



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 996 547 108
Organisasjonsform: Aksjeselskap
Foretaksnavn: DELE HEALTH TECH AS
Forretningsadresse: c/o Escalon Services Norway
Grindingen 6
0250 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2022 - 31.12.2022

Konsern

Morselskap i konsern: Ja
Konsernregnskap lagt ved: Ja

Regnskapsregler

Regler for små foretak benyttet: Ja
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Regnskapslovens alminnelige regler
Benyttet ved utarbeidelsen av årsregnskapet til konsernet: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Susan Hagerty Bonsak
Dato for fastsettelse av årsregnskapet: 30.06.2023

Grunnlag for avgivelse

År 2022: Årsregnskapet er elektronisk innlevert
År 2021: Tall er hentet fra elektronisk innlevert årsregnskap fra 2022

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 13.06.2024



Resultatregnskap

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		712 000	239 000
Annen driftsinntekt		5 000	167 000
Sum inntekter		717 000	406 000
Kostnader			
Varekostnad			54 000
Lønnskostnad		6 555 000	6 329 000
Avskrivning på varige driftsmidler og immaterielle eiendeler		71 000	35 000
Annen driftskostnad		25 618 000	20 877 000
Sum kostnader		32 244 000	27 295 000
Driftsresultat		-31 527 000	-26 889 000
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		3 245 000	510 000
Annen finansinntekt		5 607 000	62 000
Sum finansinntekter		8 852 000	572 000
Nedskrivning av finansielle eiendeler		1 942 000	
Annen rentekostnad			7 000
Annen finanskostnad		1 083 000	244 000
Sum finanskostnader		3 025 000	251 000
Netto finans		5 827 000	321 000
Ordinært resultat før skattekostnad		-25 700 000	-26 568 000
Ordinært resultat etter skattekostnad		-25 700 000	-26 568 000
Årsresultat		-25 700 000	-26 568 000
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		-25 700 000	-26 568 000
Sum overføringer og disponeringer		-25 700 000	-26 568 000



Balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling		78 000	130 000
Sum immaterielle eiendeler		78 000	130 000
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		74 000	95 000
Sum varige driftsmidler		74 000	95 000
Finansielle anleggsmidler			
Investering i datterselskap		12 774 000	14 637 000
Lån til foretak i samme konsern		99 845 000	38 052 000
Investeringer i aksjer og andeler		184 000	262 000
Sum finansielle anleggsmidler		112 803 000	52 951 000
Sum anleggsmidler		112 955 000	53 176 000
Omløpsmidler			
Varer			
Fordringer			
Kundefordringer			16 000
Andre fordringer		4 384 000	982 000
Sum fordringer		4 384 000	998 000
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		3 866 000	25 651 000
Sum bankinnskudd, kontanter og lignende		3 866 000	25 651 000
Sum omløpsmidler		8 250 000	26 649 000
SUM EIENDELER		121 205 000	79 825 000

BALANSE - EGENKAPITAL OG GJELD



Balanse

Beløp i: NOK	Note	2022	2021
Egenkapital			
Innskutt egenkapital			
Selskapskapital		44 330 000	31 357 000
Beholdning av egne aksjer		-297 000	-297 000
Overkurs		142 613 000	91 386 000
Ikke registrert kapitalforhøyelse		15 818 000	30 024 000
Annen innskutt egenkapital		-4 654 000	-4 832 000
Sum innskutt egenkapital		197 810 000	147 638 000
Opptjent egenkapital			
Annen egenkapital		-1 454 000	-1 453 000
Udekket tap		99 140 000	73 440 000
Sum opptjent egenkapital		-100 594 000	-74 893 000
Sum egenkapital		97 216 000	72 745 000
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Øvrig langsiktig gjeld			166 000
Sum annen langsiktig gjeld			166 000
Sum langsiktig gjeld		0	166 000
Kortsiktig gjeld			
Leverandørgjeld		3 000	1 673 000
Skyldige offentlige avgifter		308 000	303 000
Kortsiktig konserngjeld		23 173 000	6 000
Annen kortsiktig gjeld		504 000	4 933 000
Sum kortsiktig gjeld		23 988 000	6 915 000
Sum gjeld		23 988 000	7 081 000
SUM EGENKAPITAL OG GJELD		121 204 000	79 826 000



