

Kenny Mencke · Michel Mandrup · Minna Jensen · Anne Haarløv Registrerede revisorer

Biocare Copenhagen A/S

Kirkebjerg Allé 88, 1. 2605 Brøndby

Annual Report 1/1 - 31/12 2022

11th Financial Year

CVR-no: 34 20 29 82

Adopted at the Company's Annual General Meeting 27 June 2023 Signed electronically, see last page

Ole Lund Svendsen Chairman

— Docusigned by: He lund Svendsen

-094D6E0ADF834F7...

1.

Contents

	Page
Contents	1
Statement by the Board of Directors and the Executive Board	2
Company Information	3
Independent auditor's report	4
Management's Review	7
Income Statement	ç
Balance Sheet	10
Statement of changes in equity	12
Notes	13



Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Biocare Copenhagen A/S for the financial year 1 January – 31 December 2022.

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

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's activities and financial matters, of the results for the year and of the Company's financial position.

We recommend that the annual report be approved at the annual general meeting.

Brøndby, 27 June 2023 Signed electronically, see last page

Executive Board

Tomasz Sikora Ole Lund Svendsen Managing Director

Docusigned by:

Our Johns Stephan

E885 F9F03 FFR49D

Outsigned by:

Outsigned by:

Outsigned by:

Outsigned by:

O94D6E0ADF834F7...

Board of directors

Kristina Tahiri James Young
Chairman of the Board

DocuSigned by:

Kristina Tahiri

—461B9A9C550348E...

DocuSigned by:

James Young

B4FC4956364648C...

Ole Lund Svendsen

Docusigned by:

Ou lund Svendsen

094D6E0ADF834F7...



Company Information

Company informationNameBiocare Copenhagen A/S

Kirkebjerg Allé 88, 1.

2605 Brøndby

CVR-no. 34 20 29 82

Financial Year 1/1 - 31/12 2022

Established: 3 January 2012

Registered office Brøndby

Board of Directors

Kristina Tahiri
James Young

Ole Lund Svendsen

Executive Board

Tomasz Sikora Ole Lund Svendsen

Auditor

KPMG P/S

Frederiks Plads 42, 7. 8000 Aarhus C

Denmark

CVR-no. 25 57 81 98



Independent auditor's report

To the Shareholder of Biocare Copenhagen A/S

Opinion

We have audited the financial statements of Biocare Copenhagen A/S for the financial year 1 January – 31 December 2022 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022 in accordance with the Danish Financial Statements Act.

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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

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

Management's responsibility 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, that 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 as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made 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 company 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 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.



Statement on the Management's review

Management is responsible for Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

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

Aarhus, 27 June 2023

KPMG

 $Stats autorise ret\ Revisions partnerselskab$

CVR no. 25 57 81 98

DocuSigned by:

Mikkel Trabjerg knudsen

Mikkel Trabjerg Knudsen

State Authorised Public Accountant mne34459

Niklos R. Filipsen

Niklas R. Filipsen

State Authorised Public Accountant

mne47781



Management's Review

Primary Activities

Biocare Copenhagen A/S is a Danish biotech company that develops and markets dietary supplements and medical devices based on microbial active substances. The products are aimed at gastrointestinal problems, infections as well as for regulating the immune system and is sold under private label.

Development in activities and financial conditions

Revenue and earnings have not developed as expected in the year 2022, which is due to several price increases due to inflation.

The result for the year amounts to DKK 14,514 thousand. The balance sheet shows total assets of DKK 46,377 thousand and an equity of DKK 15,943 thousand.

The expected development

The company's Management expects an increasing demand for the Company's projects.

Management's expectations for the result for the coming financial year 2023 will be in the range of DKK 23 million to 27 million before taxes.

Special risks - business risks and financial risks

Business risks

Management assesses that the company is not affected by special risks in addition to the common risks in the industry - including economic development.

Financial risks - including interest rate and currency risks

Financial risks

It is Management's objective to minimize financial risks.

Currency risks

The company trades in foreign currencies, primarily the Euro, and which is why the company is not significantly affected by exchange rate changes in relation to the Danish krone.

Interest rate risks

The company has no significant interest-bearing debt.

Research and development activities

Research and development activities were carried out in 2022 on a par with previous years. A similar level is expected in 2023.

