



Cirql Biomedical Contraception ApS

Ole Maaløes Vej 3, 3.
2200 København N
CVR no. 39 86 57 69

Annual report for 2020

Adopted at the annual general meeting on 23 April 2021

Frederik Petursson Madsen
chairman

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Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of Cirqlø Biomedical Contraception ApS for the financial year 1 January - 31 December 2020.

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 2020 and of the results of the company's operations for the financial year 1 January - 31 December 2020.

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.

Copenhagen, 23 April 2021

Executive board

Thomas Crouzier

Frederik Petursson Madsen

Supervisory board

Jesper Boysen
Chairman

Thomas Crouzier

Frederik Petursson Madsen

Independent auditor's report

To the shareholders of Cirqlø Biomedical Contraception ApS

Opinion

We have audited the financial statements of Cirqlø Biomedical Contraception ApS for the financial year 1 January - 31 December 2020, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity 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 2020 and of the results of the company's operations for the financial year 1 January - 31 December 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 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.

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.

Independent auditor's report

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- 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.

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.

Independent auditor's report

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.

Frederikssund, 23 April 2021

LPOG ApS

Statsautoriserede Revisorer
CVR no. 33 16 72 88

Anders Pedersen
State Authorised Public Accountant
MNE no. mne34550

Company details

The company

Cirqlе Biomedical Contraception ApS
Ole Maaløes Vej 3, 3.
2200 København N

CVR no.: 39 86 57 69

Reporting period: 1 January - 31 December 2020

Incorporated: 11 September 2018

Domicile: Copenhagen

Supervisory board

Jesper Boysen, chairman
Thomas Crouzier
Frederik Petursson Madsen

Executive board

Thomas Crouzier
Frederik Petursson Madsen

Auditors

LPOG ApS
Statsautoriserede Revisorer
Kilde Alle 22, 3. sal
3600 Frederikssund

Management's review

Business review

The company's key activity is to develop novel treatments that harness the natural mucus barrier for fertility management.

Financial review

The company's income statement for the year ended 31 December 2020 shows a loss of DKK 5.557.693, and the balance sheet at 31 December 2020 shows equity of DKK 2.844.328.

During the financial year 2020, the company increased its share capital by cash contribution and debt conversion.

The management considers the net profit for the year to be as expected in the development phase.

The company's liquidity for 2021 is sufficient to maintain the company's operating activities and the company can continue to fulfill its obligations as they are due.

Significant events occurring after the end of the financial year

No important events have occurred after the end of the financial year. In 2021 the company expects to raise capital to finance further development of the company's assets.

Accounting policies

The annual report of Cirqlø Biomedical Contraception ApS for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

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 other operating income less costs of raw materials and consumables and other external expenses.

Expenses for raw materials and consumables

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

Other operating income

Other operating income comprises items of a secondary nature relative to the company's activities, including gains on the sale of intangible assets and items of property, plant and equipment.

Other external costs

Other external costs include expenses related to sale, advertising, administration, premises etc.

Accounting policies

Staff costs

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

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.

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.

Balance sheet

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

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.

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. Deferred tax is measured at net realisable value.

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.

Income statement 1 January - 31 December

	Note	2020 DKK	2019 TDKK
Gross profit		-4.132.723	-1.094
Staff costs	1	-2.180.647	-1.218
Profit/loss before net financials		-6.313.370	-2.312
Financial income	2	2.644	0
Financial costs	3	-404.023	-200
Profit/loss before tax		-6.714.749	-2.512
Tax on profit/loss for the year	4	1.157.056	417
Profit/loss for the year		-5.557.693	-2.095
 Recommended appropriation of profit/loss			
Retained earnings		-5.557.693	-2.095
		-5.557.693	-2.095

Balance sheet 31 December

	<u>Note</u>	<u>2020</u>	<u>2019</u>
		DKK	TDKK
Assets			
Receivables from subsidiaries		462.704	0
Other receivables		126.350	84
Corporation tax		<u>1.157.056</u>	<u>417</u>
Receivables		<u>1.746.110</u>	<u>501</u>
Cash at bank and in hand		<u>9.036.584</u>	<u>5.978</u>
Total current assets		<u>10.782.694</u>	<u>6.479</u>
Total assets		<u><u>10.782.694</u></u>	<u><u>6.479</u></u>

Balance sheet 31 December

	Note	2020 DKK	2019 TDKK
Equity and liabilities			
Share capital		40.000	1
Retained earnings		<u>2.804.328</u>	<u>-2.095</u>
Equity		<u>2.844.328</u>	<u>-2.094</u>
Convertible and profit-yielding instruments of debt		0	7.483
Other payables		<u>7.000.591</u>	<u>40</u>
Total non-current liabilities	5	<u>7.000.591</u>	<u>7.523</u>
Trade payables		600.033	917
Other payables		<u>337.742</u>	<u>133</u>
Total current liabilities		<u>937.775</u>	<u>1.050</u>
Total liabilities		<u>7.938.366</u>	<u>8.573</u>
Total equity and liabilities		<u>10.782.694</u>	<u>6.479</u>
Contingent liabilities	6		
Mortgages and collateral	7		

Statement of changes in equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2020	1.000	-2.094.616	-2.093.616
Capital increase	39.000	10.456.637	10.495.637
Net profit/loss for the year	0	-5.557.693	-5.557.693
Equity at 31 December 2020	<u>40.000</u>	<u>2.804.328</u>	<u>2.844.328</u>

Notes

	<u>2020</u>	<u>2019</u>
	DKK	TDKK
1 Staff costs		
Wages and salaries	1.936.863	1.107
Pensions	212.522	97
Other social security costs	<u>31.262</u>	<u>14</u>
	<u>2.180.647</u>	<u>1.218</u>
Average number of employees	<u>5</u>	<u>3</u>
2 Financial income		
Interest received from subsidiaries	<u>2.644</u>	<u>0</u>
	<u>2.644</u>	<u>0</u>
3 Financial costs		
Other financial costs	<u>404.023</u>	<u>200</u>
	<u>404.023</u>	<u>200</u>
4 Tax on profit/loss for the year		
Current tax for the year	<u>-1.157.056</u>	<u>-417</u>
	<u>-1.157.056</u>	<u>-417</u>

Notes

5 Long term debt

	Debt at 1 January 2020	Debt at 31 December 2020	Instalment next year	Debt outstanding after 5 years
Convertible and profit-yielding instruments of debt	7.482.568	0	0	0
Other payables	40.406	7.000.591	0	3.078.591
	<u><u>7.522.974</u></u>	<u><u>7.000.591</u></u>	<u><u>0</u></u>	<u><u>3.078.591</u></u>

6 Contingent liabilities

The Company is jointly taxed with parent company, Circle Biomedical Holding ApS. The Company has joint and several unlimited liability for Danish corporation taxes within the joint taxation.

7 Mortgages and collateral

The Company has no mortgages and collateral.

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Frederik Petursson Madsen

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Jesper Boysen

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NEM ID 

THOMAS CROUZIER

Bestyrelsesmedlem

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IP: 213.67.xxx.xxx

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THOMAS CROUZIER

Direktør

Serienummer: 19830113xxxx

IP: 213.67.xxx.xxx

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Anders Pedersen - 33167288

Statsautoriseret revisor

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Frederik Petursson Madsen

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