

Johnson Health Tech Denmark ApS

C/O Redmark, Dirch Passers Allé 76, 2000 Frederiksberg

Company reg. no. 37 30 03 30

Annual report

2023

The annual report was submitted and approved by the general meeting on the 27 June 2024.

Marco Vonk
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS 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 statement

Today, the Executive Board has approved the annual report of Johnson Health Tech Denmark ApS for the financial year 2023.

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

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023.

Further, in our opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Frederiksberg, 27 June 2024

Executive board

Kuang-Ting Lo

Ho Yeh-Hsing Lo

Kun-Chuan Lo

Marco Vonk

Independent auditor's report on extended review

To the Shareholders of Johnson Health Tech Denmark ApS

Conclusion

We have performed an extended review of the financial statements of Johnson Health Tech Denmark ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

Based on the work performed, in our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Practitioner's responsibilities for the extended review 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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.

Practitioner's responsibilities for the extended review of the Financial Statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

Independent auditor's report on extended review

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the financial statements.

Statement on the Management's Review

Management is responsible for the Management's Review.

Our conclusion 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 extended review 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 extended review, 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 Statements Act. We did not identify any material misstatement in the Management's Review.

Copenhagen, 27 June 2024

Redmark

Godkendt Revisionspartnerselskab
Company reg. no. 29 44 27 89

Søren Kristiansen Bünger
State Authorised Public Accountant
mne34334

Company information

The company

Johnson Health Tech Denmark ApS
C/O Redmark
Dirch Passers Allé 76
2000 Frederiksberg

Company reg. no. 37 30 03 30

Financial year: 1 January 2023 - 31 December 2023
8th financial year

Executive board

Kuang-Ting Lo
Ho Yeh-Hsing Lo
Kun-Chuan Lo
Marco Vonk

Auditors

Redmark
Godkendt Revisionspartnerselskab
Dirch Passers Allé 76
2000 Frederiksberg

Bankers

Jyske Bank

Management's review

The principal activities of the company

The principal activities of the company is to market, sell and service fitness equipment as well as all activities, in the opinion of the Executive Board, is related to this.

Development in activities and financial matters

The results from ordinary activities after tax totals DKK -3.893.911 against DKK -3.467.589 last year. The management consider the results unsatisfactory.

The company has lost its equity. The company's equity is expected to be reestablished within the next couple of years through positive results.

Capital resources

The financial statements have been prepared under the assumption of continued operation. For further description of assumptions for the assessment of going concern refers to the financial statements note 1.

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Gross profit	1.972.400	2.426.019
2 Staff costs	-4.928.136	-5.176.827
Depreciation and impairment of property, land, and equipment	-393.181	-243.173
Operating profit	-3.348.917	-2.993.981
Other financial income	0	54.382
3 Other financial costs	-544.994	-527.990
Pre-tax net profit or loss	-3.893.911	-3.467.589
Tax on ordinary results	0	0
Net profit or loss for the year	-3.893.911	-3.467.589
Proposed distribution of net profit:		
Allocated from retained earnings	-3.893.911	-3.467.589
Total allocations and transfers	-3.893.911	-3.467.589

Balance sheet at 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Assets		
Non-current assets		
4 Property	0	0
5 Other fixtures and fittings, tools and equipment	634.351	1.012.621
Total property, plant, and equipment	<u>634.351</u>	<u>1.012.621</u>
6 Deposits	204.300	182.568
Total investments	<u>204.300</u>	<u>182.568</u>
Total non-current assets	<u>838.651</u>	<u>1.195.189</u>
Current assets		
Manufactured goods and goods for resale	2.761.583	2.217.256
Total inventories	<u>2.761.583</u>	<u>2.217.256</u>
Trade receivables	20.095.386	8.364.464
Receivables from group enterprises	40.059	151.068
Other receivables	3.352.033	3.809.646
Prepayments	91.052	68.400
Total receivables	<u>23.578.530</u>	<u>12.393.578</u>
Cash on hand and demand deposits	<u>3.160.612</u>	<u>4.794.268</u>
Total current assets	<u>29.500.725</u>	<u>19.405.102</u>
Total assets	<u>30.339.376</u>	<u>20.600.291</u>

