

## **Biowatch Friends ApS**

Lottenborgvej 24  
2800 Kongens Lyngby

CVR No. 42335088

## **Annual Report 2023**

3. financial year

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 19 June 2024

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Svend Tøttrup  
Chairman at the AGM

## **Biowatch Friends ApS**

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## **Management's Statement**

Today, Management has considered and adopted the Annual Report of Biowatch Friends ApS for the financial year 1 January 2023 - 31 December 2023.

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 assets, liabilities and financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January 2023 - 31 December 2023.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

The conditions for not conducting an audit of the Financial Statement have been met.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 19 June 2024

### **Executive Board**

Svend Tøttrup  
CEO

### **Supervisory Board**

Birger Baylund  
Chairman

Lau Melchiorson  
Member

**Biowatch Friends ApS**

## **Auditors' Report on Compilation of Financial Statements**

**To the Management of Biowatch Friends ApS**

We have compiled the accompanying financial statements of Biowatch Friends ApS for the financial year 1 January 2023 - 31 December 2023 based on the information you have provided.

These financial statements comprise a summary of significant accounting Policies, income statement, balance sheet, statement of change in equity and notes.

We performed this compilation engagement in accordance with International Standard on Related Services 4410 (Revised), Compilation Engagements.

We have applied our expertise in accounting and financial reporting to assist you in the preparation and presentation of these financial statements in accordance with the Danish Financial Statement Act. We have complied with relevant requirements under the Danish Act on Approved auditors and Audit Firms and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) including principles of integrity, objectivity, professional competence and due care.

The Financial Statement and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile these financial statements. Accordingly, we do not express an audit opinion or review conclusion on whether the financial statements are prepared in accordance with the Danish Financial Accounts Act.

Copenhagen, 19 June 2024

**HARBOE CONSULT ApS - GODKENDT REVISIONSVIRKSOMHED**

CVR-no. 35649417

John Petersson  
State Authorised Public Accountant  
mne29420

## Biowatch Friends ApS

### Company details

<b>Company</b>	Biowatch Friends ApS Lottenborgvej 24 2800 Kongens Lyngby
CVR No.	42335088
Date of formation	23 April 2021
Registered office	Lyngby-Taarbæk
Financial year	1 January 2023 - 31 December 2023
<b>Supervisory Board</b>	Birger Baylund Lau Melchiorsen
<b>Executive Board</b>	Svend Tøttrup
<b>Auditors</b>	HARBOE CONSULT ApS - GODKENDT REVISIONSVIRKSOMHED Jens Kofods Gade 1, 4. tv. 1268 København K CVR-no.: 35649417

## **Biowatch Friends ApS**

### **Management's Review**

#### **The Company's principal activities**

The Company's principal activities consist in owning shares in and provide loans to Biowatch Holding ApS.

Biowatch Friends is an investment syndicate with Baylund Management ApS as lead investor (68,7%) and LTM Consult Holding ApS (31,3%).

#### **Development in activities and the financial situation**

The Company's Income Statement of the financial year 1 January 2023 - 31 December 2023 shows a result of DKK -3.817.921 and the Balance Sheet at 31 December 2023 a balance sheet total of DKK 4.281.610 and an equity of DKK -3.783.251.

The company has lost more than 50% of its subscribed capital and is therefore covered by the capital provisions in section 119 of the Danish Companies Act.

The company expects to reestablish by future earnings or through conversion of debt if required.

In 2023 Biowatch was reorganized with a more focused strategy and new investors joined contributing with DKK 4,5 mio new capital at a valuation of Biowatch at DKK 16mio. Following this new capital contribution Biowatch Friends write down their shares to the same valuation. This result in a total write down of DKK 3.814.780 to DKK 4.245.220 similar to a write down of 47%.

The company has entered a 3-year loan agreement with the investors with no installments and interest. The terms in the loan agreement is extended on unchanged terms for another 3 years.

Please find more details on legal owner website [www.baylundmanagement.com](http://www.baylundmanagement.com).

#### **Post financial year events**

After the end of the financial year, no events have occurred which may change the financial position of the entity substantially.

## **Accounting Policies**

### **Reporting Class**

The annual report of Biowatch Friends ApS for 2023 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

### **Reporting currency**

The annual report is presented in Danish kroner.

## **Income statement**

### **Gross profit/loss**

The Company has decided to aggregate certain items of the income statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

### **Other external expenses**

Other external expenses include expenses for distribution, sales, advertising, administration, premises, bad debts, operating leasing expenses etc.

### **Income from investments in group enterprises and associates**

Income from equity investments comprises dividends from group enterprises and associates.

### **Financial income and expenses**

Financial income and expenses are recognised in the income statement based at the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, financial expenses of finance leases, realised and unrealised capital gains and losses regarding securities, accounts payable and transactions in foreign currencies, repayment on mortgage loans, and surcharges and allowances under the advance-payment of tax scheme.

Dividends from other investments are recognised as income in the financial year in which the dividends are declared.

