77.753 compared to 2014, but in line with previous announced expectations.

#### Comments to the operations

Operating profit for the group has increased from DKK 100.126 thousand to DKK 196.327 thousand which can be specified as follows:

|                                   | <b>DKK'000</b> |
|-----------------------------------|----------------|
| Increase in Gross profit          | 96.933         |
| Decrease in other operating costs | 2.262          |
| Increase in Staff costs           | (544)          |
| Increase depreciations            | (2.450)        |
| Total                             | 96.201         |

The increase in Gross profit relates to an increase in Revenue based on additional volume in 2015 and higher exchange rates mainly GBP and USD.

The decrease in other operating costs mainly relates to less activity regarding testing materials and less repair activities on machinery.

The increase in Staff costs overall relates to general payroll inflation.

Cash flows from operating activities for the year amount to DKK 187.797 thousand against DKK

116.868 thousand in 2014. The net change (DKK 70.929 thousand) is primarily attributable to increase in Gross profit (DKK 96.933 thousand), change in working capital (DKK 4.509) change in net financials (DKK 3.861) and less paid income taxes (DKK 36.168 thousand).

Cash flows from investing activities amount to DKK (17.942) thousand in 2015 against DKK (24.621) thousand in 2014.

#### Particular risks

#### Financial exposure

The Group is exposed to exchange rate adjustments. Attempts are made to minimise this exposure by a central control of financial exposure in the Parent as well as a coordinated cash management, including generation of capital and placement of additional cash flow. The ultimate Parent acts upon a finance policy with a low risk profile such that risks only arise on the basis of commercial issues. The Dansac Group does not make use of financial instruments.

#### Currency exposure

Dansac A/S is affected by exchange rate adjustments as revenue is primarily invoiced in foreign currencies whereas expenses, including wages, are held in Danish kroner. Revenue is primarily invoiced in EUR, GBP and USD. 100 % of the Group's revenue originates from other countries than Denmark mainly European countries. In addition, the Group is affected by exchange rate adjustments as the Foreign affiliates' year-end profit and equity are converted into DKK based on average rates and the rate of the balance sheet date, respectively.

The Group's English and German companies are not affected by exchange rate fluctuations as both income and expenses are paid in local currencies.

#### Credit risks

Credit risks attached to financial assets correspond to the values recognized in the balance sheet. The Group does not undertake any major risks on clients or co-operators. All major clients and other co-operators are credit rated on a current basis under the Group's policy for undertaking credit risks.

In addition, 57 % of the revenue is sale to group enterprises.

#### Cash flow

The Group's business procedures on cash management, including generation of capital and placement of additional cash flow are managed centrally by the ultimate Parent in the USA.

#### Intellectual capital resources

As the Group aims at being a market leader within the ostomy industry, Dansac A/S makes attempts to create a dynamic and innovative working and knowledge environment. Such ambition places demands on both the Company and each employee in terms of collection, distribution and adjustment of new knowledge.

#### **Environmental performance**

The company takes responsibility for its environmental impacts and works continuously to reduce any negative environmental impact in our day-to-day operations and in our development activities.

The manufacturing process is certified to the quality standards ISO 9001 and ISO 13485.

The company has no obligation to draw up environmental reports as the company does not belong to the category of environmentally polluting companies.

#### Research and development activities

The Group's research and development costs are almost the same as last year. The costs arise from development activities and from ensuring a continuous improvement of existing products.

Furthermore, an amount has been capitalised on projects identified that are estimated to result in future products with expected earnings growth.

In 2015, the Group completed the introduction of new products, mainly within the Novalife-series,

#### Events after the balance sheet date

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

#### Outlook

Subject to stability in the primary invoicing currencies of the Group, it is the expectation of management that revenue and profit in 2016 will be slightly higher compared to 2015. Further efficiency improvements in the production and the administration are expected.

Dansac A/S expects positive cash flows in 2016.

# Statutory statement of Corporate social responsibility cf. § 99a in the Danish Financial Statements Act

Management has decided not to implement a systematic reporting in accordance with the Danish Financial Statements Act §99a on these matters. The decision is based on the evaluation of resources needed and materiality for a company of Dansac A/S's nature.

# Gender composition, Management position cf. § 99b in the Danish Financial Statements Act

The Company has established a gender equality barometer, which is updated annually with the current dis-

tribution of men and women at a number of management levels in Company:

|                      | 20     | 15   | 2014   |      | 2013   |      |
|----------------------|--------|------|--------|------|--------|------|
| Levels /%            | Female | Male | Female | Male | Female | Male |
| Supervisory Board    | 0      | 100  | 0      | 100  | 0      | 100  |
| Management positions | 33     | 67   | 35     | 65   | 32     | 68   |

The company has decided the following objectives for the under-represented gender in the Supervisory Board and in Management positions:

#### Targets for the under-represented gender in the Supervisory Board

The Supervisory Board consists of 3 members. Regarding the under-represented gender it is the objective to increase the number of members of the under-represented gender and to achieve a share of 33% by 2020.