Konsernets resultatregnskap

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		6 629 000	1 125 000
Annen driftsinntekt		5 000	167 000
Sum inntekter		6 634 000	1 292 000
Kostnader			
Varekostnad		867 000	7 429 000
Lønnskostnad		39 496 000	28 709 000
Avskrivning på varige driftsmidler og immaterielle eiendeler		3 180 000	2 977 000
Nedskrivning av varige driftsmidler og immaterielle eiendeler		1 133 000	
Annen driftskostnad		25 215 000	29 274 000
Sum kostnader		69 891 000	68 389 000
Driftsresultat		-63 257 000	-67 097 000
Finansinntekter og finanskostnader			
Annen finansinntekt		5 620 000	68 000
Sum finansinntekter		5 620 000	68 000
Annen finanskostnad		1 894 000	258 000
Sum finanskostnader		1 894 000	258 000
Netto finans		3 726 000	-190 000
Ordinært resultat før skattekostnad		-59 531 000	-67 287 000
Ordinært resultat etter skattekostnad		-59 531 000	-67 287 000
Årsresultat		-59 531 000	-67 287 000
Overføringer og disponeringer			
Udekket tap		-59 531 000	-67 287 000
Sum overføringer og disponeringer		-59 531 000	-67 287 000



Konsernets balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling		78 000	130 000
Goodwill		7 022 000	11 076 000
Sum immaterielle eiendeler		7 100 000	11 206 000
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		508 000	507 000
Sum varige driftsmidler		508 000	507 000
Finansielle anleggsmidler			
Investeringer i aksjer og andeler		184 000	262 000
Andre fordringer		27 000	24 000
Sum finansielle anleggsmidler		211 000	286 000
Sum anleggsmidler		7 819 000	11 999 000
Omløpsmidler			
Varer			
Varer		348 000	
Sum varer		348 000	
Fordringer			
Kundefordringer		914 000	83 000
Andre fordringer		5 246 000	1 629 000
Sum fordringer		6 160 000	1 712 000
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		6 375 000	29 054 000
Sum bankinnskudd, kontanter og lignende		6 375 000	29 054 000
Sum omløpsmidler		12 883 000	30 766 000
SUM EIENDELER		20 702 000	42 765 000



Konsernets balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		44 330 000	31 357 000
Beholdning av egne aksjer		-297 000	-297 000
Overkurs		142 613 000	91 386 000
Ikke registrert kapitalforhøyelse		15 818 000	30 024 000
Annen innskutt egenkapital		-4 654 000	-4 833 000
Sum innskutt egenkapital		197 810 000	147 637 000
Opptjent egenkapital			
Annen egenkapital		-1 454 000	-1 453 000
Udekket tap		178 211 000	115 241 000
Sum opptjent egenkapital		-179 665 000	-116 694 000
Sum egenkapital		18 145 000	30 943 000
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Øvrig langsiktig gjeld			166 000
Sum annen langsiktig gjeld			166 000
Sum langsiktig gjeld		0	166 000
Kortsiktig gjeld			
Leverandørgjeld		322 000	8 507 000
Skyldige offentlige avgifter		615 000	518 000
Annen kortsiktig gjeld		1 620 000	2 631 000
Sum kortsiktig gjeld		2 557 000	11 656 000
Sum gjeld		2 557 000	11 822 000
SUM EGENKAPITAL OG GJELD		20 702 000	42 765 000



Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Journalnummer: 2023 697618

Enheten

Organisasjonsnummer: 996 547 108
Organisasjonsform: Aksjeselskap
Foretaksnavn: DELE HEALTH TECH AS
Forretningsadresse: c/o Escalon Services Norway
Grundingen 6
0250 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2022 - 31.12.2022

Konsern

Mørselskap i konsern: Ja
Konsernregnskap lagt ved: Ja

Regnskapsregler

Regler for små foretak benyttet: Ja
Benyttet ved utarbeidelsen av
årsregnskapet til selskapet: Regnskapslovens alminnelige regler
Benyttet ved utarbeidelsen av
årsregnskapet til konsernet: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Susan Hagerty Bonsak
Dato for fastsettelse av årsregnskapet: 30.06.2023

Revisjon

Årsregnskapet er utarbeidet av ekstern
autorisert regnskapsfører: Ja
Ekstern autorisert regnskapsfører har i
løpet av regnskapsåret bistått ved den
løpende regnskapsføringen eller utført
andre tjenester for selskapet enn å
utarbeide årsregnskapet: Ja

Grunnlag for avgivelse

År 2022: Årsregnskap er elektronisk innlevert.
År 2021: Tall er hentet fra elektronisk innlevert årsregnskap fra 2022.

