

Annual report 2018

Company reg. no. 34 58 03 67

Oncomal ApS

c/o COBIS

Ole Maaløes Vej 3

2200 København N

The annual report was submitted and approved by the general meeting on the 18 May 2019.

Ali El-Salanti
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Management's report

The board of directors and the executive board have today presented the annual report of Oncomal ApS for the financial year 1 January to 31 December 2018.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2018 and of the company's results of its activities in the financial year 1 January to 31 December 2018.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København N, 18 May 2019

Executive board

Ali El-Salanti

Thor Grundtvig Theander

Mads Daugaard

Board of directors

Mads Daugaard

Peter Schröcksnadel

Poul Henrik Bredahl Sørensen

Ali El-Salanti

Thor Grundtvig Theander

Mai-Britt Zocca

Independent auditor's report

To the shareholders of Oncomal ApS

Opinion

We have audited the annual accounts of Oncomal ApS for the financial year 1 January to 31 December 2018, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January to 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

Without modifying our opinion we direct attention to the information in note 1, where uncertainty regarding the valuation of the company's equity investment in a subsidiary is described. We agree with the management's assumption.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Independent auditor's report

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the annual accounts, including the disclosures in the notes, and whether the annual accounts reflect the underlying transactions and events in a manner that gives a true and fair view.

Independent auditor's report

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Glostrup, 18 May 2019

PKF Munkebo Vindelev
State Authorised Public Accountants
Company reg. no. 14 11 92 99

Kasper Vindelev
State Authorised Public Accountant
mne29389

Company data

The company

Oncomal ApS
c/o COBIS
Ole Maaløes Vej 3
2200 København N

Company reg. no. 34 58 03 67
Established: 9 May 2012
Domicile: Copenhagen
Financial year: 1 January - 31 December
7th financial year

Board of directors

Mads Daugaard
Peter Schröcksnadel
Poul Henrik Bredahl Sørensen
Ali El-Salanti
Thor Grundtvig Theander
Mai-Britt Zocca

Executive board

Ali El-Salanti
Thor Grundtvig Theander
Mads Daugaard

Auditors

PKF Munkebo Vindelev, Statsautoriseret Revisionsaktieselskab
Hovedvejen 56
2600 Glostrup

Bankers

Danske Bank, Holmens Kanal 2, 1090 København K

Subsidiary

Var2 Pharmaceuticals ApS, Copenhagen

Financial highlights

DKK in thousands.

	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
Profit and loss account:					
Gross profit	-344	-66	-252	-13	-16
Results from operating activities	-344	-66	-252	-13	-16
Net financials	-101	-39	-17	20	12
Results for the year	-445	-105	-269	8	-4
Balance sheet:					
Balance sheet sum	70.218	23.760	14.089	5.395	1.919
Equity	66.187	21.184	13.105	5.191	1.787

Management's review

The principal activities of the company

The significant activities of the enterprise are operations in the cancer fighting field, directly or via shareholdings in other companies, and other activities which, in the opinion of the board of directors, are related there to.

Uncertainties as to recognition or measurement

The management considers the valuation of the equity investment in a subsidiary as reliable, but acknowledges that there is risk connected to the valuation. The valuation depends on the subsidiary being successful in finishing and commercializing its development projects.

Development in activities and financial matters

The gross loss for the year is DKK -344.000 against DKK -66.000 last year. The results from ordinary activities after tax are DKK -445.000 against DKK -105.000 last year. The management consider the results satisfactory.

All activities in 2018 were executed according to the plan and vision of the company. Major milestones to secure investments for finalizing of the pre-clinical development were achieved.

Events subsequent to the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Accounting policies used

The annual report for Oncomal ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concern matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Accounting policies used

THE PROFIT AND LOSS ACCOUNT

Gross loss

The gross loss comprises other external costs.

Other external costs comprise costs for administration.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities. Financial income and expenses are recognised in the profit and loss account with the amounts that concern the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises. The company acts as an administration company in relation to the joint taxation. This means that the total Danish tax payable of the income of the Danish consolidated companies is paid to the tax authorities by the company.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

THE BALANCE SHEET

Financial fixed assets

Equity investment in group enterprise

Equity investment in group enterprise is measured at cost. In case the recoverable amount is lower than the cost, writedown takes place to this lower value.

Available funds

Available funds comprise cash at bank.

Equity

Share premium

Share premium comprises amounts paid as premium in connection with the issue of shares. Costs in connection with a carried through issue are deducted in the premium. The premium reserve may be utilised as dividend, issue of bonus shares, and for payment of losses.

