

ANNUAL REPORT

1 JANUARY - 31 DECEMBER 2021

LABOGENE A/S

Bjarkesvej 5

3400 Allerød

CENTRAL BUSINESS REGISTRATION no. 39 96 92 38

Adopted at the Company's Annual General Meeting, on 28/6 2022

Mikal Skat Nørrevig

Chairman

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Case no. 958260 vd/ls

Company

Labogene A/S Bjarkesvej 5 3400 Allerød

Central Business Registration no. 39 96 92 38

Registered in:

Allerød

Board of Executives

Mikal Skat Nørrevig

Board of Directors

To Cheung

Ching Cheung

Kar Chi Paul Chen

Kar Yee Chen

Mikal Skat Nørrevig

Company auditors

inforevisionstatsautoriseret revisionsaktieselskabBuddingevej 3122860 SøborgCentral business registration no. 19263096

Vibeke Düring Reyes Jensen, State Authorized Public Accountant Lasse Sværke, State Authorized Public Accountant

Primary activities

The company's main activity is sales of lab equipment to Danish and international customers around the world.

The company's business review

We are proud to present the annual report for Labogene A/S. The Company produce and sell equipment to the pharmaceutical industry, universities, research institutions, hospitals, etc. across the world through our large network of distributors. The majority of the company's turnover comes from export.

The products are marketed and sold under the trademarks: ScanLaf (Laminar flow equipment), ScanVac (freeze drying equipment), and ScanSpeed (centrifuges).

Financial review

The realized results for the financial year 2021 was in line with expectations. We managed to deliver a satisfying result despite a year faced with pandemic related issues and supply chain disruptions which caused prices to soar. Our financial results for 2021 have strengthened our platform and laid the foundation upon which future growth can materialize in the coming years.

2021 have been a good year where we have seen a significant portion of larger deals materializing for us throughout the year with Covid19 bringing additional attention and demand to our market and products.

In our market, competitiveness is key. Hence, we are constantly trimming our cost structure and adapting to current market conditions to remain the preferred partner to our customers. New product is under development and will be introduced during 2022. We believe the new product will be a strong addition to our current product portfolio and are confident it will exceed expectations.

To further strengthen our position in the market we have established new partnerships and will continue to do so in 2022.

Outlook

Management expects to improve its markets position and profit in 2022. We will continue our strong focus on operational excellence through 2022.

Recognition and measurement uncertainties

No special circumstances have affected recognition and measurement.

Post balance sheet events

No significant events have occurred after the balance sheet date.

The Board of Directors and Board of Executives have today discussed and approved the annual report for the financial year 1 January - 31 December 2021 of Labogene A/S.

The annual report has been 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 2021 and of the result of the Company's operations for the financial year 1 January - 31 December 2021.

In our opinion the management's review includes a fair review about the matters the review deals with.

We recommend that the Annual Report be approved at the annual general meeting.

Allerød, 28th June 2022

Board of Executives

Mikal Skat Nørrevig CEO

Board of Directors

To Cheung Chairman

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Kar Chi Paul Chen Boardmember

Mikal Skat Nørrevig

Boardmember

Ching Cheung Boardmember

Kar Yee Chen Boardmember

To the shareholders of Labogene A/S

Opinion

We have audited the Financial Statements of Labogene A/S for the financial year 1 January - 31 December 2021, which comprise the accounting policies applied, the income statement, the 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 2021, and of the results of the Company's operations for the financial year 1 January to 31 December 2021 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' 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 audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility 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.

Auditor's responsibility 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 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.

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'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 Statement Acts. We did not identify any material misstatement of Management's Review.

Søborg, 28th June 2022

inforevision

statsautoriseret revisionsaktieselskab

(CVR-pr. 19263096)

Vibeke Düring Reves Jensen

State Authorized Public Accountant

mne11673

Lasse Sværke

State Authorized Public Accountant

mne34318

The annual report has been prepared in accordance with Danish financial statements act as well as generally accepted accounting principles.

The annual report has been prepared in accordance with the reporting requirements of the Danish Financial Statements Act of class B and elective choise of certain provisions applying to reporting class C entities.

The accounting policies used are unchanged compared to last year.

RECOGNITION AND MEASUREMENT

The financial statements have been prepared based on historical cost.

The income is recognised in the income statement as earned. Further to this, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Furthermore, all costs incurred to earn the profit or loss for year have been recognised in the income statement, including amortisation, depreciation, write-down and provisions as well as reversals as a consequence of changed accounting estimates of amounts previously recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow into 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 out of the Company, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each financial statement item.

