

Datamars Denmark A/S

Søholtvej 20
4930 Maribo

CVR no. 39 51 85 46

**Annual report for the period
26 April to 31 December 2018**

Adopted at the annual general meeting
on 24 May 2019

Frederik von Lüttichau
chairman

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Company details

The company

Datamars Denmark A/S
Søholtvej 20
4930 Maribo

CVR no.: 39 51 85 46

Reporting period: 26 April - 31 December 2018

Incorporated: 26. April 2018

Domicile: Lolland

Supervisory board

Frederik von Lüttichau, chairman
Daniele Della Libera
Klaus Ackerstaff

Executive board

Poul Henrik Jacobsen, director

Auditors

Statsautoriseret revisor Ole Tønnesen
Roskildevej 12 A
3400 Hillerød

Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of Datamars Denmark A/S for the financial year 26 April - 31 December 2018.

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 company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 26 April - 31 December 2018.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Maribo, 23 May 2019

Executive board

Poul Henrik Jacobsen
director

Supervisory board

Frederik von Lüttichau
chairman

Daniele Della Libera

Klaus Ackerstaff

Independent auditor's report

To the shareholder of Datamars Denmark A/S

Opinion

We have audited the financial statements of Datamars Denmark A/S for the financial year 26 April - 31 December 2018, 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.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 26 April - 31 December 2018 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 are independent of the company in accordance with the International Ethics Standards Board for 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 the 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.

Independent auditor's report

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 judgment and maintain professional skepticism 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.
- 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 disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

Independent auditor's report

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 management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover 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 management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that 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 of management's review.

Hillerød, 23 May 2019

Statsautoriseret revisor Ole Tønnesen
CVR no. 32 82 10 30

Ole Tønnesen
State Authorized Public Accountant
MNE no. mne10049

Management's review

Business activities

The activities of the company mainly consist of development, production and global sale of identification ear tags to pigs and cattle.

The company in July 2018 purchased the activities previously carried out by TraceCompany A/S.

Business review

The company's income statement for the year ended 31 December shows a loss of DKK 1.154.733, and the balance sheet at 31 December 2018 shows negative equity of DKK 654.733.

Significant events occurring after end of reporting period

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of Datamars Denmark A/S for 2018 has been prepared in accordance with the provisions of the Danish Financial Statements Act concerning reporting class B entities.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Raw materials and consumables

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Accounting policies

Balance sheet

Tangible assets

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

Technical plants and machinery	3-5	years
Other fixtures and fittings, tools and equipment	3-5	years

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Stocks

Stocks are measured at cost price. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price.

The cost of finished goods and work in progress includes the cost of raw materials.

The net realisable value of stocks is calculated as the selling price less costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedowns takes place at the net realisation value.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Accounting policies

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates 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 latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are measured at the exchange rate at the transaction date.

Income statement 26 April 2018 - 31 December 2018

	Note	2018 DKK
Gross profit		820.476
Staff costs	1	-1.207.270
Resultat før af- og nedskrivninger		-386.794
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-490.808
Profit/loss before net financials		-877.602
Financial income		49.498
Financial costs	2	-326.629
Profit/loss before tax		-1.154.733
Tax on profit/loss for the year		0
Profit/loss for the year		<u><u>-1.154.733</u></u>
 Recommended appropriation of profit/loss		
Retained earnings		-1.154.733
		<u><u>-1.154.733</u></u>

Balance sheet at 31 December 2018

	Note	2018 DKK
Assets		
Plant and machinery		2.083.019
Tangible assets		<u>2.083.019</u>
Total non-current assets		<u>2.083.019</u>
Raw materials and consumables		989.304
Goods in progress		892.006
Finished goods and goods for resale		80.002
Stocks		<u>1.961.312</u>
Trade receivables		952.946
Prepayments		75.870
Receivables		<u>1.028.816</u>
Cash at bank and in hand		<u>5.233</u>
Total current assets		<u>2.995.361</u>
Total assets		<u><u>5.078.380</u></u>

Balance sheet at 31 December 2018

	Note	2018 DKK
Equity and liabilities		
Share capital		500.000
Retained earnings		-1.154.733
Equity	3	-654.733
Debt to related companies		3.923.543
Total non-current liabilities	4	3.923.543
Banks		3.289
Prepayments received from customers		11.408
Trade payables		989.723
Debt to related companies		602.033
Other payables		203.117
Total current liabilities		1.809.570
Total liabilities		5.733.113
Total equity and liabilities		5.078.380
Contingent assets, liabilities and other financial obligations.	5	

Notes

	2018
	DKK
1 Staff costs	
Wages and salaries	1.090.657
Pensions	72.581
Other social security costs	21.443
Other staff costs	22.589
	1.207.270
Average number of employees	4

2 Financial costs	
Financial costs related companies	284.546
Other financial costs	42.083
	326.629

3 Equity	Share capital	Retained earnings	Total
Equity at 26 April 2018	500.000	0	500.000
Net profit/loss for the year	0	-1.154.733	-1.154.733
Equity at 31 December 2018	500.000	-1.154.733	-654.733

4 Long term debt	Debt at 26 April 2018	Debt at 31 December 2018	Instalment next year	Debt outstanding after 5 years
Debt to related companies	0	3.923.543	0	0
	0	3.923.543	0	0

Notes

5 Contingent assets, liabilities and other financial obligations.

The company has rental commitments T.DKK 120 as at the balance sheet date.

The company has an obligation to pay a further purchase price (earn out) relating to the purchase of activities from TraceCompany A/S. The earn out is depending on sales income in the financial year 2020 and 2022. The maximum obligation is an amount of CHF 2.000.000.