#### Targets for the under-represented gender in Management positions

When recruiting new candidates to management positions the best qualified person for the job is selected, irrespective of gender, cultural background and age. Therefore the Company makes sure that the wording of job descriptions and job advertisements appeal to people with the right experiences and competences despite gender, age and ethnicity.

For Management positions the aim is to achieve a more equal share of under-represented gender by 2020.

#### Ownership

Dansac A/S is fully owned by Hollister Incorporated, Illinois, USA.

This annual report for the Dansac Group for 2015 has been prepared in accordance with the provisions applying to class C enterprises (large) under the Danish Financial Statements Act.

The accounting policies applied as described below remain the same as last year.

Compared to last year some editorial changes and a few reclassifications have been made. These reclassifications do not have any effect on the profit for the year or equity. The comparison figures have been adjusted accordingly.

#### Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the Group, and the value of the assets can be measured reliably.

Liabilities are recognised in the balance sheet when the Group as a result of an event prior to the balance date has a legal or constructive obligation, and it is probable that future economic benefits will flow out of the Group, and the value of the liabilities 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, defrayed to obtain the profit for the year.

The Annual report is presented in Danish kroner (DKK) thousand unless otherwise stated.

#### Consolidated financial statements

The consolidated financial statements comprise Dansac A/S (the parent company) and Group enterprises where the parent company directly or indirectly is in control, of the Group Chart page 5.

The consolidated financial statements are prepared by combining uniform items. On consolidation intra-group income and expenses, intra-group balances and dividend as well as intra-group profits between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Investments in affiliates are offset against the pro rata share of the fair value of the affiliates 'net assets and liabilities at the time of the establishment of the Group relations.

#### Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Income and losses - that arises between the rate at the transaction date and the one in effect at the payment date - are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rate at the balance sheet date. Differences between the exchange rate at the balance sheet date and the exchange rate at the transaction date are recognised in the income statement as financial income or financial expenses.

When recognising foreign affiliates, that constitute separate entities, the income statements are translated at average exchange rates and balance sheet items are translated using the exchange rates at the balance sheet date. Exchange rate adjustments arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates as well as out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly on equity.

Exchange adjustments of outstanding accounts with foreign affiliates which are considered part of the total investment are classified directly as equity.

#### **Income statement**

#### Revenue

Revenue from sale of articles of commerce and finished goods are recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised exclusive of Vat, duties and rebates in connection with the sale and is measured at the fair value of the agreed compensation.

#### Staff costs

Staff costs comprise expenses for payroll and wages including social expenses, pensions etc. for personnel.

#### Other operating costs

Other operating costs comprise expenses for distribution, sales, advertising, administration, rentals, loss on bad debt etc.

Other operating costs further more include research- and development costs that do not comply with recognition for capitalisation.

#### Financial income and expenses

Financial income and expenses comprise interest income and expenses, realised and unrealised income and loss from transactions in foreign exchange, bank charges together with charges and compensations for the tax on account scheme.

#### Tax on profit for the year

Tax on profit 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 classified directly as equity by the portion attributable to entries directly on equity.

The Company is jointly taxed with Dansac and Hollister Danmark (branch of Dansac and Hollister Inc. USA). The current Danish income tax is allocated proportionally to the taxable income (full allocation with a refund concerning tax losses).

#### **Balance** sheet

#### Intangible assets

Intangible assets comprise development projects in progress and completed development projects including licences and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the project in question, are recognised as intangible assets if the cost can be measured reliably and if sufficient security exists for the future income to cover production-, sales- and administration costs and the development costs. Other development costs are recognised in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisations or to the lower of recoverable amount. Completed development projects are amortised over the estimated useful life, but over no more than five years.

Development costs comprise costs, salaries and amortisation that are directly and indirectly attributable to the Group's development projects.

#### Property, plant and equipment

Land and buildings, plant and machinery as well as other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation or to the lower of its recoverable value. Land is not depreciated.

Cost comprises the acquisition price and costs directly attributable to the acquisition until it is ready to be put into operation. For self-manufactured assets, cost comprises direct and indirect costs of materials, sub suppliers and labour costs.

Interest expenses are not included under cost.

The basis for depreciation is costs less expected scrap value at the end of the expected useful life. Straight-line depreciation is made on the basis of the following assessment of the expected useful lifes:

Buildings 30 years
Plant and machinery 5-10 years

Other fixtures and fitting,

tools and equipment 3-10 years

Profits and losses from the disposals of property, plant and equipment are calculated as the difference between selling price less selling costs and carrying amount at the time of sale. Profits or losses are recognised as depreciation in the income statement.

#### Impairment of intangible and tangible assets

The carrying amount of intangible and tangible assets are annually assessed whether there is any indication that the assets are impaired.

If any such indications exist, an impairment test is calculated to determine whether the recoverable amount is lower than the carrying amount.

#### Investments in subsidiaries and associates

Investments in subsidiaries and associates are measured in the Parent's Annual report at cost. In case of indication for impairment an impairment test is prepared. Cost is reduced with received dividend, if the dividend exceeds the accumulated profit recognised since the time of the takeover.

