

Cordis Denmark ApS

c/o Advoship Advokatanpartsselskab
Ryvangs Allé 44
2900 Hellerup
Denmark

CVR no. 42 41 02 41

Annual report for the period 19 May 2021 – 30 June 2022

The annual report was presented and approved at the
Company's annual general meeting on

30 December 2022

Pieter Johan Dewandeleer
Chairman of the annual general meeting

Contents

Statement by the Executive Board	2
Auditor's report on the compilation of financial statements	3
Management's review	4
Company details	4
Operating review	5
Financial statements 19 May 2021 – 30 June 2022	6
Income statement	6
Balance sheet	7
Statement of changes in equity	9
Notes	10

Cordis Denmark ApS
Annual report 2021/22
CVR no. 42 41 02 41

Statement by the Executive Board

The Executive Board has today discussed and approved the annual report of Cordis Denmark ApS for the financial period 19 May 2021 – 30 June 2022.

The annual report, which has not been audited, is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 30 June 2022 and of the results of the Company's operations for the financial period 19 May 2021 – 30 June 2022.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 30 December 2022
Executive Board:

Pieter Johan Dewandeleer

William Ross Wentworth

Management confirms that the Company fulfils the requirements to be exempt of audit.



Auditor's report on the compilation of financial statements

To the Management of Cordis Denmark ApS

We have compiled the financial statements of Cordis Denmark ApS for the financial period 19 May 2021 – 30 June 2022 based on the Company's bookkeeping records and other information provided by you.

The financial statements comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies.

We performed our work in accordance with ISRS 4410 *Compilation Engagements*.

We have applied our professional expertise in accounting and financial reporting to assist you in the preparation and presentation of these financial statements in accordance with the Danish Financial Statements Act. We have complied with relevant provisions of the Danish Auditors Act, including the requirements for independence, and International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code), which is based on fundamental principles of integrity, objectivity, professional competence and due care.

These financial statements 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 a review conclusion as to whether these financial statements are prepared in accordance with the Danish Financial Statements Act.

Copenhagen, 30 December 2022

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Morten Høgh-Petersen
State Authorised
Public Accountant
mne34283

Cordis Denmark ApS
Annual report 2021/22
CVR no. 42 41 02 41

Management's review

Company details

Cordis Denmark ApS
c/o Advoship Advokatanpartsselskab
Ryvangs Allé 44
2900 Hellerup
Denmark

CVR no.:	42 41 02 41
Established:	19 May 2021
Registered office:	Copenhagen
Financial period:	19 May 2021 – 30 June 2022

Executive Board

Pieter Johan Dewandeleer
William Ross Wentworth

Management's review

Operating review

Principal activities

The Company's purpose is to directly or through shares in other companies, to perform sales and distribution of medical equipment and other businesses, which after the board of directors opinion is related to the industry.

Development in activities and financial position

The Company's income statement for the period 19 May 2021 - 30 June 2022 shows a loss of DKK -100,522. Equity in the Company's balance sheet at 30 June 2022 stood at DKK 2,843,079.

Events after the balance sheet date

No events have occurred after the balance sheet date of material importance to the annual report for 2021/22.

Financial statements 19 May – 30 June

Income statement

DKK	Note	2021/22
Gross profit		337,768
Depreciation, amortisation and impairment losses		<u>-154,458</u>
Profit before financial income and expenses		183,310
Other financial expenses		<u>-280,566</u>
Loss before tax		-97,256
Tax on loss for the year	2	<u>-3,266</u>
Loss for the period		<u><u>-100,522</u></u>
Proposed distribution of loss		
Retained earnings		<u>-100,522</u>
		<u><u>-100,522</u></u>

Financial statements 19 May – 30 June

Balance sheet

DKK	Note	<u>30/6 2022</u>
ASSETS		
Fixed assets		
Intangible assets	4	
Acquired patents		1,789,086
Goodwill		<u>1,009,598</u>
		<u>2,798,684</u>
Total fixed assets		<u>2,798,684</u>
Current assets		
Receivables		
Trade receivables		1,420,231
Receivables from group entities		<u>85,173</u>
		<u>1,505,404</u>
Cash at bank and in hand		<u>652,871</u>
Total current assets		<u>2,158,275</u>
TOTAL ASSETS		<u><u>4,956,959</u></u>