Accounting policies used

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Oncomal ApS is jointly taxed with the Danish group companies and acts in this respect as the administration company. According to the rules of joint taxation, Oncomal ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Payable and receivable joint taxation contributions are recognised in the balance sheet as "Receivable corporate tax" or "Payable corporate tax".

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

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

Profit and loss account 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2018</u>	<u>2017</u>
Gross loss	-344.300	-65.689
Other financial income	784	178
2 Other financial costs	-101.754	-39.587
Results before tax	-445.270	-105.098
Tax on ordinary results	0	0
Results for the year	-445.270	-105.098
Proposed distribution of the results:		
Allocated from results brought forward	-445.270	-105.098
Distribution in total	-445.270	-105.098

Balance sheet 31 December

All amounts in DKK.

Assets			
Note		2018	2017
	Fixed assets		
3	Equity investment in group enterprise	67.090.754	21.641.982
	Financial fixed assets in total	67.090.754	21.641.982
	Fixed assets in total	67.090.754	21.641.982
	Current assets		
4	Receivable corporate tax	1.362.344	1.487.332
	Debtors in total	1.362.344	1.487.332
	Available funds	1.765.128	630.627
	Current assets in total	3.127.472	2.117.959
	Assets in total	70.218.226	23.759.941

Balance sheet 31 December

All amounts in DKK.

Equity and liabilities			
<u>Note</u>		<u>2018</u>	<u>2017</u>
Equity			
5	Contributed capital	96.848	90.956
6	Share premium account	0	0
7	Results brought forward	66.090.339	21.093.513
	Equity in total	66.187.187	21.184.469
Liabilities			
	Trade creditors	16.031	25.500
	Debt to group enterprises	4.015.008	2.549.972
	Short-term liabilities in total	4.031.039	2.575.472
	Liabilities in total	4.031.039	2.575.472
	Equity and liabilities in total	70.218.226	23.759.941

1 Uncertainties concerning recognition and measurement

8 Contingencies

Notes

All amounts in DKK.

1. Uncertainties concerning recognition and measurement

When calculating the book value of certain assets, an assessment of how future events will influence the value is necessary. Assessments which are of material value in the financial statements are, among other things, made when preparing depreciations and amortizations on fixed assets.

The used assessments are based on assumptions, that the management regards as properly, but, in the cause of nature, are uncertain and unpredictable. The assumptions may have been incomplete or inaccurate, and unexpected events may occur.

The valuations of the equity investment in a subsidiary depends on this company being successful in finishing and commercializing its development projects.

	<u>2018</u>	<u>2017</u>
2. Other financial costs		
Financial costs, group enterprises	101.754	39.587
	<u>101.754</u>	<u>39.587</u>
	<u>31/12 2018</u>	<u>31/12 2017</u>
3. Equity investment in group enterprise		
Acquisition sum, opening balance 1 January 2018	21.641.982	13.457.694
Additions during the year	45.448.772	8.184.288
Cost 31 December 2018	<u>67.090.754</u>	<u>21.641.982</u>
Book value 31 December 2018	<u>67.090.754</u>	<u>21.641.982</u>
4. Receivable corporate tax		
Receivable corporate tax 1 January 2018	1.487.332	516.255
Received corporate tax concerning last year	-1.487.332	-516.255
Calculated corporate tax for the present year	1.362.344	1.487.332
	<u>1.362.344</u>	<u>1.487.332</u>

Notes

All amounts in DKK.

	<u>31/12 2018</u>	<u>31/12 2017</u>
5. Contributed capital		
Contributed capital 1 January 2018	90.956	89.922
Cash capital increase	<u>5.892</u>	<u>1.034</u>
	<u>96.848</u>	<u>90.956</u>
6. Share premium account		
Share premium account 1 January 2018	0	0
Share premium account for the year	45.442.096	8.183.076
Share premium account transferred to results brought forward	<u>-45.442.096</u>	<u>-8.183.076</u>
	<u>0</u>	<u>0</u>
7. Results brought forward		
Results brought forward 1 January 2018	21.093.513	13.015.535
Profit or loss for the year brought forward	-445.270	-105.098
Transferred from share premium	<u>45.442.096</u>	<u>8.183.076</u>
	<u>66.090.339</u>	<u>21.093.513</u>

Notes

All amounts in DKK.

8. Contingencies

Contingent assets

A deferred tax asset of t.DKK 67 has not been recognised due to uncertainty regarding future usage.

Joint taxation

The company is the administration company of the group of companies subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

The liability relating to obligations in connection with withholding tax on dividends, interest and royalties represents an estimated maximum of DKK 0 thousand.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.