In the Parent's income statement dividend from subsidiaries and associates are recognised upon declaration.

#### **Inventories**

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost of goods for resale as well as raw materials and consumables consists of purchase price plus landing costs.

Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs as well as indirect production costs.

Indirect production costs comprise indirect material and labour costs as well as costs of maintenance of and depreciation on machinery, factory buildings and equipment applied for the manufacturing process as well as costs of quality management and factory administration.

The net realisable value of inventories is calculated as the estimated selling price reduced for completion- and sales costs.

The net realisable value is fixed in consideration of marketability and obsolescence.

#### Receivables

Receivables are measured at amortised cost, which in general are nominal value reduced with provision for anticipated losses.

#### **Prepayments**

Prepayments classified as assets comprise prepaid costs incurred relating to rent, insurance premiums etc. that relates to subsequent accounting periods. Prepayments are measured at cost.

#### Proposed dividends

Dividends are measured as a liability at the time of the resolution made on the Annual General Meeting. The proposed dividend for the accounting period is classified as a separate item under equity.

#### Income taxes and deferred tax

The current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured applying the liability method providing for all temporary differences between the carrying amount and tax-based value of assets and liabilities. Deferred tax assets, including the tax base of tax loss carry forward, are recognised in the balance sheet if the assets are likely to be utilised either by a set-off against tax of future income or as a set-off against deferred tax liabilities.

Deferred tax is measured based on the tax regulations and tax rates of the relevant countries that will be in effect, using the laws at the balance sheet date, when the deferred tax is estimated to be triggered as current tax. Changes in deferred tax resulting from changed tax rates are recognised in the income statement.

#### **Deferred** income

Deferred income comprises received payments for income that relates to subsequent accounting periods. Deferred income is measured at cost.

#### Cash flow statement

The cash flow statement of the Group shows cash flows for the year from operating-, investing- and financing activities for the year, change of cash for the year as well as the Group's cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are calculated as the Group's share of profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payment in connection with purchase and sale of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related costs as well as the raising of loans, instalments on interest-bearing debt, and payment of dividends to members.

A cash flow statement for the Parent' has not been prepared separately as this is included in the Group cash flow statement.

#### **Segment information**

Disclosures are provided on business segments (primary segment) and geographical markets (secondary segment). The segment information is in accordance with the Group risk and internal financial management. The segment information complies with Group accounting policies

#### **Ratios**

The ratios have been compiled in accordance with "Anbefalinger & Nøgletal 2015" (Recommendations & Ratios 2015), issued by the Danish Society of Financial Analysts, and generally accepted calculation formulas.

Profit margin  $= \frac{\text{Operating profit/loss x 100}}{\text{Revenue}}$ Return on assets  $= \frac{\text{Operating profit/loss x 100}}{\text{Average operating assets}}$ Return on equity  $= \frac{\text{Net profit/loss for the year x 100}}{\text{Average equity}}$ Equity ratio  $= \frac{\text{Equity x 100}}{\text{Balance sheet total}}$ 

85.000

70.714

95.000

135.305

## **Income statement**

| Par             | ent             |  |       | Gre             | oup             |
|-----------------|-----------------|--|-------|-----------------|-----------------|
| 2014<br>DKK'000 | 2015<br>DKK'000 |  | Notes | 2015<br>DKK'000 | 2014<br>DKK'000 |
| 477.197         | 556.511         | Revenue  | 1     | 1.189.069       | 1.029.460       |
| 3.635           | (160)           | Change of inventories, finish goods and work in progress |       | 1.096           | 3.845           |
| (138,758)       | (154.523)       | External costs   |       | (569.930)       | (510.003)       |
| 342.074         | 401.828         | Gross profit   |       | 620.235         | 523.302         |
| (147.690)       | (146.383)       | Staff costs  | 2     | (187.603)       | (187.059)       |
| (17.266)        | (19.851)        | Depreciation and amortisation, fixed assets              | 3     | (20.083)        | (17.633)        |
| (94.867)        | (82.556)        | Other operating costs                                    |       | (216.222)       | (218.484)       |
| 82.251          | 153.038         | Operating profit   |       | 196.327         | 100.126         |
| 4.467           | 11.193          | Other financial income, affiliates                       |       | 0               | 0               |
| 5.736           | 10.079          | Other financial income                                   | 4     | 10.194          | 5.831           |
| (359)           | (797)           | Other financial expenses                                 | 5     | (1.098)         | (596)           |
| 92.095          | 173.513         | Profit before tax  |       | 205.423         | 105.361         |
| (21.381)        | (38.208)        | Tax on profit for the year                               | 6     | (48.546)        | (26.237)        |
| 70.714          | 135.305         | Profit for the year                                      |       | 156.877         | 79.124          |
|                 |                 | Proposed distribution of profit/(loss)                   |       |                 |                 |
| (14.286)        | 305             | Retained earnings  |       |                 |                 |
| 0               | 40.000          | Paid dividends on account                                |       |                 |                 |

