

# **SYNLAB Holding Denmark ApS**

Odeons Kvarter 19, 2. tv, 5000 Odense C

CVR no. 40 20 40 32

## **Annual report for 2021**

Årsrapporten er godkendt på den  
ordinære generalforsamling, d. 11.07.22

Thomas Evans  
Dirigent

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**The company**

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SYNLAB Holding Denmark ApS  
Odeons Kvarter 19, 2. tv  
5000 Odense C  
Registered office: Odense  
CVR no.: 40 20 40 32  
Financial year: 01.01 - 31.12

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**Executive Board**

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Thomas Evans  
Rainar Aamisepp

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**Auditors**

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Deloitte Statsautoriseret Revisionspartnerselskab

## **Statement by the Executive Board on the annual report**

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We have on this day presented the annual report for the financial year 01.01.21 - 31.12.21 for SYNLAB Holding Denmark ApS.

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

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.21 and of the results of the company's activities for the financial year 01.01.21 - 31.12.21.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Odense, July 11, 2022

### **Executive Board**

Thomas Evans

Rainar Aamisepp

**To the capital owner of SYNLAB Holding Denmark ApS****Opinion**

We have audited the financial statements of SYNLAB Holding Denmark ApS for the financial year 01.01.21 - 31.12.21, which comprise the income statement, balance sheet, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act (Årsregnskabsloven).

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31.12.21 and of the results of the company's operations for the financial year 01.01.21 - 31.12.21 in accordance with the the Danish Financial Statements Act (Årsregnskabsloven).

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing 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.

**Statement regarding 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 Statements Acts. We did not identify any material misstatement of management's review.

**Management's responsibility for the financial statements**

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 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 International Standards on Auditing 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 International Standards on Auditing 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.

Kolding, July 11, 2022

**Deloitte Statsautoriseret  
Revisionspartnerselskab**

CVR no. 33963556

Morten Almtoft Lund  
State Authorized Public Accountant  
MNE-no. mne41365

**Primary activities**

The company's activities is to own shares and other related business.

**Development in activities and financial affairs**

The income statement for the period 01.01.21 - 31.12.21 shows a profit/loss of DKK -3,776,855 against DKK 186,928,853 for the period 01.01.20 - 31.12.20. The balance sheet shows equity of DKK 215,746,347.

**Subsequent events**

No important events have occurred after the end of the financial year.



## Income statement

| Note  | 2021<br>DKK       | 2020<br>DKK        |
|---|-------------------|--------------------|
| <b>Gross result</b>   | <b>1,767,458</b>  | <b>-1,887,440</b>  |
| Income from equity investments in group enterprises             | 0                 | 196,132,558        |
| Financial income  | 1,368,685         | 0                  |
| <sup>2</sup> Financial expenses                                 | -8,374,899        | -9,415,482         |
| <b>Profit/loss before tax</b>                                   | <b>-5,238,756</b> | <b>184,829,636</b> |
| Tax on profit or loss for the year                              | 1,461,901         | 2,099,217          |
| <b>Profit/loss for the year</b>                                 | <b>-3,776,855</b> | <b>186,928,853</b> |
| <b>Proposed appropriation account</b>                           |                   |                    |
| Retained earnings   | -3,776,855        | 186,928,853        |
| <b>Total</b>  | <b>-3,776,855</b> | <b>186,928,853</b> |
| Extraordinary dividend distributed after the balance sheet date | 180,000,000       | 0                  |

| <b>ASSETS</b> |   | 31.12.21           | 31.12.20           |
|---------------|---|--------------------|--------------------|
|               |   | DKK                | DKK                |
| Note          |   |                    |                    |
| 3             | Equity investments in group enterprises | 86,754,864         | 86,754,864         |
|               | <b>Total investments</b>                | <b>86,754,864</b>  | <b>86,754,864</b>  |
|               | <b>Total non-current assets</b>         | <b>86,754,864</b>  | <b>86,754,864</b>  |
|               | Receivables from group enterprises      | 298,483,713        | 319,172,305        |
|               | Income tax receivable                   | 1,461,901          | 11,503,691         |
|               | Other receivables                       | 9,267,683          | 5,050,000          |
|               | <b>Total receivables</b>                | <b>309,213,297</b> | <b>335,725,996</b> |
|               | <b>Cash</b>                             | <b>5,850,062</b>   | <b>947,375</b>     |
|               | <b>Total current assets</b>             | <b>315,063,359</b> | <b>336,673,371</b> |
|               | <b>Total assets</b>                     | <b>401,818,223</b> | <b>423,428,235</b> |

| <b>EQUITY AND LIABILITIES</b> |                                     | 31.12.21           | 31.12.20           |
|-------------------------------|-------------------------------------|--------------------|--------------------|
|                               |                                     | DKK                | DKK                |
| Note                          |                                     |                    |                    |
|                               | Share capital                       | 50,001             | 50,001             |
|                               | Retained earnings                   | 215,696,346        | 219,473,201        |
|                               | <b>Total equity</b>                 | <b>215,746,347</b> | <b>219,523,202</b> |
| 4                             | Payables to group enterprises       | 164,543,892        | 171,457,720        |
|                               | <b>Total long-term payables</b>     | <b>164,543,892</b> | <b>171,457,720</b> |
|                               | Trade payables                      | 33,750             | 82,438             |
|                               | Payables to group enterprises       | 2,089,760          | 11,554,151         |
|                               | Income taxes                        | 9,404,474          | 9,404,474          |
|                               | Other payables                      | 10,000,000         | 11,406,250         |
|                               | <b>Total short-term payables</b>    | <b>21,527,984</b>  | <b>32,447,313</b>  |
|                               | <b>Total payables</b>               | <b>186,071,876</b> | <b>203,905,033</b> |
|                               | <b>Total equity and liabilities</b> | <b>401,818,223</b> | <b>423,428,235</b> |