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 17.08.2023

Brønnøysundregistrene
Postadresse: Postboks 900, 8910 Brønnøysund
Telefon: 75 00 75 00
E-post: firmapost@brreg.no Internett: www.brreg.no
Organisasjonsnummer: 974 760 673



Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

RESULTATREGNSKAP

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		712 000	239 000
Annen driftsinntekt		5 000	167 000
Sum inntekter		717 000	406 000
Kostnader			
Varekostnad			54 000
Lønnskostnad		6 555 000	6 329 000
Avskrivning på varige driftsmidler og immaterielle eiendeler		71 000	35 000
Annen driftskostnad		25 618 000	20 877 000
Sum kostnader		32 244 000	27 295 000
Driftsresultat		-31 527 000	-26 889 000
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		3 245 000	510 000
Annen finansinntekt		5 607 000	62 000
Sum finansinntekter		8 852 000	572 000
Nedskrivning av finansielle eiendeler		1 942 000	
Annen rentekostnad			7 000
Annen finanskostnad		1 083 000	244 000
Sum finanskostnader		3 025 000	251 000
Netto finans		5 827 000	321 000
Ordinært resultat før skattekostnad		-25 700 000	-26 568 000
Ordinært resultat etter skattekostnad		-25 700 000	-26 568 000
Årsresultat		-25 700 000	-26 568 000
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		-25 700 000	-26 568 000
Sum overføringer og disponeringer		-25 700 000	-26 568 000



Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

BALANSE

Beløp i: NOK Note 2022 2021

BALANSE - EIENDELER

Anleggsmidler

Immaterielle eiendeler

Utvikling 78 000 130 000
Sum immaterielle eiendeler 78 000 130 000

Varige driftsmidler

Driftsløsøre, inventar,
verktøy, kontormaskiner
og lignende 74 000 95 000
Sum varige driftsmidler 74 000 95 000

Finansielle anleggsmidler

Investering i datterselskap 12 774 000 14 637 000
Lån til foretak i samme
konsern 99 845 000 38 052 000
Investeringer i aksjer og
andeler 184 000 262 000
Sum finansielle
anleggsmidler 112 803 000 52 951 000
Sum anleggsmidler 112 955 000 53 176 000

Omløpsmidler

Varer

Fordringer

Kundefordringer 16 000
Andre fordringer 4 384 000 982 000
Sum fordringer 4 384 000 998 000

Bankinnskudd, kontanter og lignende

Bankinnskudd, kontanter
og lignende 3 866 000 25 651 000
Sum bankinnskudd,
kontanter og lignende 3 866 000 25 651 000

Sum omløpsmidler 8 250 000 26 649 000

SUM EIENDELER 121 205 000 79 825 000

BALANSE - EGENKAPITAL OG GJELD

Egenkapital

Innskutt egenkapital
Selskapskapital 44 330 000 31 357 000



Beholdning av egne aksjer	-297 000	-297 000
Overkurs	142 613 000	91 386 000
Ikke registrert kapitalforhøyelse	15 818 000	30 024 000
Annen innskutt egenkapital	-4 654 000	-4 832 000
Sum innskutt egenkapital	197 810 000	147 638 000
Opptjent egenkapital		
Annen egenkapital	-1 454 000	-1 453 000
Udekket tap	99 140 000	73 440 000
Sum opptjent egenkapital	-100 594 000	-74 893 000
Sum egenkapital	97 216 000	72 745 000
Gjeld		
Langsiktig gjeld		
Annen langsiktig gjeld		
Øvrig langsiktig gjeld		166 000
Sum annen langsiktig gjeld		166 000
Sum langsiktig gjeld	0	166 000
Kortsiktig gjeld		
Leverandørgjeld	3 000	1 673 000
Skyldige offentlige avgifter	308 000	303 000
Kortsiktig konserngjeld	23 173 000	6 000
Annen kortsiktig gjeld	504 000	4 933 000
Sum kortsiktig gjeld	23 988 000	6 915 000
Sum gjeld	23 988 000	7 081 000
SUM EGENKAPITAL OG GJELD	121 204 000	79 826 000



Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

KONSERNRESULTATREGNSKAP

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		6 629 000	1 125 000
Annen driftsinntekt		5 000	167 000
Sum inntekter		6 634 000	1 292 000
Kostnader			
Varekostnad		867 000	7 429 000
Lønnskostnad		39 496 000	28 709 000
Avskrivning på varige driftsmidler og immaterielle eiendeler		3 180 000	2 977 000
Nedskrivning av varige driftsmidler og immaterielle eiendeler		1 133 000	
Annen driftskostnad		25 215 000	29 274 000
Sum kostnader		69 891 000	68 389 000
Driftsresultat		-63 257 000	-67 097 000
Finansinntekter og finanskostnader			
Annen finansinntekt		5 620 000	68 000
Sum finansinntekter		5 620 000	68 000
Annen finanskostnad		1 894 000	258 000
Sum finanskostnader		1 894 000	258 000
Netto finans		3 726 000	-190 000
Ordinært resultat før skattekostnad		-59 531 000	-67 287 000
Ordinært resultat etter skattekostnad		-59 531 000	-67 287 000
Årsresultat		-59 531 000	-67 287 000
Overføringer og disponeringer			
Udekket tap		-59 531 000	-67 287 000
Sum overføringer og disponeringer		-59 531 000	-67 287 000



Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

KONSERNBALANSE

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling		78 000	130 000
Goodwill		7 022 000	11 076 000
Sum immaterielle eiendeler		7 100 000	11 206 000
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		508 000	507 000
Sum varige driftsmidler		508 000	507 000
Finansielle anleggsmidler			
Investeringer i aksjer og andeler		184 000	262 000
Andre fordringer		27 000	24 000
Sum finansielle anleggsmidler		211 000	286 000
Sum anleggsmidler		7 819 000	11 999 000
Omløpsmidler			
Varer			
Varer		348 000	
Sum varer		348 000	
Fordringer			
Kundefordringer		914 000	83 000
Andre fordringer		5 246 000	1 629 000
Sum fordringer		6 160 000	1 712 000
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		6 375 000	29 054 000
Sum bankinnskudd, kontanter og lignende		6 375 000	29 054 000
Sum omløpsmidler		12 883 000	30 766 000
SUM EIENDELER		20 702 000	42 765 000

BALANSE - EGENKAPITAL OG GJELD

Egenkapital
Innskutt egenkapital



Selskapskapital	44 330 000	31 357 000
Beholdning av egne aksjer	-297 000	-297 000
Overkurs	142 613 000	91 386 000
Ikke registrert kapitalforhøyelse	15 818 000	30 024 000
Annen innskutt egenkapital	-4 654 000	-4 833 000
Sum innskutt egenkapital	197 810 000	147 637 000
Opptjent egenkapital		
Annen egenkapital	-1 454 000	-1 453 000
Udekket tap	178 211 000	115 241 000
Sum opptjent egenkapital	-179 665 000	-116 694 000
Sum egenkapital	18 145 000	30 943 000
Gjeld		
Langsiktig gjeld		
Annen langsiktig gjeld		
Øvrig langsiktig gjeld		166 000
Sum annen langsiktig gjeld		166 000
Sum langsiktig gjeld	0	166 000
Kortsiktig gjeld		
Leverandørgjeld	322 000	8 507 000
Skyldige offentlige avgifter	615 000	518 000
Annen kortsiktig gjeld	1 620 000	2 631 000
Sum kortsiktig gjeld	2 557 000	11 656 000
Sum gjeld	2 557 000	11 822 000
SUM EGENKAPITAL OG GJELD	20 702 000	42 765 000



Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note

Antall årsverk i regnskapsåret
2.00

<u>Sum</u>	<u>Beløp</u>
<u>Balanseført verdi 31.12.</u>	<u>Varige driftsmidler Immaterielle eiend.</u>

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

<u>Samlet beløp - tilknyttet selskap</u>	<u>Årets</u>	<u>Fjorårets</u>
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<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
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<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
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<u>Samlet beløp - felles kontrollert virksomhet</u>	<u>Årets</u>	<u>Fjorårets</u>
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<u>Pantstillelse</u>	<u>Beløp</u>
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<u>Beholdning av egne aksjer</u>	<u>Antall</u>	<u>Pålydende</u>	<u>Andel av aksjek.</u>
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Organisasjonsnr: 996 547 108
DELE HEALTH TECH AS

NOTEOPPLYSNINGER - KONSERN

- alle poster oppgitt i hele tall



To the General Meeting of Dele Health Tech AS

Independent Auditor's Report

Opinion

We have audited the financial statements of Dele Health Tech AS, which comprise:

- the financial statements of the parent company Dele Health Tech AS (the Company), which comprise the balance sheet as at 31 December 2022, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- the consolidated financial statements of Dele Health Tech AS and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2022, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2022, and its financial performance and its cash flows for the year then ended in accordance with Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2022, and its financial performance and its cash flows for the year then ended in accordance with Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards 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 and the Group as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 18 in the financial statements, which states an expectation that the Company has sufficient funds to cover existing and future obligations. This assumption indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PricewaterhouseCoopers AS, Strømsø Torg 9, Postboks 2078 Strømsø, NO-3003 Drammen
T: 02316, org. no.: 987 009 713 MVA, www.pwc.no
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap



Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director (management) are responsible for the preparation of financial statements that give a true and fair view in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, 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 and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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 will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: <https://revisorforeningen.no/revisjonsberetninger>

Drammen, 29 June 2023
PricewaterhouseCoopers AS

Paal Ødegård
State Authorised Public Accountant
(This document is signed electronically)