Proposed dividends recognized in Equity

## Balance sheet, December 31st

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## Group

| 2014<br>DKK'000 | 2015<br>DKK'000 |  | Notes | 2015<br>DKK'000 | 2014<br>DKK'000 |
|-----------------|-----------------|--|-------|-----------------|-----------------|
| 6.211           | 6.414           | Completed development projects   | 7     | 6.414           | 6.211           |
| 3.789           | 1.153           | Development projects in progress   | 7     | 1.153           | 3.789           |
| 10.000          | 7.567           | Intangible assets  |       | 7.567           | 10.000          |
| 24.547          | 21.693          | Land and buildings   | 8     | 21.693          | 24.547          |
| 36.090          | 44.142          | Plant and machinery  | 8     | 44.142          | 36.090          |
| 2.082           | 1.515           | Other fixtures and fittings, tools and equipment   | 8     | 1.778           | 2.446           |
| 22.239          | 18.042          | Property, plant and equipment in progress and prepayment for Property, plant and equipment | 8     | 18.042          | 22.239          |
| 84.958          | 85.392          | Tangible assets  |       | 85.655          | 85.322          |
| 10.338          | 10.338          | Investments in affiliates  | 9     | 0               | 0               |
| 386             | 386             | Investments in associates  | 9     | 386             | 386             |
| 271             | 228             | Other receivables  | 9     | 464             | 495             |
| 0               | 0               | Deferred tax asset   |       | 381             | 120             |
| 10.995          | 10.952          | Financial assets   |       | 1.231           | 1.001           |
| 105.953         | 103.911         | Fixed assets   |       | 94.453          | 96.323          |

## Balance sheet, December 31st

| -                |    |   |    |   |
|------------------|----|---|----|---|
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## Group

| 2014<br>DKK'000 | 2015<br>DKK'000 |   | Notes | 2015<br>DKK'000 | 2014<br>DKK'000 |
|-----------------|-----------------|---|-------|-----------------|-----------------|
| 105.953         | 103.911         | Fixed assets (brought forward)                  |       | 94.453          | 96.323          |
|                 |                 |   |       |                 |                 |
| 13.235          | 17.882          | Raw materials and supplies                      |       | 17.882          | 13.235          |
| 11.082          | 10.980          | Work in progress                                |       | 10.980          | 11.082          |
| 7.688           | 7.630           | Finish goods and goods for resale               |       | 10.066          | 9.002           |
| 32.005          | 36.492          | Inventories                                     |       | 38.928          | 33.319          |
|                 |                 |   |       |                 |                 |
| 9.887           | 7.491           | Trade receivables and receivables from services |       | 52.020          | 45.354          |
| 47.442          | 34.698          | Receivables from affiliates                     |       | 70.165          | 102.295         |
| 0               | 4.043           | Income tax, receivables                         |       | 4.043           | 205             |
| 1.965           | 1.652           | Other receivables                               |       | 2.482           | 2.797           |
| 1.373           | 1.305           | Prepayments                                     |       | 2.572           | 2.540           |
| 60.667          | 49.189          | Receivables                                     |       | 131.282         | 153.191         |
| 48.468          | 50.229          | Cash  | 10    | 139.165         | 93.302          |
|                 |                 |   |       |                 |                 |
| 141.140         | 135.910         | Current assets                                  |       | 309.375         | 279.812         |
| 247.093         | 239.821         | Assets  |       | 403.828         | 376.135         |

166.967

171.726

403.828

13

14-18

171.311

177.064

376.135

62.233

67.821

247.093

45.660

50.244

239.821

Short-term liabilities

Liabilities other than provisions

Equity, provision and liabilities

Lease and rental commitment

Other notes

## Balance sheet, December 31st

| Par             | rent            |                        |       | Gr              | oup             |
|-----------------|-----------------|------------------------|-------|-----------------|-----------------|
| 2014<br>DKK'000 | 2015<br>DKK'000 |                        | Notes | 2015<br>DKK'000 | 2014<br>DKK'000 |
| 2.500           | 2.500           | Share capital          | 11    | 2.500           | 2.500           |
| 91.772          | 92.077          | Retained earnings      |       | 134.602         | 111.571         |
| 85.000          | 95.000          | Proposed dividends     |       | 95.000          | 85.000          |
| 179.272         | 189.577         | Equity                 |       | 232.102         | 199.071         |
| 5.488           | 4.484           | Deferred tax provision | 12    | 4.484           | 5.488           |
| 100             | 100             | Other provisions       |       | 275             | 265             |
| 5.588           | 4.584           | Provisions             |       | 4.759           | 5.753           |
| 17.571          | 14.826          | Trade payables         |       | 56.361          | 65.219          |
| 15.364          | 6.137           | Payables to affiliates |       | 70.816          | 68.447          |
| 2.895           | 0               | Income tax payables    |       | 6.892           | 4.920           |
| 26.403          | 24.697          | Other payables         |       | 32.898          | 32.725          |

