

Amphi Systems A/S

Hasserisvej 125, 9000 Aalborg

CVR no. 36 91 95 15

Annual report 2022

Approved at the Company's annual general meeting on 15 June 2023

Chair of the meeting:

.....
Knud Buus Pedersen

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Amphi Systems A/S for the financial year 1 January - 31 December 2022.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company 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 matters discussed in the Management's review.

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

Aalborg, 15 June 2023

Executive Board:

Knud Buus Pedersen

Board of Directors:

Peter Gille

Peter Gille (Jun 18, 2023 17:53 GMT+2)

Jan Peter Gille
Chairman



Thomas Anderzon



Andrea Ciceri

Knud Buus Pedersen

Independent auditor's report

To the shareholder of Amphi Systems A/S

Opinion

We have audited the financial statements of Amphi Systems A/S for the financial year 1 January - 31 December 2022, which comprise 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 financial position of the Company 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

Management's responsibilities 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 as 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 applicable in Denmark will always detect a material misstatement when it exists. Misstatements can 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 users taken on the basis of the 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 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.

Independent auditor's report

- ▶ 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 note 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 the 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.

Aalborg, 15 June 2023
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Søren V. Nejmann
State Authorised Public Accountant
mne32775

Thomas S. Kallehauge
State Authorised Public Accountant
mne35422

Management's review

Company details

Name	Amphi Systems A/S
Address, Postal code, City	Hasserisvej 125, 9000 Aalborg
CVR no.	36 91 95 15
Established	1 June 2015
Registered office	Aalborg
Financial year	1 January - 31 December
Board of Directors	Jan Peter Gille, Chairman Andrea Ciceri Knud Buus Pedersen Thomas Anderzon
Executive Board	Knud Buus Pedersen
Auditors	EY Godkendt Revisionspartnerselskab Vestre Havnepromenade 1A, 9000 Aalborg, Denmark

Management's review

Business review

The company's activities are development, production and sale of unique software solutions for the healthcare sector.

Recognition and measurement uncertainties

The company's development projects is related to the development of software solutions for the healthcare sector.

The carrying amount of development projects amounts to DKK 4,163 thousand at 31 December 2022. The market potential for the amPHi technology is by management considered to remain high.

The estimates regarding the value of intangible assets are naturally subject to uncertainty as they are based on assumptions in respect of future events. Management assesses that the estimates made are fair and reasonable.

Financial review

The income statement for 2022 shows a loss of DKK 1,338 thousand against a loss of DKK 164 thousand last year, and the balance sheet at 31 December 2022 shows equity of DKK 1,626 thousand.

Management considers the Company's financial performance in the year less satisfactory.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2022	2021
	Gross profit	12,970,562	11,429,437
3	Staff costs	-13,467,945	-10,473,859
	Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	-1,262,544	-1,277,688
	Profit/ loss before net financials	-1,759,927	-322,110
	Financial income	0	1,204
4	Financial expenses	-134,933	-21,710
	Profit/ loss before tax	-1,894,860	-342,616
5	Tax for the year	556,617	179,083
	Profit/ loss for the year	-1,338,243	-163,533

Recommended appropriation of profit/ loss

Other statutory reserves	936,879	434,167
Retained earnings/accumulated loss	-2,275,122	-597,700
	-1,338,243	-163,533

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2022	2021
ASSETS			
Fixed assets			
6 Intangible assets			
Completed development projects		4,162,859	2,961,732
		<hr/>	<hr/>
		4,162,859	2,961,732
7 Property, plant and equipment			
Other plant and equipment		310,347	249,300
		<hr/>	<hr/>
		310,347	249,300
Investments			
Investments in group enterprises		0	17,950
		<hr/>	<hr/>
		0	17,950
Total fixed assets		<hr/>	<hr/>
		4,473,206	3,228,982
Non-fixed assets			
Receivables			
Trade receivables		183,796	1,921,582
Receivables from group enterprises		4,924,019	0
Joint taxation contribution receivable		1,109,014	289,770
Other receivables		100,000	100,000
Prepayments		63,375	81,625
		<hr/>	<hr/>
		6,380,204	2,392,977
Cash		<hr/>	<hr/>
		1,858,885	287,402
Total non-fixed assets		<hr/>	<hr/>
		8,239,089	2,680,379
TOTAL ASSETS		<hr/>	<hr/>
		12,712,295	5,909,361