Certain financial assets and liabilities are measured at amortised cost, by which a constant redemption yield is recognised over the term. Amortised cost is calculated as original cost less instalments and addition/deduction of the accumulated amortisation of the difference between cost and the nominal amount. Thereby, capital and exchange losses or gains are allocated over the term.

On recognition and measurement, anticipated losses and risks that appear before presentation of the annual report and which confirm or invalidate affairs or conditions existing at the balance sheet date are considered.

The functional currency is Danish kroner, DKK. All other currencies are considered foreign currencies.

FOREIGN CURRENCY TRANSLATION

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.



INCOME STATEMENT

The income statement has been classified by nature.

Gross profit/loss

The Company has aggregated the items "revenue", "other operating income", "change in inventories of finished goods/goods for resale and work in progress" as well as external expenses.

Revenue

Income from the sale of goods for resale and finished goods is recognised in revenue when transfer of the most significant rewards and risks to the buyer has taken place and provided that the income can be reliably measured and payment is expected to be received. The date of the transfer of the most significant rewards and risks is based on standardised terms of delivery based on Incoterms®2010. Revenue is measured at fair value excl. VAT and less granted goods and customer discounts.

External expenses

External expenses comprise cost of raw materials and consumables/goods for resale as well as selling costs, facility costs and administrative expenses.

Staff costs

Staff costs include wages and salaries including holiday pay and pensions and other social security costs etc. to the Company's employees. Staff costs are reduced with payments received from public authorities.

Other operating expenses

Other operating expenses include financial statement items of a secondary nature in relation to the primary activity of the enterprise, including profit from sale of fixed assets.

Other financial income and other financial expenses

Financial income and expenses are recognised with amounts concerning the financial year. Financial items comprise interest, realised and unrealised exchange gains and losses as well as interest surcharge and interest reimbursements under the Danish Tax Prepayment Scheme.

Tax on profit or loss for the year income taxes

Tax on profit or loss for the year represents 22% of the booked profit or loss adjusted for non-taxable and non-deductible items.

Tax on profit or loss for the year consists of the anticipated tax portion of the taxable income for the year adjusted for the changes for the year in deferred tax. Changes in deferred taxes due to adjustments of tax rates are recognised in the income statement.

The Company is subject to the Danish Tax Prepayment Scheme. Interest reimbursement and interest surcharge have been recognised in financial income and expenses.

BALANCE SHEET

The balance sheet has been presented in account form.

ASSETS

Intangible assets

Intangible assets are measured at cost less accumulate amortisation.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation.

For own-developed development projects the carrying amount is transferred from "retained earnings" to "reserve for capitalised development cost" under equity. Carrying amounts which exist as a consequence of purchases of assets or companies are not bound reserves.

Assets are amortised on a straight-line basis over their estimated useful lives:

	Useful life	Residual value
Acquired rights	3 years	0%

As the intangible assets are not being traded in an active and effective market, no residual values after end of use are included when determining the depreciation period.



Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated amortisation and depreciation. The basis of amortisation and depreciations is cost less estimated residual value after the end of useful life.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation. The costprice for an asset is divided into separate components, that are depreciated separately, if the useful life of the individual components is significantly different.

Depreciations are initiated when the assets are ready to be taken into operation. Assets are depreciated on a straight-line basis over their estimated useful lives with following residual values:

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

Minor purchases with useful lives below one year have been recognised as expenses in the income statement in external expenses.

Profit/loss on sale or retirement has been included in the income statement under gross profit and other operating expenses.

Writedown of fixed 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 takes place to the recoverable amount, if this value is lower than the book value.

The recoverable value is equal to the value of the net selling price or the value in use, whichever is higher. The value in use is determined as the present value of the expected net cash flow deriving from the use of the asset or the group of assets.

Previously recognised writedown is reversed when the condition for the writedown no longer exist. Writedown relating to goodwill is not reversed.



Other receivables (fixed assets)

Other receivables recognised under fixed assets comprise rental deposits measured at amortised cost. In events when the carrying amount exceeds the recoverable amount, impairment for loss is made to such lower value. Impairment for loss for the year is recognised in the income statement as impairment for loss of financial assets.

Inventories

Inventories are measured at cost according to the FIFO method. In the event of cost exceeding net realisable value, write-down is made to this lower value.

Cost of goods for resale as well as raw materials and consumables comprises purchase price plus landing costs.

Cost of own-produced finished goods as well as work in progress comprises cost of raw materials, consumables and direct wages applied for the production.

The net realisable value of inventories is calculated at the amount expected to be generated by sale in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in in expected sales sum.

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down for bad debt according to an individual assessment.



EQUITY AND LIABILITIES

Equity

Management's proposed dividends for the financial year is disclosed as a separate item in equity.