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Dele Health Tech AS INCOME STATEMENT

(NOK '000)



Parent company			Group		
2022	2021		Note	2022	2021
712	239	Sales revenue	1	6 629	1 125
5	167	Other revenue	1	5	167
717	406	Total revenue		6 634	1 291
0	54	Cost of sales (COGS)	2	867	7 429
6 555	6 329	Salaries and other staff expenses	3	39 496	28 709
71	35	Depreciation of assets	4,5	3 180	2 977
0	0	Write-down of Goodwill	4,17	1 133	0
25 618	20 877	Other operating expenses	6,16	25 215	29 274
32 245	27 296	Total expenses		69 891	68 389
-31 528	-26 889	Operating profit		-63 257	-67 097
8 852	573	Financial income	7	5 621	69
3 025	252	Financial expenses	7	1 894	258
5 828	321	Net financial result		3 727	-189
-25 700	-26 568	Ordinary result before tax		-59 531	-67 287
0	0	Tax on ordinary result	8	0	0
-25 700	-26 568	Annual result		-59 531	-67 287
-25 700	-26 568	<i>Allocated to other equity</i>		-59 531	-67 287



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Dele Health Tech AS BALANCE SHEET AT 31 DECEMBER (NOK '000)



Parent company				Group	
2022	2021	ASSETS	Note	2022	2021
0	0	Goodwill	4,17	7 022	11 076
78	130	Capitalized development costs	4	78	130
78	130	Total intangible fixed assets		7 100	11 206
74	95	Office machines	5	508	507
74	95	Total tangible fixed assets		508	507
12 774	14 637	Investments in subsidiaries	9,17	0	0
99 845	38 052	Long-term receivables, intercompany	10	0	0
184	262	Other long-term shares	11	184	262
0	0	Other long-term receivables		27	24
112 803	52 952	Total financial fixed assets		211	286
112 955	53 176	TOTAL FIXED ASSETS		7 819	11 999
0	0	Inventory goods	2	348	0
0	16	Accounts receivable	12	914	83
4 384	982	Other short-term receivables		5 246	1 629
4 384	999	Total short-term receivables		6 160	1 712
3 866	25 651	Bank deposits	13	6 376	29 054
8 250	26 650	TOTAL CURRENT ASSETS		12 884	30 766
121 204	79 826	TOTAL ASSETS		20 702	42 765



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Dele Health Tech AS

BALANCE SHEET AT 31.12.

(NOK '000)



Parent company			Group		
2022	2021	EQUITY AND LIABILITIES	Note	2022	2021
44 330	31 357	Share capital		44 330	31 357
-297	-297	Treasury shares		-297	-297
142 613	91 386	Share premium		142 613	91 386
9 710	23 738	Other paid-in equity		6 243	22 654
196 356	146 184	Total paid-in equity	14,15	192 889	145 101
-99 140	-73 439	Retained earnings	14	-174 744	-114 158
-99 140	-73 439	Total retained earnings		-174 744	-114 158
97 216	72 745	TOTAL EQUITY		18 145	30 943
0	166	Other long-term liabilities	12	0	166
0	166	Total long-term liabilities		0	166
0	0	Debt to credit institutions	12	0	0
3	1 673	Accounts payable		322	8 507
308	303	Public duties payable		616	518
23 173	6	Short-term debt, intercompany	10	0	0
504	4 933	Other short-term liabilities		1 620	2 630
23 988	6 915	Total short-term liabilities		2 558	11 655
23 988	7 081	TOTAL LIABILITIES		2 558	11 821
121 204	79 826	TOTAL EQUITY AND LIABILITIES		20 702	42 765

28 June 2023

The Board of Directors

DocuSigned by:

Rami Haug Khoury

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Rami Haug Khoury
Chairperson

DocuSigned by:

Pål Sommer Breiland

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Pål Sommer Breiland
Board member

DocuSigned by:

Gaute Engbakk

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Gaute Eskil Engbakk
Board member

DocuSigned by:

Audun Grynning

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Audun Grynning
Board member

DocuSigned by:

Susan Bonsak

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Susan Hagerty Bonsak
Board member and CEO



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Dele Health Tech AS

CASH FLOW STATEMENT

(NOK '000)