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2022	2021
EQUITY AND LIABILITIES			
Equity			
Share capital		500,000	500,000
Reserve for development costs		3,247,030	2,310,151
Retained earnings		-2,120,876	154,246
Total equity		1,626,154	2,964,397
Provisions			
Deferred tax		815,348	553,719
Total provisions		815,348	553,719
Liabilities other than provisions			
Non-current liabilities other than provisions			
Other payables		727,934	715,942
		727,934	715,942
Current liabilities other than provisions			
Trade payables		136,466	49,780
Payables to group enterprises		7,623,063	146,038
Other payables		1,783,330	1,479,485
		9,542,859	1,675,303
Total liabilities other than provisions		10,270,793	2,391,245
TOTAL EQUITY AND LIABILITIES		12,712,295	5,909,361

- 1 Accounting policies
- 2 Recognition and measurement uncertainties
- 8 Contractual obligations and contingencies, etc.
- 9 Collateral
- 10 Related parties

Financial statements 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Reserve for development costs	Retained earnings	Total
Equity at 1 January 2022	500,000	2,310,151	154,246	2,964,397
Transfer through appropriation of loss	0	936,879	-2,275,122	-1,338,243
Equity at 31 December 2022	500,000	3,247,030	-2,120,876	1,626,154

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Amphi Systems A/S for 2022 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the rendering of services is recognised as revenue as the services are rendered. Accordingly, revenue corresponds to the market value of the services rendered during the year (percentage-of-completion method).

Income from construction contracts where the purchaser has significantly influenced the construction of the asset is recognised as revenue as the production activities are carried on, implying that revenue corresponds to the market value of the contract work performed (production method). This method is used where the total income and expenses and the degree of completion of the contract can be made up reliably.

Where the income from a construction contract cannot be estimated reliably, contract revenue corresponding to the expenses incurred is recognised only in so far as it is probable that such expenses will be recoverable from the counterparty.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Gross profit

In the income statement, revenue, production expenses and other operating income have been aggregated into one item called 'gross margin', cf. section 32 of the Danish Financial Statements Act.

Cost of sales

Cost of sales includes the cost of goods used in generating the year's revenue.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Amortisation/ depreciation

The item comprises amortisation/ depreciation of intangible assets and property, plant and equipment.

The cost net of the expected residual value for completed development projects and acquired IP rights is amortised over the expected useful life. Acquired IP rights include patents, rights and licences.

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Completed development projects	5 years
Other plant and equipment	3-5 years

Depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the acquisition date and are reassessed annually. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In the case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowances, and jointly taxed companies having paid too little tax pay, as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Intangible assets

Development costs comprise expenses, salaries and amortisation directly or indirectly attributable to development activities.

Development projects that are clearly defined and identifiable, where the technical feasibility, sufficient resources and a potential future market or development opportunities are identifiable and where the Company intends to produce, market or use the project, are recognised as intangible assets provided that the cost can be measured reliably and that there is sufficient assurance that future earnings can cover production costs, selling costs and administrative expenses and development costs. Other development costs are recognised in the income statement as incurred.

Development costs that are recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

On completion of a development project, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is usually 5 years and cannot exceed 10 years.

Gains and losses on the sale of intangible assets are recognised in the income statement under "Other operating income" or "Other operating expenses", respectively. Gains and losses are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

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

Impairment of fixed assets

Intangible assets, property, plant and equipment are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. Impairment tests are conducted in respect of individual assets or groups of assets generating separate cash flows when there are indications of impairment. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset or group of assets if this is lower than the carrying amount. As for group of assets, impairment losses are first recognised in respect of goodwill and thereafter proportionately in respect of the other assets.

Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective indication that a receivable is impaired. If there is objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Construction contracts

Service supplies and contract work in progress for third parties are measured at the market value of the work performed less progress billings. The market value is calculated based on the stage of completion at the balance sheet date and the total expected income from the relevant contract. The stage of completion is calculated based on the expenses incurred relative to the expected total expenses relating to the relevant contract.

Where the outcome of contract work in progress cannot be made up reliably, the market value is measured at the costs incurred in so far as they are expected to be paid by the purchaser.

Where the total expenses relating to the work in progress are expected to exceed the total market value, the expected loss is recognised as a loss-making agreement under "Provisions" and is expensed in the income statement.

The value of each contract in progress less prepayments is classified as assets when the market value exceeds prepayments and as liabilities when prepayments exceeds the market value.

Cash

Cash comprise cash at bank.