5 Contingent liabilities

6 Related parties

## Statement of changes in equity

| Figures in DKK   | Share capital | Retained earnings |
|--|---------------|-------------------|
| Statement of changes in equity for 01.01.20 - 31.12.20 |               |                   |
| Balance as at 01.01.20                                 | 50,001        | 32,544,348        |
| Net profit/loss for the year                           | 0             | 186,928,853       |
| Balance as at 31.12.20                                 |               |                   |
|  | 50,001        | 219,473,201       |
| Statement of changes in equity for 01.01.21 - 31.12.21 |               |                   |
| Balance as at 01.01.21                                 | 50,001        | 219,473,201       |
| Net profit/loss for the year                           | 0             | -3,776,855        |
| Balance as at 31.12.21                                 |               |                   |
|  | 50,001        | 215,696,346       |

## 1. Special items

Special items are income and expenses that are special due to their size and nature. The following special items were recorded in the financial year:

| Special items:                                 | Recognised in the income<br>statement in:                 | 2021<br>DKK | 2020<br>DKK |
|--|---|-------------|-------------|
| Gain on the divestment of<br>group enterprises | Income from equity<br>investments in group<br>enterprises | 0           | 196,132,558 |
| Total  |   | 0           | 196,132,558 |

|  | 2021<br>DKK | 2020<br>DKK |
|--|-------------|-------------|
|--|-------------|-------------|

## 2. Financial expenses

|                             |           |           |
|-----------------------------|-----------|-----------|
| Interest, group enterprises | 8,336,718 | 9,361,853 |
| Other interest expenses     | 38,181    | 53,629    |
| Total                       | 8,374,899 | 9,415,482 |

**3. Equity investments in group enterprises**

| Figures in DKK                 | Equity invest-<br>ments in group<br>enterprises |
|--------------------------------|---|
| Cost as at 01.01.21            | 86,754,864                                      |
| Cost as at 31.12.21            | 86,754,864                                      |
| Carrying amount as at 31.12.21 | 86,754,864                                      |

| Name and registered office:                | Ownership<br>interest | Equity DKK  | Net profit/loss<br>for the year<br>DKK |
|--|-----------------------|-------------|--|
| Subsidiaries:                              |                       |             |  |
| SYNLAB Medical Digital Services A/S, Vejle | 100%                  | 109,674,057 | 75,134,188                             |

**4. Long-term payables**

| Figures in DKK                | Outstanding<br>debt after 5<br>years | Total payables<br>at 31.12.21 | Total payables<br>at 31.12.20 |
|-------------------------------|--------------------------------------|-------------------------------|-------------------------------|
| Payables to group enterprises | 164,543,892                          | 164,543,892                   | 171,457,720                   |
| Total                         | 164,543,892                          | 164,543,892                   | 171,457,720                   |

## 5. Contingent liabilities

### *Other contingent liabilities*

The company is taxed jointly with the other Danish companies in the group and has joint, several and unlimited liability for income taxes and any obligations to withhold tax at source on interest, royalties and dividends for the jointly taxed companies. The liability also includes any subsequent corrections to the calculated tax liability as a consequence of changes made to the jointly taxable income etc.

## 6. Related parties

The company is included in the consolidated financial statements of the parent SYNLAB AG, Germany.

In addition, the company is included in the consolidated financial statements of the parent Synlab Bondco PLC, UK.

## 7. Accounting policies

### GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

In accordance with section 112 of the Danish Financial Statements Act, the company has not prepared consolidated financial statements. The company is a subsidiary of SYNLAB AG, Germany, business registration number 341639713, which prepares consolidated financial statements.

### 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 depreciation, amortisation, impairment losses and write-downs, 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 such assets 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 such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

### CURRENCY

The annual report is presented in Danish kroner (DKK).



**7. Accounting policies** - continued -

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

**INCOME STATEMENT****Gross result**

Gross result comprises other operating income and other external expenses.

**Other operating income**

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

**Other external expenses**

Other external expenses comprise costs relating to administration, premises and bad debts to the extent that these do not exceed normal write-downs.

**Income from equity investments in group enterprises**

Dividends from equity investments measured at cost are recognised as income in the financial year in which the dividend is declared.

Income from equity investments in equity investments in subsidiaries also comprises gains and losses on the sale of equity investments.

## 7. Accounting policies - continued -

### Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

### Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises. The parent is the administration company for the joint taxation and thus settles all income tax payments with the tax authorities.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

## BALANCE SHEET

### Equity investments in group enterprises

Equity investments in subsidiaries are measured in the balance sheet at cost less any impairment losses. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments.

Gains or losses on disposal of equity investments are determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses are recognised in the income statement under income from equity investments.

### Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

**7. Accounting policies** - continued -**Cash**

Cash includes deposits in bank accounts.

**Current and deferred tax**

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

**Payables**

Long-term payables are measured at cost at the time of contracting such liabilities (raising of the loan). The payables are subsequently measured at amortised cost where capital losses and loan expenses are recognised in the income statement as a financial expense over the term of the payable on the basis of the calculated effective interest rate in force at the time of contracting the liability.

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.