Parent company			Group	
2022	2021		2022	2021
		Cash flow from operating activities		
-25 700	-26 568	Ordinary result before tax	-59 531	-67 287
71	35	Depreciation of assets	3 180	2 977
1 863	0	Write-down of investments and goodwill	1 133	0
79	0	Write-down of other financial fixed assets	79	0
0	88	Inventory goods, net change	-348	88
16	-13	Accounts receivable, net change	-830	505
21 497	932	Accounts payable, net change	-8 185	7 405
-7 825	4 285	Other changes in accrued or prepaid assets and liabilities	-4 530	1 308
-9 999	-21 242	Net cash flow from operating activities	-69 033	-55 002
		Cash flow from investing activities		
-61 793	-38 558	Net payments from/to subsidiaries	0	0
1	-259	Capitalized fixed assets	-209	-723
0	13	Net payment of long-term receivables	-3	-11
0	0	Utbetalinger på fordringer	0	0
-61 792	38 804	Net cash flow from investing activities	-211	-346
		Cash flow from financing activities		
-166	-4 263	Payment of loans and other long-term liabilities	-166	-4 263
0	-297	Purchase of treasury shares	0	-297
50 171	87 977	Paid-in equity	50 171	87 977
50 006	83 417	Net cash flow from financing activities	50 006	83 417
0	0	Effects of exchange rate changes on cash and cash equivalents	-3 440	-1 201
-21 785	23 371	Net change in cash and cash equivalents	-22 678	26 479
25 651	2 280	Cash and cash equivalents as of 1 January	29 054	2 549
0	0	First recognition of cash and cash equivalents in subsidiaries purchased during the year	0	25
3 866	25 651	Cash and cash equivalents as of 31 December	6 376	29 054



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Accounting principles



The annual accounts have been prepared in compliance with the rules set out for "small enterprises" under the Accounting Act and accounting principles generally accepted in Norway.

Use of estimates

The preparation of financial statements in compliance with the Accounting Act requires the use of estimates. The application of the company's accounting principles also require management to apply assessments. Areas which to a great extent contain such assessments, a high degree of complexity, or areas in which assumptions and estimates are significant for the financial statements, are described in the notes.

Shares in subsidiaries and related companies

Subsidiaries are companies where the parent company has control, and thereby decisive influence on the financial and operational strategy of the entity, usually by owning more than half of the voting shares and capital. Investments ranging between 20 % and 50 % ownership of voting shares and significant influence, are defined as investments in related companies.

Accounting principles for shares in subsidiaries and related companies

The cost method is used as principle for investments in subsidiaries and related companies in the corporate accounts. The purchase cost is increased when additional funds are invested through capital increase, or when a group contribution is made to subsidiary. Dividends received are recognised as revenue. Dividends exceeding share of retained earnings subsequent to purchase of shares are recognised as a reduction of the purchase cost. Dividends or group contribution from subsidiary is recognised the same year such provision is made in the subsidiary. Dividends from other companies are recognised as financial income when the dividend has been decided.

Consolidation principles

Subsidiaries are consolidated in group accounts as of the time control has been transferred to the group (time of purchase of shares).

In the group accounts, investment in subsidiary is replaced by the assets and liabilities of the subsidiary. The group accounts are prepared in such a manner that the unit appears to be one financial entity. Transactions, unrealized profit and intercompany receivables between the group companies are eliminated from the group accounts.

Purchased subsidiaries are recognised in the group accounts based on the purchase cost of the parent company. Identifiable assets and liabilities in the subsidiaries are allocated to the purchase cost, and they are recognised at fair value at time of purchase. Any added value exceeding those allocated to identifiable assets and liabilities will be recognised as goodwill in the balance sheet. Goodwill should be treated as a residual value and should be recognised with the observed share in the purchase transaction. Added value in the group accounts should be depreciated according to expected economic lifetime of the purchased assets.

Recognition of foreign subsidiaries should be done by converting balance sheet items at the foreign exchange rate at balance sheet date, and income statement items at average exchange rate. Any significant transactions should be converted at the foreign exchange rate of the transaction date. Conversion differences should be booked directly against equity.

Sales revenue

Income from sale of goods and services are recognised at fair value of the consideration, net after deduction of VAT, returns, discounts and reductions. Sales are taken to income when the company has delivered its products to the customer and there are no unsatisfied commitments which may influence the customer's acceptance of the product. Delivery is not completed until the products have been sent to the agreed place, and risks relating to loss and obsolescence have been transferred to the customer. The Company delivers services based on 12, 24 or 36 months contracts. Revenues from these services are amortized accordingly in the income statement.

Classification of balance sheet items

Assets intended for long term ownership or use have been classified as fixed assets. Assets relating to the trading cycle have been classified as current assets. Other receivables are classified as current assets if they are to be repaid within one year after the transaction date. Similar criteria apply to liabilities. First year's instalment on long term liabilities and long term receivables are, however, not classified as short term liabilities and current assets.

