

B. Science Global ApS
Bavnevej 20, 6580 Vamdrup

Annual report
2023

Company reg. no. 37 58 88 65

The annual report was submitted and approved by the general meeting on the 24 June 2024.

Bayram Kizil
Chairman of the meeting

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 %.

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Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of B. Science Global 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.

Vamdrup, 24 June 2024

Managing Director

Bayram Kizil

Board of directors

Søren Maarssø

Bayram Kizil

Lars Frøvang Thomsen

The independent practitioner's report

To the Shareholders of B. Science Global ApS

Conclusion

We have performed an extended review of the financial statements of B. Science Global ApS for the financial year 1 January - 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet and notes. 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.

The independent practitioner's report

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.

Kolding, 24 June 2024

Martinsen

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

Jørn Dam Jensen

State Authorised Public Accountant
mne33686

Company information

The company

B. Science Global ApS
Bavnevej 20
6580 Vamdrup

Company reg. no. 37 58 88 65

Established: 4 April 2016

Financial year: 1 January - 31 December

Board of directors

Søren Maarssø
Bayram Kizil
Lars Frøvang Thomsen

Managing Director

Bayram Kizil

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Jupitervej 2
6000 Kolding

Management´s review

The principal activities of the company

The main activity of B. Science Global ApS is R&D, production and sales of Lab equipment with main focus on cold chain equipment.

Development in activities and financial matters

The gross loss for the year totals DKK -1.808.723 against DKK -659.558 last year. Income or loss from ordinary activities after tax totals DKK -3.338.416 against DKK -1.268.952 last year.

The management see the year´s resultat as unsatisfactory.

In 2022 and 2023, the company has significantly less activity as a result of the international trade difficulties that have been a consequence of the war in Ukraine, rising inflation and a generally challenged transport and logistics market.

In addition, the aftermarket in 2022 and 2023, after the phasing out of Covid 19, has been affected by an increase in the for market of used units, which has affected the demand for new units.

The company has spent 2022 and 2023 on further development of its products with improved control units, optimization of emergency power supply and adaptation of the company's products to the DIN norm in vaccine storage.

The company expects a significantly better result in 2024 and recorded increasing order intake. A positive result is expected for the coming year.

B Science Global is ISO9001:2015 certified.

Financial resources

The company has lost equity and is covered by the Companies Act's rules on capital loss. The management estimates that the capital will be restored through future operations.

After the balance sheet date, the company has received capital and cash flow to secure the activities for 2024, which is why the annual report is submitted according to the principles of going concern.

Management´s review

Environmental issues

B. Science Global believe that the responsibility for our environment is in our hands. As a manufacturer, we take many sustainable actions towards global health. Every decision made by B. Science Global is an integrated way of thinking about the future.

B. Science Global always try to contribute new actions to our environment. As one of our sustainable strategies, we have reduced carbon footprint emission through the whole supply chain.

B. Science Global supports the EU F-Gas regulation 517/2014 for refrigerant and has no products in the range with Global Warming Potential(GWP) over value of 20.

The mantra of B. Science Global: What we change today, will be our legacy tomorrow.

Accounting policies

The annual report for B. Science Global 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.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Income statement

Gross loss

Gross loss 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 IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Revenue is measured at the fair value of the consideration promised exclusive of VAT and taxes and less any discounts relating directly to sales.

Accounting policies

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

Other external expenses comprise expenses 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.

Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

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

Intangible assets

Development projects, patents, and licences

Development costs comprise salaries, wages, and amortisation directly attributable to development activities.

Accounting policies

Clearly defined and identifiable development projects are recognised as intangible assets provided that they are proven to be technically practicable, that sufficient resources and a potential market or development opportunity exist, and insofar as the intention is to produce, market or utilise the project. It is, however, a condition that the cost can be reliably calculated and that a sufficiently high degree of certainty indicates that future earnings will cover the costs of production, sales, and administration. Other development costs are recognised in the income statement concurrently with their realisation.