### **Tax on net profit for the year**

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and loss-making Danish enterprises in relation to their taxable income (full distribution).

## **Accounting Policies**

### **Balance sheet**

#### **Long term investments and receivables**

##### **Equity investments in group enterprises and associates**

Equity investments in group enterprises and associates are measured at fair value. Revaluations and reversals of these, less deferred tax, are recognised directly in equity.

##### **Other investments**

Investments in unlisted companies are recognised at fair value. The fair value of unlisted shares is calculated using current market data and generally accepted valuation methods for unlisted shares. Realised and unrealised capital gains and losses are recognised in the income statement.

##### **Receivables**

Receivables are measured at amortized cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Impairment of accounts receivables past due is established on individual assessment of receivables.

##### **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

##### **Equity**

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

##### **Current tax liabilities**

Current tax liabilities and current tax receivables are recognised in the balance sheet as estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

##### **Other payables**

Other payables are measured at amortized cost, which usually corresponds to the nominal value.

##### **Contingent assets and liabilities**

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.



## Biowatch Friends ApS

### Income Statement

	Note	2023 kr.	2022 kr.
<b>Gross profit</b>		<b>-4.027</b>	<b>-2.752</b>
Result from current value adjustments of investment assets		-3.814.780	0
<b>Profit from ordinary operating activities</b>		<b>-3.818.807</b>	<b>-2.752</b>
Other finance expenses		0	-294
<b>Profit from ordinary activities before tax</b>		<b>-3.818.807</b>	<b>-3.046</b>
Tax expense on ordinary activities		886	670
<b>Profit</b>		<b>-3.817.921</b>	<b>-2.376</b>
<b>Proposed distribution of results</b>			
Retained earnings		-3.817.921	-2.376
<b>Distribution of profit</b>		<b>-3.817.921</b>	<b>-2.376</b>

**Biowatch Friends ApS****Balance Sheet as of 31 December**

	<b>Note</b>	<b>2023</b> kr.	<b>2022</b> kr.
<b>Assets</b>			
Long-term investments in associates		0	8.060.000
Other long-term investments		4.245.220	0
<b>Investments</b>		<b>4.245.220</b>	<b>8.060.000</b>
<b>Fixed assets</b>		<b>4.245.220</b>	<b>8.060.000</b>
Short-term receivables from group enterprises		834	834
Current deferred tax		1.556	670
<b>Receivables</b>		<b>2.390</b>	<b>1.504</b>
<b>Cash and cash equivalents</b>		<b>34.000</b>	<b>35.165</b>
<b>Current assets</b>		<b>36.390</b>	<b>36.669</b>
<b>Assets</b>		<b>4.281.610</b>	<b>8.096.669</b>

**Biowatch Friends ApS****Balance Sheet as of 31 December**

	Note	2023 kr.	2022 kr.
<b>Liabilities and equity</b>			
Contributed capital		40.000	40.000
Retained earnings		-3.823.251	-5.331
<b>Equity</b>		<b>-3.783.251</b>	<b>34.669</b>
Payables to group enterprises		4.247.360	4.245.360
Other payables		3.814.640	3.814.640
<b>Long-term liabilities other than provisions</b>	2	<b>8.062.000</b>	<b>8.060.000</b>
Debt to banks		861	0
Trade payables		2.000	2.000
<b>Short-term liabilities other than provisions</b>		<b>2.861</b>	<b>2.000</b>
<b>Liabilities other than provisions within the business</b>		<b>8.064.861</b>	<b>8.062.000</b>
<b>Liabilities and equity</b>		<b>4.281.610</b>	<b>8.096.669</b>
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## Biowatch Friends ApS

### Statement of changes in Equity

	<b>Contributed capital</b>	<b>Retained earnings</b>	<b>Total</b>
Equity 1 January 2023	40.000	-5.331	34.669
Profit (loss)	0	-3.817.921	-3.817.921
<b>Equity 31 December 2023</b>	<b>40.000</b>	<b>-3.823.252</b>	<b>-3.783.252</b>

The share capital has remained unchanged since the establishment of the Company.

**Notes**

	2023	2022
<b>1. Finance expenses</b>		
Other finance expenses	0	294
	<u>0</u>	<u>294</u>

**2. Long-term liabilities**

	Due after 1 year	Due within 1 year	Due after 5 years
Payables to group enterprises	4.247.360	0	0
Other payables	3.814.640	0	0
	<u>8.062.000</u>	<u>0</u>	<u>0</u>

**3. Uncertainties relating to going concern**

The company has lost more than 50% of its subscribed capital and is therefore covered by the capital provisions in section 119 of the Danish Companies Act.

The company expects to reestablish by future earnings or through conversion of debt if required.

**4. Contingent liabilities**

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.

The total amount appears from the annual report of Baylund Holding ApS which is the administration company in the joint taxation.

**5. Collaterals and securities**

No securities or mortgages exist at the balance sheet date.