Purchase costs

The purchase cost of assets includes the cost price for the asset, adjusted for bonuses, discounts and other rebates received, and purchase costs (freight, customs fees, public fees which are non-refundable and any other direct purchase costs). Purchases in foreign currencies are reflected in the balance sheet at the exchange rate at the transaction date.

For fixed assets and intangible assets purchase cost also includes direct expenses to prepare the asset for use, such as expenses for testing of the asset. Interest expense incurred in connection with the production of fixed assets is expensed.

Intangible assets and goodwill

R&D expenses are recognised in the balance sheet providing a future financial benefit relating to the development of an identifiable intangible asset can be identified and the expenses can be reliably measured. Otherwise such expenses are expensed as and when incurred. R&D expenses are depreciated on a straight-line basis over the asset's expected useful life.

R&D efforts and activities performed by own employees are expensed as they occur.



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Goodwill has occurred in conjunction with acquisition of subsidiary entities in USA and Sweden. Goodwill is depreciated over the useful life of the acquired assets.

Investments in other companies

The cost method is applied to investments in other companies. The cost price is increased when funds are added through capital increases or when group contributions are made to subsidiaries. Dividends received are initially taken to income. Dividends exceeding the portion of retained equity after the purchase are reflected as a reduction in purchase cost. Dividend from other companies are reflected as financial income when it has been approved.

Asset impairments

Impairment tests are carried out if there is indication that the carrying amount of an asset exceeds the estimated recoverable amount. The test is performed on the lowest level of fixed assets at which independent cashflows can be identified. If the carrying amount is higher than both the fair value less cost to sell and value in use (net present value of future use/ownership), the asset is written down to the highest of fair value less cost to sell and the value in use.

Previous impairment charges, except writedown of goodwill, are reversed in later periods if the conditions causing the write-down are no longer present.

Inventories

Inventories are valued at the lower of purchase cost (according to the FIFO principle) and fair value. Recoverable amount has been used as approximation to net realisable value for raw materials and work in progress. For finished goods and work in progress purchase cost comprises cost of product design, material consumption, direct payroll expenses and other direct and indirect production expenses (based on normal capacity). Fair value is estimated sales costs less expenses for completion and sale. Only variable expenses are considered necessary to sell finished goods, whilst fixed production expenses are also included as necessary for not finished goods.

For the year ending 31 Dec., 2021 the prudence principle has been used and the whole inventory has been expensed.

Accounts receivable

Accounts receivable are recognised in the balance sheet net of impairment losses. Loss provisions are made, based on individual assessment of the receivable. The applied indicators for the assessment are material financial problems of the customer, probability of default, probability of bankruptcy or financial restructuring and payment failures of any kind.

Other long-term or short-term receivables are recognised at the lower of nominal value and fair value. Fair value is the net discounted value of future payments. Discounting will not be done if the financial effect is immaterial to the accounts. Loss provisions should be assessed in the same manner as accounts receivable.

Foreign currencies

Assets and liabilities in foreign currencies are valued at the exchange rate on the balance sheet date. Exchange gains and losses relating to sales and purchases in foreign currencies are recognised as operating income and cost of goods sold.

Liabilities

Liabilities, with the exception of certain liability provisions, are recognised in the balance sheet at nominal amount.

Pensions

The parent company offers a defined pension contribution plan to its employees. With a defined contribution plan the company pays contributions to an insurance company. After the contribution has been made the company has no further commitment to pay. The contribution is recognised as payroll expenses. Prepaid contributions are reflected as an asset (pension fund) to the degree the contribution can be refunded or will reduce future payments.

Taxes

The tax charge in the income statement includes both payable taxes for the period and changes in deferred tax. Deferred tax is calculated at relevant tax rates on the basis of the temporary differences which exist between accounting and tax values, and any carryforward losses for tax purposes at the year-end. Tax enhancing or tax reducing temporary differences, which are reversed or may be reversed in the same period, have been eliminated. The disclosure of deferred tax benefits on net tax reducing differences which have not been eliminated, and carryforward losses, is based on estimated future earnings. Deferred tax and tax benefits which may be shown in the balance sheet are presented net.

Tax reduction on group contributions given and tax on group contribution received, booked as a reduction of cost price or taken directly to equity, are booked directly against tax in the balance sheet (offset against payable taxes if the group contribution has affected payable taxes, and offset against deferred taxes if the group contribution has affected deferred taxes).

Deferred tax is reflected at nominal value.

Cash flow statement

The cash flow statement has been prepared according to the indirect method. Cash and cash equivalents include cash, bank deposits, and other short term investments which immediately and with minimal exchange risk can be converted into known cash amounts, with due date less than three months from purchase date.