Provision for deferred tax

Deferred tax is measured according to the liability method. Provision has been made for deferred tax by 22 % on all temporary differences between carrying amount and tax-based value of assets and liabilities.

Deferred tax is also measured with respect of the planned use of the asset and the settlement of the liability. The tax value of the tax losses to be carried forward are included in the calculation of deferred taxes if it is probable that the losses can be used.

The tax-based values of tax losses carried forward are included in the statement of deferred tax if it is probable that the losses can be utilised.

Deferred tax assets which are not expected utilised within a few years have been disclosed in notes under contingent assets.

Other provisions

Other provisions include warranty costs. Other provisions are recognized when there is a legal or actual obligation arising from an event that occurred before the balance sheet date and it is probable that a settlement of the obligation will result in an outflow of resources. Provisions are measured at net present value.

Warranty obligations comprise repair of work within the warranty period. Provisions are measured on the basis of past experience.

Deferred income

Deferred income comprises income received relating to subsequent years.

Financial liabilities

Financial liabilities are recognised when raising the loan at the proceeds received after deduction of borrowing costs, directly addressed by the loan. In subsequent periods, financial liabilities are measured at amortized cost equal to the capitalized value using the effective interest rate, so the difference between the proceeds and the nominal value is recognized in the income statement over the loan period.

Other liabilities other than provisions have been measured at amortised cost which corresponds to nominal value.



INCOME STATEMENT 1 JANUARY - 31 DECEMBER 2021

Note	-	2021	2020
	GROSS PROFIT	17.268.881	19.073.793
1	Staff costs	-13.046.981	-12.762.485
	PROFIT BEFORE DEPRECIATION, INTEREST AND TAX	4.221.900	6.311.308
3,4	Amortisation, depreciation and impairment losses	-165.430	-185.266
	OPERATING PROFIT	4.056.470	6.126.042
	Other financial expenses	-285.130	-134.666
	PROFIT BEFORE TAX	3.771.340	5.991.376
2	Tax on profit for the year	-848.982	-1.331.681
	PROFIT FOR THE YEAR	2.922.358	4.659.695
DISTE	RIBUTION OF PROFIT/LOSS		
	Proposed distribution of profit/loss for the financial year		
	Proposed dividends for the financial year Retained earnings	0 2.922.358	4.659.695
	PROFIT FOR THE YEAR	2.922.358	4.659.695



BALANCE SHEET AT 31 DECEMBER 2021 ASSETS

Note	_	31/12 2021	31/12 2020
3	Acquired rights Development projects in progress	0 3.147.038	27.772 2.170.517
	INTANGIBLE ASSETS	3.147.038	2.198.289
4	Other fixtures and fittings, tools and equipment	40.864	150.480
	PROPERTY, PLANT AND EQUIPMENT	40.864	150.480
	Deposits	905.184	905.184
	FIXED ASSET INVESTMENTS	905.184	905.184
	FIXED ASSETS	4.093.086	3.253.953
	Raw materials and consumables Work in progress Finished goods and goods for resale	6.638.330 1.135.677 1.167.232	4.703.485 1.570.848 1.001.123
	Prepaid goods INVENTORIES IN TOTAL	8.941.239	940.356 8.215.812
	Trade receivables Other receivables Prepayments	5.888.390 6.595.152 371.670	5.972.840 2.589.827 681.623
	RECEIVABLES	12.855.212	9.244.290
	CASH	1.656.591	1.219.768
	CURRENT ASSETS	23.453.042	18.679.870
	TOTAL ASSETS	27.546.128	21.933.823



BALANCE SHEET AT 31 DECEMBER 2021 EQUITY AND LIABILITIES

Note_	31/12 2021	31/12 2020
Share capital	500.000	500.000
Reserve for development expenditure	2.454.689	1.693.003
Retained earnings	9.369.538	7.208.866
Proposed dividends for the financial year	0	0
Proposed dividends for the intaricial year		
EQUITY	12.324.227	9.401.869
Egoni		
Provision for deferred tax	640.529	442.866
Other provisions	351.116	251.400
F.		
PROVISIONS	991.645	694.266
Other payables	1.181.774	936.297
Deferred income	857.497	1.022.500
5 LONG-TERM LIABILITIES OTHER THAN PROVISIONS	2.039.271	1.958.797
		106.667
5 Current portion of long-term liabilities other than provisions	165.000	106.667
Other credit institutions	3.008.257	1.087.038
Trade payables	6.585.606	2.684.426
Payables to group enterprises	399.158	2.505.136
2 Corporate tax	29.319	872.400
Other payables	2.003.645	2.623.224
	12 100 005	0.070.001
SHORT-TERM LIABILITIES OTHER THAN PROVISIONS	12.190.985	9.878.891
LIABILITIES OTHER THAN PROVISIONS	14.230.256	11.837.688
LIABILITIES OTHER THAN PROVISIONS	14.230.230	11.037.000
TOTAL EQUITY AND LIABILITIES	27.546.128	21.933.823
TOTAL EQUITY AND EINDICHTES		