Financial statements 19 May – 30 June

Balance sheet

DKK	Note	<u>30/6 2022</u>
EQUITY AND LIABILITIES		
Equity		
Contributed capital		40,000
Retained earnings		<u>2,803,079</u>
Total equity		<u>2,843,079</u>
Provisions		
Provisions for deferred tax		<u>3,266</u>
Total provisions		<u>3,266</u>
Liabilities other than provisions		
Current liabilities other than provisions		
Trade payables		932,396
Payables to group entities		1,106,305
Other payables		<u>71,913</u>
		<u>2,110,614</u>
Total liabilities other than provisions		<u>2,110,614</u>
TOTAL EQUITY AND LIABILITIES		<u><u>4,956,959</u></u>
Average number of full-time employees	3	
Related party disclosures	5	

Financial statements 19 May – 30 June

Statement of changes in equity

DKK	Contributed capital	Retained earnings	Total
Equity at 19 May 2021	40,000	0	40,000
Transferred over the distribution of loss	0	-100,522	-100,522
Contribution from group	0	2,903,601	2,903,601
Equity at 30 June 2022	40,000	2,803,079	2,843,079

Financial statements 19 May – 30 June

Notes

1 Accounting policies

The annual report of Cordis Denmark ApS for 2021/22 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, 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.

Income statement

Gross profit

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

Revenue

Income from the sale of goods, is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received. The date of transfer of the most significant benefits and risks is determined using standard Incoterms ® 2020.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale and changes to inventory of goods for resale.

Other external costs

Other external costs comprise administrative expenses etc.

Financial expenses

Financial expenses comprise interest expense, losses on payables and transactions denominated in foreign currencies as well as surcharges under the on-account tax scheme, etc.

Financial statements 19 May – 30 June

Notes

1 Accounting policies (continued)

Tax on loss for the year

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Intangible assets

On initial recognition, intangible assets are measured at cost. Acquired goodwill is subsequently measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over the estimated useful life. Management has assessed that 17 years is appropriate considering the length of the customer relationships, including churn-ratio.

Customer relationships are measured at cost less accumulated amortisation. Customer relationships are amortized over the contractual lifetime of the existing customer contracts, which is currently 17 years. Gains and losses on the disposal of intangible assets are calculated as the difference between the selling price less costs to sell and the carrying amount at the date of disposal.

The basis of depreciation is based on the residual value of the asset at the end of its useful life and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. In case of changes in the depreciation on period or the residual value, the effect on the depreciation charges are recognised prospectively as a change in accounting estimates.

Impairment of fixed assets

The carrying amount of intangible assets is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Financial statements 19 May – 30 June

Notes

1 Accounting policies (continued)

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Corporation tax and deferred tax

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

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities other than provisions

Other liabilities are measured at amortised cost.

Provisions

Provisions comprise deferred taxes. Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Financial statements 19 May – 30 June

Notes

2 Tax on profit/loss for the year

DKK	<u>2021/22</u>
Deferred tax for the year	<u>3,266</u>
	<u>3,266</u>

3 Average number of full-time employees

Average number of full-time employees	<u>0</u>
---------------------------------------	----------

4 Intangible assets

DKK	Customer relationship	Goodwill	Total
Cost at 19 May 2021	<u>1,887,980</u>	<u>1,065,162</u>	<u>2,953,142</u>
Cost at 30 June 2022	<u>1,887,980</u>	<u>1,065,162</u>	<u>2,953,142</u>
Amortisation for the year	<u>-98,894</u>	<u>-55,564</u>	<u>-154,458</u>
Amortisation and impairment losses at 30 June 2022	<u>-98,894</u>	<u>-55,564</u>	<u>-154,458</u>
Carrying amount at 30 June 2022	<u><u>1,789,086</u></u>	<u><u>1,009,598</u></u>	<u><u>2,798,684</u></u>

5 Related party disclosures

Ownership

The following shareholders are registered in the Company's register of shareholders as holding a minimum of 5% of the votes or a minimum of 5% of the contributed capital:

Cordis Medical Holdings Unlimited Company
 Cahir Road
 Cashel
 TIPPERARY
 E25 RC92
 Ireland