

Zarodent ApS

Karl Bjarnhofs Vej 13, 7100 vejle

Annual report

2016

Company reg. no. 36 07 36 91

The annual report have been submitted and approved by the general meeting on the 18 May 2017.

Joachim Erwin Siegler
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 managing director has today presented the annual report of Zarodent ApS for the financial year 1 January to 31 December 2016.

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

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2016 and of the company's results of its activities in the financial year 1 January to 31 December 2016.

I am 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.

vejle, 10 May 2017

Managing Director

Joachim Erwin Siegler

Independent auditor's report

To the shareholder of Zarodent ApS

Opinion

We have audited the annual accounts of Zarodent ApS for the financial year 1 January to 31 December 2016, 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 2016 and of the results of the company's operations for the financial year 1 January to 31 December 2016 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.

Other matter

Without qualifying our opinion, we refer to the management's review and to note 1 from which it appears that the company's continued operation is subject to the owners' commitment to maintain and, if necessary, extend the financial support, so that the company is able to meet its obligations at any time as they fall due. On the basis of the owners' commitment, the management has presented the annual accounts with the view to continue as a going concern.

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.

Vejle, 10 May 2017

Martinsen

State Authorised Public Accountants
Company reg. no. 32 28 52 01

Christian Holm

State Authorised Public Accountant

Company data

The company

Zarodent ApS
Karl Bjarnhofs Vej 13
7100 vejle

Phone 70555510

Web site www.zarodent.dk

Company reg. no. 36 07 36 91

Established: 22 August 2014

Domicile: Vejle

Financial year: 1 January - 31 December

Managing Director

Joachim Erwin Siegler

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Gunhilds Plads 2
7100 Vejle

Management's review

The principal activities of the enterprise

The company's principal activity is the selling of instruments and materials to the dental industry.

Development in activities and financial matters

The gross profit for the year is DKK 755.000 against DKK 806.000 last year. The results from ordinary activities after tax are DKK -107.000 against DKK -684.000 last year. The management consider the results unsatisfactory.

The company have lost the share capital.

The continued operation is subject to the financial support from the owners being maintained and, if necessary, extended so that the company will at any time be able to meet its obligations as they fall due. The owners have indicated that they will provide the necessary financial support and, on the basis of the above, the management presents the annual accounts with the view to continue as a going concern.

Accounting policies used

The annual report for Zarodent 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.

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

The profit and loss account

Gross profit

The gross profit comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of raw materials and consumables less discounts and changes in inventories.

Accounting policies used

Other external costs comprise costs for distribution, sales, advertisement, administration, premises and loss on debtors.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials include interest income, interest expenses, and realised and unrealised capital gains and losses on financial assets and liabilities. Net financials are recognised in the profit and loss account with the amounts concerning 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 balance sheet

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

Other plants, operating assets, fixtures and furniture	3 years
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Accounting policies used

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Liabilities

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

Profit and loss account

All amounts in DKK.

<u>Note</u>	1/1 2016 - 31/12 2016	26/8 2014 - 31/12 2015
Gross profit	755.426	806.288
2 Staff costs	-812.242	-1.426.507
Depreciation and writedown relating to tangible fixed assets	-44.095	-55.118
Operating profit	-100.911	-675.337
Other financial costs	-5.797	-9.146
Results before tax	-106.708	-684.483
Tax on ordinary results	0	0
Results for the year	-106.708	-684.483
 Proposed distribution of the results:		
Allocated from results brought forward	-106.708	-684.483
Distribution in total	-106.708	-684.483

Balance sheet 31 December

All amounts in DKK.

Assets	<u>2016</u>	<u>2015</u>
<u>Note</u>		
Fixed assets		
3 Other plants, operating assets, and fixtures and furniture	33.072	77.167
Tangible fixed assets in total	<u>33.072</u>	<u>77.167</u>
Fixed assets in total	<u>33.072</u>	<u>77.167</u>
Current assets		
Trade debtors	300.648	193.973
Other debtors	36.197	28.259
Accrued income and deferred expenses	<u>0</u>	<u>4.000</u>
Debtors in total	<u>336.845</u>	<u>226.232</u>
Available funds	<u>122.940</u>	<u>30.718</u>
Current assets in total	<u>459.785</u>	<u>256.950</u>
Assets in total	<u>492.857</u>	<u>334.117</u>

Balance sheet 31 December

All amounts in DKK.

<u>Note</u>	<u>2016</u>	<u>2015</u>
Equity and liabilities		
Equity		
4 Contributed capital	50.000	50.000
5 Results brought forward	-781.191	-674.483
Equity in total	-731.191	-624.483
Liabilities		
Trade creditors	1.016.421	806.432
Debt to shareholders and management	39.190	39.190
Other debts	168.437	112.978
Short-term liabilities in total	1.224.048	958.600
Liabilities in total	1.224.048	958.600
Equity and liabilities in total	492.857	334.117

1 Uncertainties concerning the enterprise's ability to continue as a going concern**6 Mortgage and securities****7 Contingencies**

Notes

All amounts in DKK.

1. Uncertainties concerning the enterprise's ability to continue as a going concern

The company have lost the share capital.

The continued operation is subject to the financial support from the owners being maintained and, if necessary, extended so that the company will at any time be able to meet its obligations as they fall due. The owners have indicated that they will provide the necessary financial support and, on the basis of the above, the management presents the annual accounts with the view to continue as a going concern.

	1/1 2016 - 31/12 2016	26/8 2014 - 31/12 2015
2. Staff costs		
Salaries and wages	628.209	1.313.941
Pension costs	75.500	0
Other costs for social security	3.881	10.913
Other staff costs	104.652	101.653
	812.242	1.426.507
Average number of employees	1	2
3. Other plants, operating assets, and fixtures and furniture		
Cost opening balance	132.285	0
Additions during the year	0	132.285
Cost closing balance	132.285	132.285
Depreciation and writedown opening balance	-55.118	0
Depreciation for the year	-44.095	-55.118
Depreciation and writedown closing balance	-99.213	-55.118
Book value closing balance	33.072	77.167

Notes

All amounts in DKK.

	<u>31/12 2016</u>	<u>31/12 2015</u>
4. Contributed capital		
Contributed capital opening balance	50.000	50.000
	<u>50.000</u>	<u>50.000</u>
5. Results brought forward		
Results brought forward opening balance	-674.483	10.000
Profit or loss for the year brought forward	-106.708	-684.483
	<u>-781.191</u>	<u>-674.483</u>
6. Mortgage and securities		
None.		
7. Contingencies		
Contingent liabilities		
The company have made a rental agreement regarding premises. A commitment period of 2 years have been agreed on, after which the lease can be terminated with 6 months notice. As of 31.12.16 this gives an outstanding liability of 92 t.kr.		