## Statement of changes in equity

## Group

|   | Share<br>capital<br>DKK'000 | Retained<br>earnings<br>DKK'000 | Proposed<br>dividends<br>DKK'000 | Total<br>DKK'000 |
|---|-----------------------------|---------------------------------|----------------------------------|------------------|
| Equity, January 1st, 2014               | 2.500                       | 116.196                         | 125.000                          | 243.696          |
| Dividends paid                          | 0                           | 0                               | (125.000)                        | (125.000)        |
| Profit for the year                     | 0                           | (5.876)                         | 85.000                           | 79.124           |
| Exchange adjustment, foreign affiliates | 0                           | 1.251                           | 0                                | 1.251            |
| Equity, December 31st 2014              | 2.500                       | 111.571                         | 85.000                           | 199.071          |
| Dividends paid                          | 0                           | 0                               | (125.000)                        | (125.000)        |
| Profit for the year                     | 0                           | 21.877                          | 135.000                          | 156.877          |
| Exchange adjustment, foreign affiliates | 0                           | 1.154                           | 0                                | 1.154            |
| Equity, December 31st 2015              | 2.500                       | 134.602                         | 95.000                           | 232.102          |

## Parent

|                            | Share<br>capital<br>DKK'000 | Retained<br>earnings<br>DKK'000 | Proposed<br>dividends<br>DKK'000 | Total<br>DKK'000 |
|----------------------------|-----------------------------|---------------------------------|----------------------------------|------------------|
| Equity, January 1st 2014   | 2.500                       | 106.058                         | 125.000                          | 233.558          |
| Dividends paid             | 0                           | 0                               | (125.000)                        | (125.000)        |
| Profit for the year        | 0                           | (14.286)                        | 85.000                           | 70.714           |
| Equity, December 31st 2014 | 2.500                       | 91.772                          | 85.000                           | 179.272          |
| Dividends paid             | 0                           | 0                               | (125.000)                        | (125.000)        |
| Profit for the year        | 0                           | 305                             | 135.000                          | 135.305          |
| Equity, December 31st 2015 | 2.500                       | 92.077                          | 95.000                           | 189.577          |

## Cash flow statement

## Group

|   | Notes | 2015<br>DKK'000 | 2014<br>DKK'000 |
|---|-------|-----------------|-----------------|
| Operating profit                            |       | 196.327         | 100.126         |
| Depreciation and amortisation, fixed assets |       | 20.083          | 17.633          |
| Change in working capital                   | 16    | 13.924          | 9.415           |
|   |       | 230.334         | 127.174         |
| Other financial income received             |       | 10.194          | 5.831           |
| Other financial expenses paid               |       | (1.022)         | (596)           |
| Income taxes paid                           |       | (51.709)        | (15.541)        |
| Cash flows from operating activities        |       | 187.797         | 116.868         |
| Acquisition of intangible assets            |       | (430)           | (2.579)         |
| Acquisition of tangible assets              |       | (17.549)        | (22.125)        |
| Sale of tangible assets                     |       | 6               | 75              |
| Change financial assets                     |       | 31              | 8               |
| Cash flows from investing activities        |       |                 |                 |
| Cash nows from investing activities         |       | (17.942)        | (24.621)        |
| Dividends paid                              |       | (125.000)       | (125.000)       |
| Cash flows from financing activities        |       | (125.000)       | (125.000)       |
| Change in cash                              |       | 44.855          | (32.753)        |
| Cash at the beginning of the year           |       | 93.302          | 125.736         |
| Value adjustment of cash                    |       | 1.008           | 319             |
| Cash at the end of the year                 |       | 139.165         | 93.302          |

|                                    | Parent Revenue DKK'000 | Group<br>Revenue<br>DKK'000 |
|------------------------------------|------------------------|-----------------------------|
| 1. Segment information             |                        |                             |
| By business segment 2015           |                        |                             |
| Medical devices                    | 556.511                | 1.189.069                   |
| Total                              | 556.511                | 1.189.069                   |
| By business segment 2014           |                        |                             |
| Medical devices                    | 477.197                | 1.029.460                   |
| Total                              | 477.197                | 1.029.460                   |
| By geographical market 2015        |                        |                             |
| Europe, the Middle East and Africa | 494.056                | 1.126.614                   |
| Other countries                    | 62.455                 | 62.455                      |
| Total                              | 556.511                | 1.189.069                   |
| By geographical market 2014        |                        |                             |
| Europe, the Middle East and Africa | 393.415                | 945.678                     |
| Other countries                    | 83.782                 | 83.782                      |
| Total                              | 477.197                | 1.029.460                   |

