



Sysmex Nordic ApS

Hedegaardsvej 88
2300 København S
CVR No. 38251120

Annual report 01.04.2019 - 31.03.2020

The Annual General Meeting adopted the
annual report on 31.08.2020

Ulf Sigurd Skimmeland
Chairman of the General Meeting

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Entity details

Entity

Sysmex Nordic ApS

Hedegaardsvej 88

2300 København S

CVR No.: 38251120

Registered office: København

Financial year: 01.04.2019 - 31.03.2020

Executive Board

Ulf Sigurd Skimmeland, director

Keith Lawrence Howes, director

Satu Sisko Marjaana Körner, director

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Egtved Allé 4

6000 Kolding

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Sysmex Nordic ApS for the financial year 01.04.2019 - 31.03.2020.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.03.2020 and of the results of its operations and cash flows for the financial year 01.04.2019 - 31.03.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 31.08.2020

Executive Board

Ulf Sigurd Skimmeland
director

Keith Lawrence Howes
director

Satu Sisko Marjaana Körner
director

Independent auditor's report

To the shareholders of Sysmex Nordic ApS

Opinion

We have audited the financial statements of Sysmex Nordic ApS for the financial year 01.04.2019 - 31.03.2020, which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant 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 Entity's financial position at 31.03.2020 and of the results of its operations and cash flows for the financial year 01.04.2019 - 31.03.2020 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 about 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 these 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 Entity's internal control.
- 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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 of the management commentary.

Kolding, 31.08.2020

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Suzette Demediuk Steen Nielsen

State Authorised Public Accountant
Identification No (MNE) mne32207

Management commentary

Financial highlights

	2019/20	2018/19	2017/18	2016/17
	DKK'000	DKK'000	DKK'000	DKK'000
Key figures				
Gross profit/loss	51,508	37,895	36,918	16,629
Operating profit/loss	22,494	11,782	8,942	810
Net financials	751	(380)	(314)	(41)
Profit/loss for the year	18,031	8,854	6,405	539
Total assets	130,301	135,246	113,577	52,597
Investments in property, plant and equipment	817	429	11,538	3,554
Equity	53,079	38,652	29,900	24,410
Ratios				
Equity ratio (%)	40.74	28.58	26.33	46.41

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Equity ratio (%):

$\frac{\text{Equity} * 100}{\text{Total assets}}$

Total assets

Primary activities

The company's activity consists in wholesale trade of machinery, equipment and accessories for the health care industry.

Development in activities and finances

The profit for the year was a surplus of 18.031k DKK. The result is satisfactory, and an improvement compared to previous years. The result is positively affected from taking over distribution of a third-party hematology product.

Uncertainty relating to recognition and measurement

No major uncertainties.

Environmental performance

The company recognizes environmental issues and as part of the Sysmex Group a wide range of initiatives are taken to reduce the climate impact. The major environmental impact from the Group comes from production that are done mostly in Japan and Germany.

Research and development activities

Research and development activities are varied out on a Group level.

The company invests in ongoing development and education of employees. This is done mainly through the Sysmex Academy to ensure that all employees are fully updated, able to advise our customers and to provide service to our customers' installations.

Foreign branches

The company operates in all Nordic countries with an office in Copenhagen, and branch offices in both Sweden and Norway.

Events after the balance sheet date

We are as all other companies affected by the ongoing covid pandemic. We do not know the effect hereof, but we do not expect a material effect on our business.

No other events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2019/20

	Notes	2019/20 DKK	2018/19 DKK
Gross profit/loss		51,507,506	37,895,197
Staff costs	1	(26,376,524)	(23,585,948)
Depreciation, amortisation and impairment losses	2	(2,636,880)	(2,527,398)
Other operating expenses		0	70
Operating profit/loss		22,494,102	11,781,921
Other financial income		1,335,864	71,703
Other financial expenses		(584,479)	(451,224)
Profit/loss before tax		23,245,487	11,402,400
Tax on profit/loss for the year	3	(5,214,896)	(2,548,804)
Profit/loss for the year	4	18,030,591	8,853,596