Balance sheet at 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Equity and liabilities		
Equity		
Contributed capital	50.000	50.000
Retained earnings	-31.181.846	-27.287.935
Total equity	-31.131.846	-27.237.935
Provisions		
Other provisions	582.049	574.435
Total provisions	582.049	574.435
Liabilities other than provisions		
7 Lease liabilities	302.107	607.738
Total long term liabilities other than provisions	302.107	607.738
Current portion of long term payables	305.631	350.875
Trade payables	4.517.773	1.930.684
Payables to group enterprises	49.490.687	40.947.457
Other payables	5.948.264	3.323.794
Accruals and deferred income	324.711	103.243
Total short term liabilities other than provisions	60.587.066	46.656.053
Total liabilities other than provisions	60.889.173	47.263.791
Total equity and liabilities	30.339.376	20.600.291
1	Uncertainties concerning the enterprise's ability to continue as a going concern	
8	Charges and security	
9	Contingencies	

Statement of changes in equity

All amounts in DKK.

	Contributed capital	Retained earnings	Total
	<u> </u>	<u> </u>	<u> </u>
Equity 1 January 2022	50.000	-23.820.346	-23.770.346
Profit or loss for the year brought forward	<u>0</u>	<u>-3.467.589</u>	<u>-3.467.589</u>
Equity 1 January 2022	50.000	-27.287.935	-27.237.935
Profit or loss for the year brought forward	<u>0</u>	<u>-3.893.911</u>	<u>-3.893.911</u>
	<u>50.000</u>	<u>-31.181.846</u>	<u>-31.131.846</u>

Notes

All amounts in DKK.

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

The Company's management has submitted this report under the condition of continued operation. The management believes that there is no significant risk to the company's continued operation. The reason of this assessment is that Johnson Health Tech Netherlands B.V have confirms that group companies will not call their receivable before Johnson Health Tech Denmark ApS has sufficient liquidity to settle its other creditors or make any repayment affecting the company's ability to continue as a going concern.

	<u>2023</u>	<u>2022</u>
2. Staff costs		
Salaries and wages	4.308.128	4.521.827
Pension costs	522.535	513.905
Other costs for social security	97.473	141.095
	<u>4.928.136</u>	<u>5.176.827</u>
Average number of employees	<u>9</u>	<u>9</u>
3. Other financial costs		
Financial costs, group enterprises	442.562	507.645
Other financial costs	102.432	20.345
	<u>544.994</u>	<u>527.990</u>
4. Property		
Cost 1 January 2023	842.676	842.676
Disposals during the year	<u>-842.676</u>	<u>0</u>
Cost 31 December 2023	<u>0</u>	<u>842.676</u>
Depreciation and writedown 1 January 2023	-842.676	-842.676
Depreciation, amortisation and writedown for the year, assets disposed of	<u>842.676</u>	<u>0</u>
Depreciation and writedown 31 December 2023	<u>0</u>	<u>-842.676</u>
Carrying amount, 31 December 2023	<u>0</u>	<u>0</u>
Lease assets are recognised at a carrying amount of	<u>0</u>	<u>0</u>

Notes

All amounts in DKK.

	<u>31/12 2023</u>	<u>31/12 2022</u>
5. Other fixtures and fittings, tools and equipment		
Cost 1 January 2023	2.021.425	965.017
Additions during the year	<u>14.912</u>	<u>1.056.408</u>
Cost 31 December 2023	<u>2.036.337</u>	<u>2.021.425</u>
Depreciation and writedown 1 January 2023	-1.008.804	-765.631
Depreciation for the year	<u>-393.182</u>	<u>-243.173</u>
Depreciation and writedown 31 December 2023	<u>-1.401.986</u>	<u>-1.008.804</u>
Carrying amount, 31 December 2023	<u>634.351</u>	<u>1.012.621</u>
Lease assets are recognised at a carrying amount of	<u>592.222</u>	<u>949.399</u>
6. Deposits		
Cost 1 January 2023	182.568	157.448
Additions during the year	<u>21.732</u>	<u>25.120</u>
Cost 31 December 2023	<u>204.300</u>	<u>182.568</u>
Carrying amount, 31 December 2023	<u>204.300</u>	<u>182.568</u>
7. Lease liabilities		
Total lease liabilities	607.738	958.613
Share of amount due within 1 year	<u>-305.631</u>	<u>-350.875</u>
	<u>302.107</u>	<u>607.738</u>
Share of liabilities due after 5 years	<u>0</u>	<u>0</u>
Leasing liabilities have an interest of 4,0%		
8. Charges and security		
There are no mortgage and securities.		
9. Contingencies		
Contingent liabilities		
There are no contingent liabilities.		

Accounting policies

The annual report for Johnson Health Tech Denmark ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, own work capitalised, other operating income, and external costs.

