

Welltec Tools Nigeria A/S

Gydevang 25, 3450 Allerød

Central Business Registration No 36 05 95 75

Annual Report for 1 January – 31 December 2023

The Annual Report was presented and adopted at the Annual General Meeting on 21 June 2024

Chairman of the Annual General Meeting



Name: Lea Wølk Gøtske

Contents

	<u>Page</u>
Company details	1
Statement by Management on the annual report	2
Independent auditor's reports	3
Income statement for 2023	5
Balance sheet 31 December 2023	6
Statement of changes in equity for 2023	7
Notes	8

Company details

The Company

Welltec Tools Nigeria A/S

Gydevang 25

DK-3450 Allerød

Denmark

Central Business Registration No: 36 05 95 75

Municipality of reg. office: Allerød

Financial period: 1 January – 31 December 2023

Board of Directors

Peter Hansen, Chairman

Michael Christensen

Peter Schnettler Kristensen

Executive Board

Peter Schnettler Kristensen

Auditors

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Strandvejen 44

DK-2900 Hellerup

Statement by Management on the annual report

The Executive Board and the Board of Directors have today considered and adopted the Annual Report of Welltec Tools Nigeria A/S for the financial year 1 January - 31 December 2023.

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 financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

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

Allerød, 21 June 2024

Executive Board



Peter Schnettler Kristensen

Chief Executive Officer

Board of Directors



Peter Hansen

Chairman



Michael Christensen



Peter Schnettler Kristensen

The Annual General Meeting has decided that the annual report for the coming year shall not be audited, since the Company meets the conditions for not having the annual report audited.

Independent auditor's reports

To the shareholder of Welltec Tools Nigeria A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Welltec Tools Nigeria A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes ("the Financial Statements").

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 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 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 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.

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.

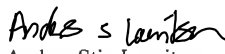
Independent auditor's reports


- 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.

Hellerup, 21 June 2024

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31


Anders Stig Lauritsen
State Authorized
Public Accountant
mne32800


Henrik Kyhnav
State Authorized
Public Accountant
mne40028

Income statement 1 January – 31 December

	<u>Note</u>	<u>2023</u> <u>USD</u>	<u>2022</u> <u>USD</u>
Other external expenses		(3,190)	(6,292)
Gross loss		(3,190)	(6,292)
Financial income	2	5,719	4,939
Financial expenses	3	(2,591)	(3,955)
Loss before tax		(62)	(5,308)
Tax on loss for the year	4	652	-
Net loss for the year		590	(5,308)

Distribution of loss**Proposed distribution of loss**

Retained earnings		590	(5,308)
		590	(5,308)

Balance sheet 31 December

	<u>Note</u>	<u>2023</u> <u>USD</u>	<u>2022</u> <u>USD</u>
Assets			
Receivables from group enterprises		71,683	68,384
Corporation tax receivable		652	-
Total receivables		<u>72,335</u>	<u>68,384</u>
Current assets		<u>72,335</u>	<u>68,384</u>
Assets		<u>72,335</u>	<u>68,384</u>
Liabilities and equity			
Share capital		86,462	86,462
Retained earnings		<u>(20,421)</u>	<u>(21,012)</u>
Equity		<u>66,041</u>	<u>65,450</u>
Other payables		<u>6,294</u>	<u>2,934</u>
Short-term debt		<u>6,294</u>	<u>2,934</u>
Debt		<u>6,294</u>	<u>2,934</u>
Liabilities and equity		<u>72,335</u>	<u>68,384</u>
Key activities	1		
Contingent assets, liabilities and other financial obligations	5		
Related parties	6		
Micro-enterprises	7		

Statement of Changes in Equity

	Share capital	Retained earnings	Total
	<u>USD</u>	<u>USD</u>	<u>USD</u>
Equity 1 January	86,462	(21,011)	65,451
Net loss for the year	-	590	590
Equity 31 December	<u>86,462</u>	<u>(20,421)</u>	<u>66,041</u>

Notes to the Financial Statements

1 Key activities

There is no activity in the company.

	<u>2023</u> <u>USD</u>	<u>2022</u> <u>USD</u>
2 Financial income		
Exchange adjustments	2,207	4,105
Interest income	<u>3,512</u>	<u>834</u>
	<u>5,719</u>	<u>4,939</u>
3 Financial expenses		
Exchange adjustments	<u>(2,591)</u>	<u>(3,955)</u>
	<u>(2,591)</u>	<u>(3,955)</u>
4 Tax on profit/(loss) for the year		
Adjustment for tax previous years	<u>652</u>	<u>-</u>
	<u>652</u>	<u>-</u>

5 Contingent assets, liabilities and other financial obligations

The Group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Welltec Group. The total amount of corporation tax payable is disclosed in the Annual Report of Welltec International ApS, which is the management company of the joint taxation purposes. Moreover, the Group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the company's liability.

6 Related parties

Consolidated Financial Statements

Name and registered office of the ultimate parent preparing consolidated financial statements for the smallest group:

Name	Place of registered office
Welltec International ApS	Allerød

Notes to the Financial Statements**7 Micro-enterprises**

The Annual Report of Welltec Tools Nigeria A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to micro-enterprises of reporting class B. The company has therefore opted not to prepare:

- Description of the accounting policies applied

The Financial Statements for 2023 are presented in US dollar (USD), which also is the functional currency. The applied currency rate to Danish Kroner 31 December 2023 is 6.74 (2022: 6.97).

8 Events after the balance sheet date

No events materially affecting the assessment of the annual report have occurred after the balance sheet date.