Equity

Reserve for development costs

The reserve for development costs comprises recognised development costs. The reserve cannot be used to distribute dividend or cover losses. The reserve will be reduced or dissolved if the recognised development costs are amortised or are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Liabilities

The Company has chosen IAS 39 as interpretation for liabilities.

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Freeze liability, which comprises frozen holiday funds, is measured at net realisable value, including indexation. Indexation is recognised in the income statement as interest expenses.

Other liabilities are measured at net realisable value.

Prepayments received from customers

Prepayments recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

2 Recognition and measurement uncertainties

The company's development projects is related to the development of software solutions for the healthcare sector.

The carrying amount of development projects amounts to DKK 4,163 thousand at 31 December 2022. The market potential for the amPHi technology is by management considered to remain high.

The estimates regarding the value of intangible assets are naturally subject to uncertainty as they are based on assumptions in respect of future events. Management assesses that the estimates made are fair and reasonable.

Financial statements 1 January - 31 December

Notes to the financial statements

	DKK	2022	2021
3 Staff costs			
Wages/salaries		13,067,327	10,160,423
Pensions		211,138	166,811
Other social security costs		189,480	146,625
		<u>13,467,945</u>	<u>10,473,859</u>
Average number of full-time employees		24	19
		<u>24</u>	<u>19</u>
4 Financial expenses			
Interest expenses, group entities		106,592	0
Other financial expenses		28,341	21,710
		<u>134,933</u>	<u>21,710</u>
5 Tax for the year			
Estimated tax charge for the year		-818,246	-289,770
Deferred tax adjustments in the year		261,629	110,687
		<u>-556,617</u>	<u>-179,083</u>

Financial statements 1 January - 31 December

Notes to the financial statements

6 Intangible assets

DKK	Completed development projects
Cost at 1 January 2022	6,986,668
Additions	2,196,075
Cost at 31 December 2022	<u>9,182,743</u>
Impairment losses and amortisation at 1 January 2022	4,024,936
Amortisation for the year	994,948
Impairment losses and amortisation at 31 December 2022	<u>5,019,884</u>
Carrying amount at 31 December 2022	4,162,859

Completed development projects

Completed development projects include the Company's software solutions for the healthcare sector with a carrying amount of DKK 4,163 thousand.

The market potential for the amPHi technology is by management considered to remain high.

The estimates regarding the value of intangible assets are naturally subject to uncertainty as they are based on assumptions in respect of future events. Management assesses that the estimates made are fair and reasonable.

7 Property, plant and equipment

DKK	Other plant and equipment
Cost at 1 January 2022	674,237
Additions	328,645
Disposals	-200,090
Cost at 31 December 2022	<u>802,792</u>
Impairment losses and depreciation at 1 January 2022	424,937
Depreciation	267,598
Reversal of accumulated depreciation and impairment of assets disposed	-200,090
Impairment losses and depreciation at 31 December 2022	<u>492,445</u>
Carrying amount at 31 December 2022	310,347

Financial statements 1 January - 31 December

Notes to the financial statements

8 Contractual obligations and contingencies, etc.

Contingent liabilities

Other contingent liabilities

The Company is jointly taxed with its parent, Dedalus Healthcare Denmark ApS, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest, royalties and dividends.

9 Collateral

A company charge of DKK 3,000 thousand has been provided as security for the Company's engagement with Sparekassen Danmark and comprises property, plant and equipment, trade receivables etc. The total carrying amount of the assets amounts to DKK 9,744 thousand.

10 Related parties

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Dedalus Healthcate Systems Group	Piazza Santissima Trinità, 6, 20154 Milano MI, Italy	Consolidated financial statement can be requisitioned at Piazza Santissima Trinità, 6, 20154 Milano MI, Italy

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Knud Buus Pedersen

Direktion

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Knud Buus Pedersen

Bestyrelse

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Knud Buus Pedersen

Dirigent

På vegne af: Amphi Systems A/S

Serienummer: fdd44296-ad12-4952-95d3-930d618cb71b

IP: 62.198.xxx.xxx

2023-06-27 14:19:42 UTC



Thomas Kallehauge

Statsautoriseret revisor

På vegne af: EY Godkendt Revisionspartnerselskab

Serienummer: CVR:30700228-RID:16566788

IP: 78.153.xxx.xxx

2023-06-27 15:59:10 UTC



Søren V. Nejmann

Statsautoriseret revisor

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