⁶ Assets charged and security



⁷ Contractual obligations

	Share capital	Reserve for development expenditure	Retained earnings	Proposed dividends	TOTAL
Equity at 1/1 2020	500.000	0	4.242.174	0	4.742.174
Transferred to reserve for development	0	1.693.003	-1.693.003	0	0
Transferred from distribution of profit	0	0	4.659.695	0	4.659.695
Equity at 1/1 2021	500.000	1.693.003	7.208.866	0	9.401.869
Transferred to reserve for development	0	761.686	-761.686	0	0
Transferred from distribution of profit	0	0	2.922.358	0	2.922.358
Equity at 31/12 2021	500.000	2.454.689	9.369.538	0	12.324.227

1	Staff costs	2021	2020
	Wages and salaries	11.193.712	10.806.049
	Pensions	1.438.595	1.217.931
	Other social security costs	83.592	77.535
	Other staff costs	331.082	660.970
	TOTAL	13.046.981	12.762.485

The average number of full-time employees has represented 25 in this financial year against 23 in the previous financial year.

2 Corporation tax and deferred tax

	Income taxes	Deferred tax	Acc. to the inc.	2020
Payable at 1/1 2021	872.400	442.866	0	0
Paid re. previous years	-872.400	0	0	0
Prepaid tax	-622.000			
Tax for the year	651.319	197.663	848.982	1.331.681
PAYABLE AT 31/12 2021	29.319	640.529		
TAX ON PROFIT FOR THE YEAR	ı		848.982	1.331.681

3 List of fixed assets, amortisation and impairment, intangible assets

	Development projects in progress	Acquired rights	TOTAL	31/12 2020
Cost at 1/1 2021 Additions for the year	2.170.517 976.521	100.000	2.270.517 976.521	100.000 2.170.517
COST AT 31/12 2021	3.147.038	100.000	3.247.038	2.270.517
Amortisation and impairment at 1/1 2021 Amortisation for the year	0	72.228 27.772	72.228 27.772	38.892 33.336
AMORTISATION, DEPRECIATION AND IMPAIRMENT AT 31/12 2021	0	100.000	100.000	72.228
CARRYING AMOUNT AT 31/12 2021	3.147.038	0	3.147.038	2.198.289

The Company's development projects relates to the development of a new productline. The Project is progressing as planned and is expected to be completed during the coming financial years. The new productline expects to increase the efficiency of usage compared to previous models and extend the range of applicable customers.

4 List of fixed assets, amortisation and depreciation, property, plant and equipment

	Other fixtures,		
	etc.	TOTAL	31/12 2020
Cost at 1/1 2021 Additions for the year	458.643 28.042	458.643 28.042	424.900 33.743
COST AT 31/12 2021	486.685	486.685	458.643
Amortisation and impairment at 1/1 2021	308.163	308.163	156.233
Amortisation for the year	137.658	137.658	151.930
AMORTISATION, DEPRECIATION AND IMPAIRMENT			
AT 31/12 2021	445.821	445.821	308.163
CARRYING AMOUNT AT 31/12 2021	40.864	40.864	150.480

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5 Long-term liabilities other than provisions

	31/12 2021	31/12 2020
Total debt:		
Other payables	1.181.774	936.297
Deferred income and discounts	1.022.497	1.129.167
	*	
TOTAL	2.204.271	2.065.464
Instalments next financial year:		
Other payables	0	0
Deferred income and discounts	165.000	106.667
TOTAL	165.000	106.667
Debt outstanding after 5 years:		
Other payables	0	0
Deferred income and discounts	0	200.000
TOTAL	0	200.000

6 Assets charged and security

The company has via credit institution provided 50.000 EUR in a guarantee account against third party.

Company pledge, nom. DKK 6.000.000, in the Company's operating fixture and equipment / machinery and equipment, inventory, unsecured claims / trade debtors and intellectual propery rights, has been deposited as security for accounts with credit institution.

7 Contractual obligations

The Company has entered into operating lease of other operating equipment and automobiles. The leases will be terminated within 2024. The total lease commitment amounts to TDKK 316.

The Company has entered into rental agreements regarding the office premises. The contract is interminable until 2025 with a one-year termination period. Total minimum obligation amounts to TDKK 7.427.