Environmental conditions

The company is not subject to special environmental conditions. The company wants to produce goods that live up to the latest standards as well as environmental and legal requirements - including the energy consumption of production.

Intellectual capital

It is Management's assessment that we have the necessary knowledge resources to be able to achieve the company's objectives.

Events after the end of the financial year

There have been no events since the end of the year that could significantly affect the company's financial situation.



Management's Review

Financial Highlights

_	2022	2021	2020	2019	2018
Thousands					
Key Figures					
Gross profit	24,426	28,310	29,850	25,763	25,830
Profit before	10 175	22.241	22 217	10.004	10.072
financial income and expenses	19,175	22,241	23,317	18,904	19,873
Total net financials	-507	-178	-266	-177	-176
Profit for the year	14,514	17,092	17,978	14,597	15,336
Balance sheet					
Total assets	46,377	49,716	55,285	68,082	50,680
Investments in property,	104	2.5	0	110	
plant and equipment	124	25	0	113	0
Equity	15,943	29,429	35,337	47,359	32,762
Ratio					
Return on invested capital	39.9%	42.4%	37.8%	31.8%	45.7%
Return on equity	64.0%	52.8%	43.5%	36.4%	61.1%
Solvency ratio	34.4%	59.2%	63.9%	69.6%	64.6%

The financial ratios have been calculated as follows:

Return on invested capital: Operating profit / average invested capital

Return on equity is calculated as follows: Profit from ordinary activities after tax x 100 / Average equity

Solvency ratio: Equity / total equity and liability at year end



Income Statement

Note		2022	2021
<u>DKK</u>	<u>5'000</u>		
	Gross profit	24.430	28.310
2	Staff costs Depreciation	-5.072 -182	-5.889 -181
	Profit before financial income and expenses	19.175	22.241
3	Financial income	46	0
4	Financial expenses Profit before tax	-553 18.668	-178 22.063
~			
5 6	Tax on profit for the year Profit for the year	-4.154 14.514	-4.971 17.092



Balance Sheet Assets

<u>Note</u>		31/12 2022	31/12 2021
	Fixed Assets		
7	Intangible fixed assets	102	220
7	Development projects	193	330
	Total intangible fixed assets	193	330
	Property, plant and equipment		
8	Fixtures and fittings, tools and equipment	213	135
	Total property, plant and equipment	213	135
	Total Fixed Assets	406	465
	Current Assets		
	Inventories		
	Raw materials and consumables	7,305	5,782
	Work in progress	2,811	3,200
	Finished goods and goods for resale	114	984
	Total Inventories	10,230	9,966
	Receivables		
	Trade receivables	22,765	19,324
	Receivables from group entities	950	6,946
9	Other receivables Prepayments	482 48	528 0
9	• •		
	Total receivables	24,245	26,798
	Cash and cash equivalents		
	Cash and cash equivalents	11,496	12,487
	Total cash and cash equivalents	11,496	12,487
	Total current assets	45,971	49,252
	Total assets	46,377	49,716



Balance Sheet Liabilities and equity

<u>Note</u>		31/12 2022	31/12 2021
	Equity		
	Share Capital	500	500
	Reserve for development projects	150	257
	Retained earnings	293	672
	Proposed dividends for the financial year	15,000	28,000
	Total equity	15,943	29,429
	Provisions		
10	Provisions for deferred tax	54	82
	Total provisions	54	82
	Current liabilities other than provisions		
	Prepayments received from customers	1,014	450
	Trade payables	10,281	12,924
	Payables to group entities	14,127	229
	Corporation tax, joint taxation	4,183	4,883
	Other payables	775	1,719
	Total current liabilities other than provisions	30,380	20,205
	Total liabilities	30,380	20,205
	Total liabilities and equity	46,377	49,716

- 11 Related parties
- 12 Contingent liabilities



Statement of changes in equity

	Share Capital	Reserve for develop- ment projects	Retained earnings	Proposed dividend	Total Equity
DKK'000					
Equity at the beginning of the year	500	257	672	28,000	29,429
Adjustment, reserve	0	-107	107	0	0
Profit for the year	0	0	-486	15,000	14,514
Dividend distributed	0	0	0	-28,000	-28,000
Equity at the end of period	500	150	293	15,000	15,943



1 Accounting Policies

Basis of accounting

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (Årsregnskabsloven) for medium-sized enterprises in reporting class C.