Balance sheet at 31.03.2020

Assets

	Notes	2019/20 DKK	2018/19 DKK
Other fixtures and fittings, tools and equipment		6,963,309	9,202,417
Leasehold improvements		120,349	125,748
Property, plant and equipment	5	7,083,658	9,328,165
Fixed assets		7,083,658	9,328,165
Manufactured goods and goods for resale		50,577,271	30,706,466
Inventories		50,577,271	30,706,466
Trade receivables		29,339,002	30,479,025
Contract work in progress	6	29,644,208	42,423,662
Receivables from group enterprises		591,390	923,035
Deferred tax	7	128,512	27,733
Other receivables		600,616	705,345
Prepayments	8	1,130,380	1,414,894
Receivables		61,434,108	75,973,694
Cash		11,206,361	19,237,445
Current assets		123,217,740	125,917,605
Assets		130,301,398	135,245,770

Equity and liabilities

	Notes	2019/20 DKK	2018/19 DKK
Contributed capital	9	8,000,000	8,000,000
Retained earnings		45,078,938	30,652,015
Equity		53,078,938	38,652,015
Other payables	10	1,214,033	0
Non-current liabilities other than provisions	11	1,214,033	0
Trade payables		2,440,734	6,707,209
Payables to group enterprises		30,603,816	53,722,534
Income tax payable		5,424,488	1,421,857
Other payables		20,973,886	22,184,781
Deferred income	12	16,565,503	12,557,374
Current liabilities other than provisions		76,008,427	96,593,755
Liabilities other than provisions		77,222,460	96,593,755
Equity and liabilities		130,301,398	135,245,770
Unrecognised rental and lease commitments	14		
Related parties with controlling interest	15		
Transactions with related parties	16		
Group relations	17		

Statement of changes in equity for 2019/20

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	8,000,000	30,652,015	38,652,015
Exchange rate adjustments	0	(3,603,668)	(3,603,668)
Profit/loss for the year	0	18,030,591	18,030,591
Equity end of year	8,000,000	45,078,938	53,078,938

Cash flow statement for 2019/20

	Notes	2019/20 DKK	2018/19 DKK
Operating profit/loss		22,494,102	11,781,921
Amortisation, depreciation and impairment losses		2,636,880	2,527,398
Working capital changes	13	(31,032,435)	(6,703,206)
Cash flow from ordinary operating activities		(5,901,453)	7,606,113
Financial income received		198,264	71,703
Financial expenses paid		(553,121)	(451,224)
Income taxes refunded/(paid)		(984,911)	(910,721)
Cash flows from operating activities		(7,241,221)	6,315,871
Acquisition etc of intangible assets		(817,442)	(429,378)
Sale of property, plant and equipment		0	92,007
Cash flows from investing activities		(817,442)	(337,371)
Increase/decrease in cash and cash equivalents		(8,058,663)	5,978,500
Cash and cash equivalents beginning of year		19,237,445	13,279,794
Currency translation adjustments of cash and cash equivalents		27,579	(20,849)
Cash and cash equivalents end of year		11,206,361	19,237,445
Cash and cash equivalents at year-end are composed of:			
Cash		11,206,361	19,237,445
Cash and cash equivalents end of year		11,206,361	19,237,445

Notes

1 Staff costs

	2019/20	2018/19
	DKK	DKK
Wages and salaries	31,812,625	31,964,282
Pension costs	6,216,350	6,575,294
Other social security costs	4,902,780	4,487,880
Other staff costs	994,107	596,298
	43,925,862	43,623,754
Staff costs classified as assets	(17,549,338)	(20,037,806)
	26,376,524	23,585,948
Average number of full-time employees	65	67

With reference to section 98b(3), (ii), of the Danish Financial Statements Act, remuneration to the Management is not disclosed.

2 Depreciation, amortisation and impairment losses

	2019/20	2018/19
	DKK	DKK
Depreciation of property, plant and equipment	2,636,880	2,527,398
	2,636,880	2,527,398

3 Tax on profit/loss for the year

	2019/20	2018/19
	DKK	DKK
Current tax	5,032,906	2,671,940
Change in deferred tax	89,344	(114,820)
Adjustment concerning previous years	92,646	(8,316)
	5,214,896	2,548,804

4 Proposed distribution of profit and loss

	2019/20	2018/19
	DKK	DKK
Retained earnings	18,030,591	8,853,596
	18,030,591	8,853,596

5 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	14,574,580	181,087
Exchange rate adjustments	(732,061)	0
Additions	802,942	14,500
Cost end of year	14,645,461	195,587
Depreciation and impairment losses beginning of year	(5,372,163)	(55,339)
Exchange rate adjustments	306,993	0
Depreciation for the year	(2,616,982)	(19,899)
Depreciation and impairment losses end of year	(7,682,152)	(75,238)
Carrying amount end of year	6,963,309	120,349