| Parent          |                 |   | Group           |                 |
|-----------------|-----------------|---|-----------------|-----------------|
| 2014<br>DKK'000 | 2015<br>DKK'000 |   | 2015<br>DKK'000 | 2014<br>DKK'000 |
|                 |                 | 2. Staff costs  |                 |                 |
| 131.268         | 128.813         | Salaries and wages                                      | 163.200         | 163.827         |
| 14.609          | 14.419          | Pension contributions                                   | 16.239          | 16.111          |
| 6.238           | 6.256           | Other social security costs                             | 11.269          | 11.546          |
| (4.425)         | (3.105)         | Capitalised labor costs                                 | (3.105)         | (4.425)         |
| 147.690         | 146.383         |   | 187.603         | 187.059         |
| 288             | 292             | Average number of employees                             | 351             | 347             |
|                 |                 | 3. Depreciation & amortisation, fixed assets            |                 |                 |
|                 |                 | 3. Depreciation & amortisation, fixed assets            |                 |                 |
| 2.129           | 2.760           | Completed development projects                          | 2.760           | 2.129           |
| 3.234           | 3.262           | Buildings   | 3.262           | 3.234           |
| 10.737          | 12.564          | Plant and machinery                                     | 12.564          | 10.737          |
| 1.148           | 943             | Other fixtures and fittings, tools and equipment        | 1.173           | 1.515           |
| 18              | 322             | Loss(Profit) from sale and scrap of operating equipment | 324             | 18              |
| 17.266          | 19.851          |   | 20.083          | 17.633          |
|                 |                 | 4. Other financial income                               |                 |                 |
| 1.411           | 1.169           | Interest income   | 1.254           | 1.494           |
| 4.325           | 8.910           | Realised and unrealised exchange gains                  | 8.940           | 4.337           |
| 5.736           | 10.079          |   | 10.194          | 5.831           |
|                 |                 | 5. Other financial expenses                             |                 |                 |
| 359             | 797             | Bank expenses   | 1.098           | 596             |
|                 |                 |   |                 |                 |

| Parent                        |                              |   | Gr                            | oup                          |
|-------------------------------|------------------------------|---|-------------------------------|------------------------------|
| 2014<br>DKK'000               | 2015<br>DKK'000              |   | 2015<br>DKK'000               | 2014<br>DKK'000              |
|                               |                              | 6. Tax on profit for the year           |                               |                              |
| 21.405                        | 39.211                       | Current tax                             | 49.834                        | 26.316                       |
| 72                            | (984)                        | Change in deferred tax                  | (1.244)                       | (30)                         |
| (96)                          | (19)                         | Adjustment concerning changed tax rates | (19)                          | (96)                         |
| 0                             | 0                            | Adjustment concerning previous years    | (25)                          | 47                           |
| 21.381                        | 38.208                       |   | 48.546                        | 26.237                       |
| Completed development DKK'000 | Development projects DKK'000 | 7. Intangible assets                    | Completed development DKK'000 | Development projects DKK'000 |
| 10.928                        | 3.789                        | Cost, January 1 <sup>st</sup> 2015      | 10.928                        | 3.789                        |
| 3.017                         | (3.017)                      | Transfers                               | 3.017                         | (3.017)                      |
| 0                             | 430                          | Additions                               | 0                             | 430                          |
| (4.489)                       | (49)                         | Disposals                               | (4.489)                       | (49)                         |
| 9.456                         | 1.153                        | Cost, December 31st 2015                | 9.456                         | 1.153                        |
| (4.717)                       | 0                            | Amortisation, January 1st 2015          | (4.717)                       | 0                            |
| (2.760)                       | 0                            | Additions                               | (2.760)                       | 0                            |
| 4.435                         | 0                            | Disposals                               | 4.435                         | 0                            |
| (3.042)                       | 0                            | Amortisation, December 31st 2015        | (3.042)                       | 0                            |
| 6.414                         | 1.153                        | Carrying amount, December 31st 2015     | 6.414                         | 1.153                        |
| 6.211                         | 3.789                        | Carrying amount, December 31st 2014     | 6.211                         | 3.789                        |

## Group

|                                     | Land and buildings | Plant and machinery | Other fix-<br>tures etc. | Property etc<br>in progress <sup>1</sup> |
|-------------------------------------|--------------------|---------------------|--------------------------|--|
|                                     | DKK'000            | DKK'000             | DKK'000                  | DKK'000                                  |
| 8. Tangible assets                  |                    |                     |                          |  |
| Cost, January 1st 2015              | 78.831             | 191.596             | 46.192                   | 22.239                                   |
| Year-end exchange rate adjustments  | 0                  | 0                   | 419                      | 0  |
| Transfers                           | 0                  | 15.730              | 0                        | (15.730)                                 |
| Additions                           | 408                | 5.106               | 502                      | 11.533                                   |
| Disposals                           | (96)               | (229)               | (293)                    | 0  |
| Cost, December 31st 2015            | 79.143             | 212.203             | 46.820                   | 18.042                                   |
| Depreciation, January 1st 2015      | (54.284)           | (155.506)           | (43.746)                 | 0  |
| Year-end exchange rate adjustments  | 0                  | 0                   | (409)                    | 0  |
| Additions                           | (3.262)            | (12.564)            | (1.173)                  | 0  |
| Disposals                           | 96                 | 9                   | 286                      | 0  |
| Depreciation, December 31st 2015    | (57.450)           | (168.061)           | (45.042)                 | 0  |
| Carrying amount, December 31st 2015 | 21.693             | 44.142              | 1.778                    | 18.042                                   |
| Carrying amount, December 31st 2014 | 24.547             | 36.090              | 2.446                    | 22.239                                   |

 $<sup>\</sup>label{eq:local_local_local_local} I \ \ \textit{Including prepayments for property, plant and} \\ \ \ \textit{equipment}$ 