Development costs recognised in the statement of financial position are measured at cost less accrued amortisations and write-downs for impairment.

After completion of the development work, capitalised development costs are amortised on a straight-line basis over the estimated useful economic life. The amortisation period is 7 years.

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.

Leasehold improvements

Leasehold improvements are measured at cost less accrued depreciations. Depreciation is done on a straightline basis over the estimated useful life of the asset, which is set at 5 years.

Investments

Deposits

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

Inventories

Inventories are measured at cost according to the FIFO method. In cases when the net realisable value of the inventories is lower than the cost, the latter is written down for impairment to this lower value.

Accounting policies

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

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.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

Prepayments

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

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

Equity

Reserve for development costs

The reserve for development costs comprises recognised development costs less related deferred tax liabilities.

The reserve cannot be used as dividends or for covering losses.

The reserve is reduced or dissolved if the recognised development costs are amortised or abandoned. This is done by direct transfer to the distributable reserves of the equity.

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.

Accounting policies

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.

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.

Liabilities other than provisions

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

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Gross profit	-1.808.723	-659.558
1 Staff costs	-522.966	-306.615
Amortisation and impairment of intangible assets	-358.768	-267.514
Other operating expenses	-8.918	-8.918
Operating profit	-2.699.375	-1.242.605
Other financial income	24	2.834
Other financial expenses	-430.939	-493.351
Pre-tax net profit or loss	-3.130.290	-1.733.122
Tax on net profit or loss for the year	-208.126	464.170
Net profit or loss for the year	-3.338.416	-1.268.952
Proposed distribution of net profit:		
Allocated from retained earnings	-3.338.416	-1.268.952
Total allocations and transfers	-3.338.416	-1.268.952

Balance sheet at 31 December

All amounts in DKK.

Assets		
<u>Note</u>	<u>2023</u>	<u>2022</u>
Non-current assets		
2 Completed development projects, including patents and similar rights arising from development projects	1.505.919	1.864.687
3 Development projects in progress and prepayments for intangible assets	2.482.261	1.656.080
Total intangible assets	<u>3.988.180</u>	<u>3.520.767</u>
4 Deposits	73.675	73.675
Total investments	<u>73.675</u>	<u>73.675</u>
Total non-current assets	<u>4.061.855</u>	<u>3.594.442</u>
Current assets		
Manufactured goods and goods for resale	6.762.145	8.884.375
Total inventories	<u>6.762.145</u>	<u>8.884.375</u>
Trade receivables	577.689	715.311
Deferred tax assets	363.370	571.496
Other debtors	75.128	262.489
Prepayments	17.641	0
Total receivables	<u>1.033.828</u>	<u>1.549.296</u>
Cash and cash equivalents	198.273	167.639
Total current assets	<u>7.994.246</u>	<u>10.601.310</u>
Total assets	<u>12.056.101</u>	<u>14.195.752</u>

Balance sheet at 31 December

All amounts in DKK.

Equity and liabilities		
<u>Note</u>	<u>2023</u>	<u>2022</u>
Equity		
5 Contributed capital	550.000	550.000
6 Reserve for development costs	3.110.780	2.746.198
7 Retained earnings	-9.897.038	-6.194.040
Total equity	-6.236.258	-2.897.842
Liabilities other than provisions		
Other mortgage debt	102.913	102.913
8 Payables to associates	16.276.680	15.899.509
Total long term liabilities other than provisions	<u>16.379.593</u>	<u>16.002.422</u>
Bank loans	1.284.715	627.637
Prepayments received from customers	120.548	0
Trade payables	86.072	126.105
Payables to shareholders and management	256.190	251.167
Other payables	165.241	86.263
Total short term liabilities other than provisions	<u>1.912.766</u>	<u>1.091.172</u>
Total liabilities other than provisions	18.292.359	17.093.594
Total equity and liabilities	12.056.101	14.195.752
9 Charges and security		
10 Contingencies		

Notes

All amounts in DKK.