The accounting policies are unchanged from last year.

Omission of cash flow statement

Pursuant to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are included in the cash flow statement in the consolidated financial statements of DSM International B.V.

Income Statement

Gross Profit

The items net revenue, cost of sales and other external expenses are, with reference to section 32 of the Danish Financial Statements Act, summarized in an item called gross profit.

Revenue

Revenue from the sale of goods is recognized in net revenue when the transfer of the most significant benefits and risks to the buyer has taken place, the revenue can be calculated reliably and payment is expected to be received. Net revenue is measured at the fair value of the agreed consideration excl. VAT and taxes charged on behalf of third parties. All types of discounts are recognized in net sales.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year.

Other external expenses

Other external costs comprise distribution costs and costs related to sales, sales campaigns, administration, office premises, operating leases, etc.

Staff Costs

Staff costs comprise wages, salaries and other staff-related costs as well as reimbursements.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding gains and losses on receivables, payables and transactions denominated in foreign currencies.

Financial income and expenses are recognized in the income statement with the amounts relating to the financial year.



1 Accounting Policies

Tax on profit for the year

Tax on profit for the year consists of the current tax for the year and the year's adjustment of deferred tax. Current tax is calculated on the basis of the year's expected taxable income and is measured on the basis of the applicable tax rate at the balance sheet date.

The company is part of a jointly taxed group relationship. The tax effect of the joint taxation in the Group is allocated to both profit-making and loss-making Danish companies in relation to their taxable income, which results in full reimbursement regarding tax losses.

Balance Sheet

Fixed Assets
Intangible assets
Development projects

Development costs include costs that can be directly attributed to the company's development activities. Development projects that are clearly defined and identifiable, and where the technical feasibility, sufficient resources and a potential future market or development opportunity in the company can be demonstrated and where the intention is to produce, market or use the project are recognized as intangible assets if the cost price can be calculated reliably and there is sufficient assurance that future earnings can cover production, sales and administration costs as well as development costs. Other development costs are recognized in the income statement as the costs are incurred.

Development costs recognized in the balance sheet are initially recognized at cost and subsequently at cost less accumulated amortization and impairment losses. After the completion of the development work, development costs are depreciated on a straight-line basis over the estimated economic useful life. The depreciation period is usually 5 years.

Gains and losses on the sale of development projects are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale. Gains or losses are recognized in the income statement under other operating income and other operating expenses, respectively.



1 Accounting Policies

Property, plant and equipment

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

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use.

Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life.

The estimated useful lives are as follows:

Fixtures and fittings, tools and equipment

3 - 8 years

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Impairment of fixed assets

The carrying amount of fixed assets is assessed annually for indications of impairment, in addition to what is expressed by depreciation. If there are indications of impairment, an impairment test is performed on each individual asset or group of assets. A write-down is made to the recoverable amount if this is lower than the carrying amount. The highest value of net selling price and capital value is used as the recoverable amount. The capital value is calculated as the present value of the expected net cash flows from the use of the asset or asset group. Previously recognized write-downs are reversed when the justification for the write-down no longer exists.

Current Assets

Inventories

Inventories are measured at cost according to the FIFO method. If the net realizable value is lower than the cost price, it is written down to this lower value. Cost price for merchandise as well as raw materials and consumables includes acquisition price with the addition of repatriation costs. Cost of finished goods and work in progress includes cost of raw materials, consumables, direct labor and direct production costs. Indirect production costs and borrowing costs are recognized in the cost price. Net realizable value for inventories is calculated as the sales price less completion costs and costs incurred to effect the sale, and is determined taking into account marketability, obsolescence and development in the expected sales price.



1 Accounting Policies

Receivables

Receivables are measured at amortised cost. Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments recognized as assets include payments made regarding costs in subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash deposits.

Equity

Reserve for development projects

Reserve for development projects includes recognised development costs. The reserve cannot be used to pay dividends or cover deficits. The reserve is reduced or dissolved if the recognized development costs are depreciated or discontinued from the company's operations. This is done by transferring directly to the equity's free reserves.

Provisions

Deferred tax

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured on the basis of the tax rules and tax rates that will apply with the legislation on the balance sheet date, when the deferred tax is expected to be triggered as current tax.