The enterprise will be applying IFRS 15 as its basis of interpretation for the recognition of revenue.

The revenue is recognised when the control of the identifiable individual performance obligations has been performed in respect of the customer whereby the customer gains control of the asset or the service. Sales remunerations are allocated proportionally to the individual performance obligations in the agreement.

Revenue from service contracts is recognised on a linear basis over the period during which the service is performed.

Revenue is measured at fair value of agreed remunerations, less VAT and expenses. All forms of discount are recognised in revenue.

Accounting policies

Revenue from contracts, including variable considerations such as quantity discounts and performance-related payments are recognised at the most probable consideration value. Revenue is not recognised until it is deemed most likely that changes in the estimated variable consideration will not subsequently result in the reversal of a material part of the amount, thus reducing revenue.

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

Other external costs comprise costs incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Staff costs

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

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation on, amortisation of, and writedown for impairment of intangible and tangible assets, respectively.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

Statement of financial position

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and write-down for impairment. Land is not subject to depreciation.

The depreciable amount is cost less 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 carrying amount, the depreciation is discontinued.

Accounting policies

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

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

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life and the residual value of the individual assets:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-5 years	0-20 %

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Leases

The enterprise will be applying IFRS 16 as its basis of interpretation for the recognition of classification and recognition of leases.

Leases pertaining to property, plant, and equipment for which the enterprise has the right-of-use are recognised in the statement of financial position as right-of-use assets. The assets are, at initial recognition, measured at imputed cost, consisting of:

- The imputed lease liability
- Any lease payments paid prior to – or on – the starting date, less any lease incentives received
- Any direct start-up costs
- Any restoring costs

Hereafter, recognised leased assets are treated like the enterprise's remaining property, plant, and equipment.

Lease liabilities are recognised in the statement of financial position as liabilities other than provision and are measured, at initial recognition, at the present value of lease payments payable over the lease term. This includes a purchase option in the event that the enterprise expects to purchase the right-of-use asset. When determining the present value, the internal rate of return or, alternatively, the enterprise's borrowing rate is applied as discount rate.

Accounting policies

Hereafter, the lease liability is treated like the remaining financial liabilities, i.e. at amortised cost.

The interest element of the lease payments is recognised in the income statement over the contractual term.

The following leases are not recognised as assets and liabilities in the statement of financial position:

- Leases with a duration of twelve months or less (short leases)
- Leases where the replacement value of the asset is less than DKK 30,000. (low-value assets)

For such leases, the lease payment is recognised in the income statement as an expense on a linear basis over the lease term.

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Investments

Deposits

Deposits are measured at amortised cost and represent lease deposits, etc.

Inventories

Inventories are measured at cost on the basis of weighted measured average prices. In cases when the net realisable value is lower than the cost, the latter is written down for impairment to this lower value.

Costs of goods for resale, raw materials, and consumables comprise acquisition costs plus delivery costs.

Accounting policies

Costs of manufactured goods and work in progress comprise the cost of raw materials, consumables, direct wages, and indirect production costs. Indirect production costs comprise indirect materials and wages, maintenance and depreciation of machinery, factory buildings, and equipment used in the production process, and costs for factory administration and factory management. Borrowing expenses are not recognised in cost.

The net realisable value for inventories is recognised as the estimated selling price less costs of completion and selling costs. The net realisable value is determined with due consideration of negotiability, obsolescence, and the development of expected market prices.

Receivables

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

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Prepayments and accrued income

Prepayments and accrued income recognised under assets comprise incurred costs concerning the following financial year.

Cash on hand and demand deposits

Cash on hand and demand deposits comprise cash at bank and on hand.

Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Accounting policies

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Provisions

Provisions comprise expected costs for guarantee liabilities. Provisions are recognised when the company has a legal or actual liability which is due to a previous event and when it is likely that the settlement of the liability will result in expenditure of the financial resources of the company.

Provisions are measured at net realisable value or at fair value. If the fulfilment of a liability is expected to take place far in the future, the liability is measured at fair value.

Warranty commitments comprise commitments to repair work being carried out within the warranty period of 1-5 years. The provisions are measured at the net realisable value and recognised on the basis of experience with warranty work. If provisions have an expected due date later than 1 year from the reporting date, they are discounted at the average bond interest.

Liabilities other than provisions

Capitalised residual leasing liabilities associated with financial leasing contracts are recognised in the financial liabilities.

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Accruals and deferred income

Payments received concerning future income are recognised under accruals and deferred income.