

Flexray Medical ApS

Lindholmsvej 10, 9400 Nørresundby

Company reg. no. 36 89 05 09

Annual report

5 May 2015 - 30 June 2016

The annual report have been submitted and approved by the general meeting on the 28 September 2016.

Mads Vittrup
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 executive board has today presented the annual report of Flexray Medical ApS for the financial year 5 May 2015 to 30 June 2016.

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 as on 30 June 2016 and of the company's results of its activities in the financial year 5 May 2015 to 30 June 2016.

The executive board considers the requirements of omission of audit of the annual accounts for 2016 as met.

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.

Nørresundby, 19 September 2016

Executive board

Mads Vittrup
CEO & Partner

Hassan El-Azzazi
Director of Sales & Partner

Auditor's report on compilation of the annual accounts

To the shareholders of Flexray Medical ApS

We have compiled the annual accounts of Flexray Medical ApS for the period 5 May 2015 to 30 June 2016 based on the bookkeeping of the company and on further information you have provided.

The annual accounts comprise the accounting policies used, profit and loss account, balance sheet and notes

We performed this engagement in accordance with ISRS 4410, Compilation Engagements.

We have applied our professional expertise to assist you in the preparation and presentation of the annual accounts in accordance with the Danish Financial Statements Act. We have complied with relevant requirements of the Danish Act on Approved Auditors and Audit Firms and with ethical requirements of the Danish Institute of State Authorised Public Accountants, including principles of integrity, objectivity, professional competence and due care.

The annual accounts and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile the annual accounts. Accordingly, we do not express an audit opinion or a review conclusion on whether the annual accounts are prepared in accordance with the Danish Financial Statements Act.

Aalborg, 19 September 2016

Redmark

State Authorised Public Accountants
Company reg. no. 29 44 27 89

Jens Nørgaard

State Authorised Public Accountant

Company data

The company

Flexray Medical ApS
Lindholmsvej 10
9400 Nørresundby

Company reg. no. 36 89 05 09
Established: 5 May 2015
Domicile: Aalborg
Financial year: 5 May - 30 June

Executive board

Mads Vittrup, CEO & Partner
Hassan El-Azzazi, Director of Sales & Partner

Auditors

Redmark
Statsautoriseret Revisionspartnerselskab
Hasseris Bymidte 6
9000 Aalborg

Bankers

Danske Bank

Management's review

The principal activities of the company

The principal activities are sales of pre-owned and refurbished medical equipment, and related activities.

Development in activities and financial matters

The management consider the results satisfactory.

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 Flexray Medical ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises.

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.

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, which are not settled at the date of the balance sheet, are translated by using the closing rate. The difference between the closing rate and the rate at the time of establishment of the receivable or the payable is recognised in the profit and loss account under financial income and financial costs.

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

Accounting policies used

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.

At recognition of foreign group enterprises which are integrated units, the monetary items are translated by using the closing rate. Non monetary items are translated by using the exchange rate prevailing at the time of acquisition or at the time of the following depreciation or writedown of the asset. The items of the profit and loss account are translated by using the exchange rate prevailing at the date of the transaction. However, items in the profit and loss account deriving from non monetary items are translated by using historical prices.

Exchange rate adjustments of current accounts with foreign group enterprises, which are considered an addition or a deduction in the equity of independent group enterprises, are recognised directly in the equity. Likewise, capital profits and losses on loans and derived financial instruments for hedging independent foreign group enterprises are recognised in the equity.

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 trade goods, discounts, and changes in inventories.

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

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.

Net financials

Net financials include interest income, interest expenses, and realised and unrealised capital gains. Net financials are recognised in the profit and loss account with the amounts concerning the financial year.

Accounting policies used

Interest and other costs concerning loans for financing the production of intangible and tangible fixed assets and concerning the production period are not recognised in the cost of the fixed asset.

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

Inventories

Inventories are measured at cost on basis of the FIFO method. In case the net realisable value of the inventories is lower than the cost, writedown takes place to this lower value.

The cost for trade goods comprises the acquisition cost with the addition of the delivery costs.

The net realisable value for inventories is recognised as the market price with deduction of completion costs and selling costs. The net realisable value is determined taking into consideration the negotiability, obsolescence, and development of the expected market price.

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.

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.

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

Accounting policies used

Liabilities

Mortgage debt and bank debt are for instance measured at amortised cost. As to cash loans, this corresponds to the outstanding debt of the loan. For bond loans, the amortised cost corresponds to an outstanding debt calculated as the underlying cash value at the date of borrowing adjusted by amortisation of the market value adjustment on the date of the borrowing carried out over the repayment period.

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

Profit and loss account

<u>Note</u>	5/5 2015 - 30/6 2016
Gross profit	2.337.534
1 Staff costs	-1.012.778
Operating profit	1.324.756
Other financial income	22.970
2 Other financial costs	-34.625
Results before tax	1.313.101
3 Tax on ordinary results	-306.064
Results for the year	1.007.037
 Proposed distribution of the results:	
Allocated to results brought forward	1.007.037
Distribution in total	1.007.037

Balance sheet

Assets	<u>30/6 2016</u>
<u>Note</u>	
Current assets	
Manufactured goods and trade goods	<u>47.786</u>
Inventories in total	<u>47.786</u>
Trade debtors	451.836
Other debtors	371.395
4 Amounts owed by owners and management	10.612
Accrued income and deferred expenses	<u>20.287</u>
Debtors in total	<u>854.130</u>
Available funds	<u>1.006.129</u>
Current assets in total	<u>1.908.045</u>
Assets in total	<u>1.908.045</u>

Balance sheet

Equity and liabilities		
<u>Note</u>		<u>30/6 2016</u>
Equity		
5	Contributed capital	54.000
6	Results brought forward	<u>1.007.037</u>
	Equity in total	<u>1.061.037</u>
Liabilities		
	Bank debts	35.468
	Trade creditors	484.265
	Corporate tax	306.064
	Other debts	<u>21.211</u>
	Short-term liabilities in total	<u>847.008</u>
	Liabilities in total	<u>847.008</u>
	Equity and liabilities in total	<u>1.908.045</u>
7	Mortgage and securities	
8	Contingencies	

Notes

		5/5 2015 - 30/6 2016	
1. Staff costs			
Salaries and wages		966.754	
Other costs for social security		10.074	
Other staff costs		35.950	
		<u>1.012.778</u>	
2. Other financial costs			
Other financial costs		34.625	
		<u>34.625</u>	
3. Tax on ordinary results			
Tax on the results for the year		306.064	
		<u>306.064</u>	
4. Amounts owed by owners and management			
	Interest	Amounts	Debtors in total
Category	rate	repaid during	30 June 2016
		the financial	DKK
		year	DKK
		DKK	
Executive board	10,05	19.748	10.612
5. Contributed capital			
Cash capital increase			54.000
			<u>54.000</u>

Within the latest 5 years, the following changes in the share capital have taken place:

2015: Cash capital increase DKK 54.000.

Notes

30/6 2016

6. Results brought forward

Profit or loss for the year brought forward

1.007.037

1.007.037

7. Mortgage and securities

There are no mortgage and securities.

8. Contingencies

Contingent liabilities

There are no contingent liabilities.