Corporation tax

Current tax liabilities and current tax receivables are recognized in the balance sheet as calculated tax on the taxable income for the year, adjusted for tax on previous years' taxable income and for taxes paid on account. Joint tax contribution liabilities and receivables are recognised in the balance sheet as "Corporation tax liability, joint taxation" or "Corporation tax receivable, joint taxation".

Liabilities other than provisions

Liabilities are measured at amortised cost, which usually corresponds to nominal value.



1 Accounting Policies Leases

As an interpretative contribution for the classification and recognition of leases, the entity has chosen IAS 17. All the Company's leases are considered operating leases. Services in connection with operational leasing and other leases are recognized in the income statement over the term of the contract. The company's total obligation regarding operational leasing and lease agreements is disclosed under contingent items, etc.



	Notes		
<u>Note</u>	_	2022	2021
2	Staff Costs		
	Wages and salaries	4.228	4.978
	Pensions	698	615
	Other social security costs	146	296
	Total staff costs	5.072	5.889
	The average number of full-time employees employed in the accounting period was	6	6
	No remuneration has been paid to the Board of Directors in 2022.		
	With reference to section 98b(3) of the Danish Financial Statement disclosed remuneration of the Executive Board and the Board of D		has not

In 2021, staff costs of the Company included remuneration of the Executive Board of DKK 3,122 thousand of which DKK 268 thousand related to paid pension. The board of directors was not remunerated in 2021.

3	Financial income		
	Interest income, group entities	45	0
	Other financial income	1	0
	Total financial income	46	0
4	Financial expenses		
	Interest expenses, group entities	299	94
	Other financial expenses	254	84
	Total financial expense	553	178
5	Tax on for profit for the year		
	Tax for the year	4.183	4.883
	Change in deferred tax	-28	-28
	Adjustment to tax for the year in previous years	0	116
	Total tax on profit for the year	4.154	4.971
6	Profit for the year		
	Appropriation of the profit		
	Proposed dividend for the year	15.000	28.000
	Retained earnings	-486	-10.908
	Total appropriation of the profit	14.514	17.092



<u>Note</u>		2022	2021
7	Development projects		
	Cost at the beginning of the year Cost at the end of the year	1,725 1,725	
	Amortisation at the beginning of the year Amortisation development Amortisation at the end of the year	-1,395 -137 -1,532	
	Total development projects	193	
	The above mentioned development projects relate to the further d the company's products.	evelopment of	
8	Fixtures and fittings, tools and equipment		

Cost at the beginning of the year	505
Additions	123
Cost at the end of the year	628
Depreciation at the beginning of the year	-370
Depreciation for the year	
Depreciations at the end of the year	-415
Total fixtures and fittings, tools and equipment	213

9 Prepayments

Prepayments comprise payments made regarding costs in subsequent financial years related to insurances etc.

		2022	2021
10	Provisions for deferred tax		
	Provision for deferred tax, at the beginning of the year	82	110
	Change for the year	-28	-28
	Total provisions for deferred tax	54	82



2022 2021

<u>Note</u>

11 Related parties

Biocare Copenhagen A/S' related parties include the following:

DSM International B.V, Het Overloon 1, 6411 TE, Herleen, the Netherlands holds the majority of the contributed capital in the Company.

Biocare Copenhagen A/S is part of the consolidated financial statements of Koninklijke DSM N.V., Het Overloon 1, 6411TE Herleen, the Netherlands which is the smallest and largest groups in which the Company is included as a subsidiary.

Biocare Copenhagen A/S has had transactions with related parties:

Sales of goods to group entities: 6,574 tDKK

Purchase of services from group entities: 2,780 tDKK Distributed dividend to the shareholder: 28,000 tDKK

Receivables and payables from/to group entities are disclosed in the balance sheet and interest income and expenses are disclosed in note 3 and 4.

Remuneration to the Parent Company's Executive Board and Board of Directors is disclosed in note 2.

12 Contingent liabilities

The company's total contingent liabilities amount to DKK thousand 428 which falls due within 19 months from the balance sheet date. (31 December 2021: DKK 400 thousand).

The company is part of a Danish taxation solidarity with DSM NUTRITIONAL PRODUCTS A/S as the management company. The company is therefore liable in accordance with the rules of the Danish Companies Tax Act for income taxes, etc. for the solidarity taxed companies and for any obligations to include withholding tax on interest, royalties and dividends for the jointly taxed companies.