## Parent

|                                     | Land and buildings | Plant and machinery | Other fix-<br>tures etc | Property etc<br>in progress <sup>1</sup> |
|-------------------------------------|--------------------|---------------------|-------------------------|--|
|                                     | DKK'000            | DKK'000             | DKK'000                 | DKK'000                                  |
| 8. Tangible assets                  |                    |                     |                         |  |
| Cost, January 1st 2015              | 78.831             | 191.596             | 37.717                  | 22.239                                   |
| Transfers                           | 0                  | 15.730              | 0                       | (15.730)                                 |
| Additions                           | 408                | 5.106               | 381                     | 11.533                                   |
| Disposals                           | (96)               | (229)               | (6)                     | 0  |
| Cost, December 31st 2015            | 79.143             | 212.203             | 38.092                  | 18.042                                   |
| Depreciation, January 1st 2015      | (54.284)           | (155.506)           | (35.635)                | 0  |
| Additions                           | (3.262)            | (12.564)            | (943)                   | 0  |
| Disposals                           | 96                 | 9                   | 1                       | 0  |
| Depreciation, December 31st 2015    | (57.450)           | (168.061)           | (36.577)                | 0  |
| Carrying amount, December 31st 2015 | 21.693             | 44.142              | 1.515                   | 18.042                                   |
| Carrying amount, December 31st 2014 | 24.547             | 36.090              | 2.082                   | 22.239                                   |

<sup>1</sup> Including prepayments for property, plant and equipment

|                                   | Parent                            |                           |                                     | Group             |                                   |
|-----------------------------------|-----------------------------------|---------------------------|-------------------------------------|-------------------|-----------------------------------|
| Invest-<br>ments in<br>affiliates | Invest-<br>ments in<br>associates | Other<br>receiva-<br>bles |                                     | Other receivables | Invest-<br>ments in<br>associates |
| DKK'000                           | DKK'000                           | DKK'000                   |                                     | DKK'000           | DKK'000                           |
|                                   |                                   |                           | 9. Financial assets                 |                   |                                   |
| 10.338                            | 386                               | 271                       | Cost, January 1st 2015              | 495               | 386                               |
| 0                                 | 0                                 | (43)                      | Additions / disposals               | (31)              | 0                                 |
| 10.338                            | 386                               | 228                       | Cost, December 31st 2015            | 464               | 386                               |
| 0                                 | 0                                 | 0                         | Revaluation, December 31st 2015     | 0                 |                                   |
| 10.338                            | 386                               | 228                       | Carrying amount, December 31st 2015 | 464               | 386                               |
|                                   |                                   |                           |                                     |                   |                                   |
| 10.338                            | 386                               | 271                       | Carrying amount, December 31st 2014 | 495               | 386                               |

#### Investments in affiliates:

| Name           | Registered     | Group share | Share capital | Equity  | Profit before tax | Profit for the year |
|----------------|----------------|-------------|---------------|---------|-------------------|---------------------|
| -              |                |             |               | DKK'000 | DKK'000           | DKK'000             |
| Dansac limited | Histon, UK     | 100%        | GBP 1.000     | 50.609  | 31.152            | 24.802              |
| Dansac GmbH    | Köln, Tyskland | 100%        | EUR 26.000    | 2.255   | 11.951            | 7.964               |
|                |                |             |               | 52.864  | 43.103            | 32.766              |

#### Investments in associates:

| Name             | Registered    | Group share | Share capital | Equity  | Profit before tax | Profit for the year |
|------------------|---------------|-------------|---------------|---------|-------------------|---------------------|
|                  |               |             |               | DKK'000 | DKK'000           | DKK'000             |
| Hollister S.P.A. | Milano, Italy | 5%          | EUR 1.034.000 | 82.653  | 10.535            | 6.858               |

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| 11000           |                 |  |                 |                 |
|-----------------|-----------------|--|-----------------|-----------------|
| Par             | ent             |  | Gr              | oup             |
| 2014<br>DKK'000 | 2015<br>DKK'000 |  | 2015<br>DKK'000 | 2014<br>DKK'000 |
|                 |                 | 10. Cash   |                 |                 |
| 25.836          | 46.563          | Funds in intercompany cash pool arrangement  | 70.838          | 47.315          |
|                 | a a             | 11. Share capital  |                 |                 |
|                 |                 | The share capital consists of 1,000 shares or multiples. The shares have not been divided into classes.  In the period 2010 to 2015 there have been no changes to the share capital. |                 |                 |
|                 |                 | 12. Deferred tax provision   |                 |                 |
|                 |                 | Deferred tax is incumbent on the following items:  |                 |                 |
| 2.212           | 1.665           | Intangible assets  | 1.665           | 2.212           |
| 2.018           | 1.811           | Tangible assets  | 1.811           | 2.018           |
| (50)            | (39)            | Trade receivables and receivables from service   | (39)            | (50)            |
| 1.308           | 1.047           | Inventories  | 1.047           | 1.308           |
| 5.488           | 4.484           |  | 4.484           | 5.488           |
|                 |                 | 13. Lease and rental commitments   |                 |                 |
|                 |                 | Operating lease and rental commitments on rent of production premises and cars have been concluded for the years 2015-2020.  |                 |                 |
| 1.311           | 1.304           | Operational lease and rental commitments for the year  | 6.284           | 6.536           |
|                 |                 | At 31 December 2015, the following non-terminal obli-  |                 |                 |
| 1.090           | 904             | Lease and rental commitments due within one year   | 5.341           | 4.567           |
| 973             | 489             | Lease and rental commitments due within 2-5 years  | 4.962           | 3.892           |
| 0               | 0               | Operating and rental commitments due beyond 5 years  | 0               | 362             |
| 2.063           | 1.393           |  | 10.303          | 8.821           |