	<u>2023</u>	<u>2022</u>
1. Staff costs		
Salaries and wages	428.105	208.091
Pension costs	79.110	76.487
Other costs for social security	15.751	22.037
	<u>522.966</u>	<u>306.615</u>
Average number of employees	<u>2</u>	<u>2</u>

Share of capitalized labor costs under development costs amounts to DKK 826,181 in 2023 and DKK 768,995 in 2022.

	<u>31/12 2023</u>	<u>31/12 2022</u>
2. Completed development projects, including patents and similar rights arising from development projects		
Cost 1 January 2023	2.879.506	2.110.511
Additions during the year	<u>0</u>	<u>768.995</u>
Cost 31 December 2023	<u>2.879.506</u>	<u>2.879.506</u>
Amortisation and write-down 1 January 2023	-1.014.819	-747.305
Amortisation for the year	<u>-358.768</u>	<u>-267.514</u>
Amortisation and write-down 31 December 2023	<u>-1.373.587</u>	<u>-1.014.819</u>
Carrying amount, 31 December 2023	<u>1.505.919</u>	<u>1.864.687</u>

Development projects consists of cost related to development of hospital and lab equipment with an expected useful life of 7 years.

As mentioned in the management report, resources have been used in 2022 and 2023 on further development of the product's control devices, power supply and general adaptation to the DIN-standard within vaccine use.

Notes

All amounts in DKK.

	<u>31/12 2023</u>	<u>31/12 2022</u>
3. Development projects in progress and prepayments for intangible assets		
Cost 1 January 2023	1.656.080	1.656.080
Additions during the year	<u>826.181</u>	<u>0</u>
Cost 31 December 2023	<u>2.482.261</u>	<u>1.656.080</u>
Carrying amount, 31 December 2023	<u>2.482.261</u>	<u>1.656.080</u>
4. Deposits		
Cost 1 January 2023	<u>73.675</u>	<u>73.675</u>
Cost 31 December 2023	<u>73.675</u>	<u>73.675</u>
Carrying amount, 31 December 2023	<u>73.675</u>	<u>73.675</u>
5. Contributed capital		
Contributed capital 1 January 2023	<u>550.000</u>	<u>550.000</u>
	<u>550.000</u>	<u>550.000</u>
6. Reserve for development costs		
Reserve for development costs 1 January 2023	2.746.198	2.525.762
Transferred from results brought forward	<u>364.582</u>	<u>220.436</u>
	<u>3.110.780</u>	<u>2.746.198</u>
7. Retained earnings		
Retained earnings 1 January 2023	-6.194.040	-4.704.652
Profit or loss for the year brought forward	-3.338.416	-1.268.952
Transfer to reserves	<u>-364.582</u>	<u>-220.436</u>
	<u>-9.897.038</u>	<u>-6.194.040</u>

Notes

All amounts in DKK.

	<u>31/12 2023</u>	<u>31/12 2022</u>
8. Payables to associates		
Total payables to associates	16.276.680	15.899.509
Share of amount due within 1 year	<u>0</u>	<u>0</u>
Total payables to associates	<u>16.276.680</u>	<u>15.899.509</u>
Share of liabilities due after 5 years	<u>0</u>	<u>0</u>

The debt remains unpaid until there is liquidity and capital for repayment.

The debentures bear interest at 2% and grace period until 1/1-2025 has been agreed.

9. Charges and security

For bank loans, t.DKK 1.285, the company has provided security in company assets representing a nominal value of t.DKK 1.000. This security comprises the assets below, stating the carrying amounts:

	<u>DKK in thousands</u>
Inventories	8.413
Intangible assets	3.162
Trade receivables	122

10. Contingencies

Contingent liabilities

Rental obligation

The company has entered into a lease with termination no earlier than within 6 months. The total rent obligation until termination amounts to t.DKK 95.