6 Contract work in progress

	2019/20 DKK	2018/19 DKK
Contract work in progress	64,247,439	66,923,662
Progress billings regarding contract work in progress	(34,603,231)	(24,500,000)
	29,644,208	42,423,662

7 Deferred tax

	2019/20 DKK	2018/19 DKK
Property, plant and equipment	(1,047)	(170,859)
Liabilities other than provisions	0	267,827
Other taxable temporary differences	129,559	(69,235)
Deferred tax	128,512	27,733

	2019/20 DKK	2018/19 DKK
Changes during the year		
Beginning of year	27,733	(88,628)
Recognised in the income statement	(89,344)	114,820
Other changes	190,123	1,541
End of year	128,512	27,733

Deffered tax asset is recognized at estimated short term utilization.

8 Prepayments

Prepayments consist of prepaid expenses related to 2019/20.

9 Share capital

	Number	Par value DKK	Nominal value DKK
Shares	8,000,000	1	8,000,000
	8,000,000		8,000,000

10 Other payables

	2019/20 DKK	2018/19 DKK
Holiday pay obligation	1,214,033	0
	1,214,033	0

11 Non-current liabilities other than provisions

	Due after more than 12 months 2019/20 DKK
Other payables	1,214,033
	1,214,033

12 Deferred income

Deferred income consists of activities related to 2020.

13 Changes in working capital

	2019/20 DKK	2018/19 DKK
Increase/decrease in inventories	(19,870,805)	(15,164,444)
Increase/decrease in receivables	14,640,363	(3,122,917)
Increase/decrease in trade payables etc	(25,801,993)	11,584,155
	(31,032,435)	(6,703,206)

14 Unrecognised rental and lease commitments

	2019/20 DKK	2018/19 DKK
Liabilities under rental or lease agreements until maturity in total	4,512,582	6,991,000

15 Related parties with controlling interest

Sysmex Nordic ApS' related parties comprise the following:

Sysmex Europe GmbH, Hamburg, Germany, owns the shares of the company and have therefore the control of the company.

16 Transactions with related parties

The company have made intercompany transactions effecte on market terms and conditions.

Purchase of services from related parties 352 t.DKK

Purchase of goods from related parties 26.688 t.DKK

17 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group:
Sysmex Corporation, Kobe, Japan.

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:
Sysmex Europe GmbH, Hamburg, Germany.

Accounting policies

Reporting class

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

The annual report was last year presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises. It has this year changed to reporting class C enterprises (medium).

The change in reporting class, hasn't changed the accounting policies applied and hence are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other nonmonetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date.

Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates as well as out of the translation of income statements from average rates to the exchange rates at the balance sheet date are classified directly as equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are classified directly as equity.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or write-down. The items of the income statement are translated at the average rates of the months; however, items deriving from non-monetary assets and liabilities are translated using the historical rates applicable to the relevant nonmonetary items.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Contract work in progress is included in revenue based on the stage of completion so that revenue corresponds to the selling price of the work performed in the financial year (the percentage-of-completion method).

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, as well as gains and losses from the sale of equipment.

Other operating expenses

Other operating expenses comprise expenses of a secondary nature as viewed in relation to the Entity's primary activities.

Other financial income

Other financial income comprises, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Property, plant and equipment

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For self-constructed assets, cost comprises direct and indirect costs of materials, components, subsuppliers and labour costs.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	3-8 years
Leasehold improvements	10 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the average method and net realisable value.

Cost consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

Indirect production costs comprise indirect materials and labour costs, costs of maintenance of, depreciation of and impairment losses relating to machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Contract work in progress

Contract work in progress is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress. Usually, the stage of completion is determined as the ratio of actual to total budgeted consumption of resources.

If the selling price of a project in progress cannot be made up reliably, it is measured at the lower of costs incurred and net realisable value.

Each contract in progress is recognised in the balance sheet under receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Costs of sales work and of securing contracts as well as finance costs are recognised in the income statement as incurred.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Operating leases

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Other financial liabilities

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

Income tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.

Cash flow statement

The cash flow statement shows cash flows from operating, investing and financing activities as well as cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises, activities and fixed asset investments as well as purchase, development, improvement and sale, etc of intangible assets and property, plant and equipment, including acquisition of assets held under finance leases.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs as well as the raising of loans, inception of finance leases, repayments of interest-bearing debt, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash and short-term securities with an insignificant price risk less shortterm bank loans.