| Parent          |                 |  | Gr              | oup             |
|-----------------|-----------------|--|-----------------|-----------------|
| 2014<br>DKK'000 | 2015<br>DKK'000 |  | 2015<br>DKK'000 | 2014<br>DKK'000 |
|                 |                 | 14. Fee to auditors appointed at the General Meeting |                 |                 |
|                 |                 | Fees to Deloitte (Denmark):                          |                 |                 |
| 471             | 457             | Audit fees for the annual report                     | 457             | 471             |
| 59              | 59              | Other assurance engagements                          | 59              | 59              |
| 17              | 25              | Non-audit fees                                       | 25              | 17              |
| 547             | 541             |  | 541             | 547             |
|                 |                 | Fees to F. W. Riches & Co:                           |                 |                 |
| 0               | 0               | Audit fees for the annual report                     | 370             | 277             |
| 0               | 0               | Non-audit fees                                       | 52              | 88              |
| 0               | 0               |  | 422             | 365             |
|                 |                 | Fees to ALR Treuhand GmbH:                           |                 |                 |
| 0               | 0               | Audit fees for the annual report                     | 175             | 175             |
| 0               | 0               | Non-audit fees                                       | 34              | 36              |
| 0               | 0               |  | 209             | 211             |

## 15. Related parties

Related parties with a controlling interest in the Dansac Group:

The Company's principal shareholder, Hollister Incorporated, Illinois, USA.

Other related parties are the Company's Executive and Supervisory Boards and group enterprises.

# 16. Currency exposure, interest rate exposure and credit risks

#### Currency exposure

|       | Group                                |                                   |              |  |
|-------|--------------------------------------|-----------------------------------|--------------|--|
|       | Receivables and cash and equivalents | Liabilities other than provisions | Position net |  |
|       | DKK'000                              | DKK'000                           | DKK'000      |  |
| GBP   | 138.547                              | (87.936)                          | 50.611       |  |
| EUR   | 88.670                               | (35.500)                          | 53.170       |  |
| USD   | 22.739                               | (256)                             | 22.483       |  |
| Other | 15.965                               | (483)                             | 15.482       |  |
|       | 265.921                              | (124.175)                         | 141.746      |  |

Pursuant to group policies, currency exposure is not attempted hedged by hedging transactions in each subsidiary. Currency exposure is hedged by the Parent, Hollister Incorporated.

#### Credit risks

In certain cases the Group receives security for sale on credit which is included in the assessment of the necessary write-down for losses on bad debts. The highest credit risk on trade receivables corresponds to the carrying amount at 31 December 2015. Losses on receivables from individual customers have been historically immaterial.

#### Interest exposure

The following dates of reassessment and repayment according to agreement on the Group's financial assets and liabilities are presented in chronological order. The effective interest rates are stated on the basis of the actual level of interest at 31 December 2015.

## 16. Currency exposure, interest rate exposure and credit risks (continued)

Group

Time of reassessment and maturity

|                                   | Within one year | Within<br>2 to 5<br>years | After<br>5 years | Fixed-<br>rated | Effective interest rate |
|-----------------------------------|-----------------|---------------------------|------------------|-----------------|-------------------------|
|                                   | DKK'000         | DKK'000                   | DKK'000          | DKK'000         | %                       |
| Receivables, interest bearing     | 4.042           | 0                         | 0                | 0               | 1%                      |
| Receivables, non-interest bearing | 127.704         | 0                         | 0                | 0               | 0                       |
| Cash                              | 139.165         | 0                         | 0                | 0               | 0-2%                    |
| Liabilities, non-interest bearing | (166.967)       | (275)                     | 0                | 0               | 0                       |
|                                   | 103.944         | (275)                     | 0                | 0               |                         |

|   | Group           |                 |  |
|---|-----------------|-----------------|--|
| 17. Cash flow statements –working capital changes | 2015<br>DKK'000 | 2014<br>DKK'000 |  |
| Change in inventories                             | (5.575)         | (5.226)         |  |
| Change in receivables                             | 31.092          | (29.700)        |  |
| Trade payable changes etc.                        | (11.593)        | 44.341          |  |
|   | 13.924          | 9.415           |  |

#### 18. Contingent liabilities

The Company serves as an administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from the financial year 2013 for income taxes etc. for the jointly taxed companies and from 1 July 2012 also for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for these companies.