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ACCOUNTING NOTES (NOK '000)



Note 1 - Revenue

Parent company			Group	
2022	2021	Revenue	2022	2021
712	239	Sales revenue	6 629	1 125
5	167	Other income	5	167
717	406	Total	6 634	1 291
Geographical distribution of revenue			2022	2021
712	406	Norway	13	56
0	0	Sweden	503	0
0	0	USA	6 118	1 236
712	406	Total	6 634	1 291

Intercompany sales have been eliminated in the Group figures.

Note 2 - Inventory / Cost of sales

Parent company			Group	
2022	2021		2022	2021
0	0	Purchased finished goods, recognised at purchase cost price	348	0

For the year ending 31 December 2021 the prudence principle was used and the whole inventory was been expensed.

Note 3 - Salaries and remuneration, employees, loans to employees etc.

Parent company			Group	
2022	2021	Salaries and other staff expenses	2022	2021
5 176	4 888	Salaries	32 351	23 485
803	700	Employment tax	3 508	2 557
162	58	Pension costs	596	400
330	341	Board remuneration	330	341
0	312	Recruitment costs	0	312
84	31	Other staff expenses	2 711	1 613
6 555	6 329	Sum	39 496	28 709
Number of staff, full-time equivalents at end-of-year			2022	2021
2,0	3,0	Number of FTE at end of period *)	15,0	27,5
2,3	2,8	Average number of FTE during the year	20,0	17,9

Management remuneration - Parent company

	CEO *)	BoD
Salary	2 391	125
Pension contribution	68	0
Benefits	11	0
Remuneration board members and members of election committee	0	330
Total remuneration	2 470	455

*) Former CEO Carine Zeier left the company July 31st, 2022. CEO Susan Hagerty Bonsak was employed 19 April 2022. Annual salary of CEO is kNOK 1,800.

Board members have no bonus agreements. No employees or board members have any severance pay clauses in the case of termination of employment or trust position.

No loans or guarantees have been admitted to CEO, CoB or other related persons or parties.

Pensions

The parent company offers a defined contribution pension scheme to all employees. This scheme had two members at year-end. A similar type of scheme is offered to employees of the Swedish subsidiary. This scheme had two members at year-end. There is no pension scheme for employees of the US subsidiary. Monthly pension deposits including admin fees and employment tax is expensed on an ongoing basis. The schemes are compliant with the requirements set out in local legislation. The parent company offers no "AFP" pension scheme to employees.

Accounted pension deposits including administrative costs of the pension providers amounted to kNOK 596 in 2022, exclusive of employment tax.

	Parent company	Group
Auditor remuneration		
Statutory audit	267	267
Tax advice, including technical assistance with tax return	4	4
Total auditor costs	271	271



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Note 4 - Intangible assets and goodwill

Parent company	R&D	Rights	Acquired goodwill (Dele Health Tech Inc.)	Acquired goodwill (Dele Health Tech AB)	Total
Purchase cost at 1-January	154	0	0	0	154
Additions	0	0	0	0	0
Disposals	0	0	0	0	0
Purchase cost at 31-December	154	0	0	0	154
Cumulative depreciation at 31-December	75	0	0	0	75
Book value at 31-December	78	0	0	0	78
This year's depreciation	51	0	0	0	51
Expected useful life	5 years	6 years	5 years		
Depreciation scheme	Linear	Linear	Linear		

Group	R&D	Rights	Acquired goodwill (Dele Health Tech Inc.)	Acquired goodwill (Dele Health Tech AB)	Total
Purchase cost at 1-January	154	0	12 767	1 838	14 759
Additions	0	0	0	0	0
Disposals	0	0	0	0	0
Purchase cost at 31-December	154	0	12 767	1 838	14 759
Cumulative depreciation at 31-December	75	0	5 745	705	6 525
Cumulative write-downs at 31-December *)	0	0	0	1 133	1 133
Book value at 31-December	79	0	7 022	0	7 101
This year's depreciation	51	0	2 553	368	2 973
This year's write-down *)	0	0	0	1 133	1 133
Expected useful life	5 years	6 years	5 years	5 years	
Depreciation scheme	Linear	Linear	Linear	Linear	

*) Write-down as a result of the decision to close down the Swedish subsidiary.

Note 5 - Fixed tangible assets

Parent company	Buildings and property	Office machines	Furniture, fixtures and fittings	Total
Purchase cost at 1-January	0	105	0	105
Additions	0	0	0	0
Disposals	0	1	0	1
Purchase cost at 31-December	0	104	0	104
Cumulative depreciation at 31-December	0	31	0	31
Book value at 31-December	0	73	0	73
This year's depreciation	0	20	0	20
Expected useful life		3-5 years		
Depreciation scheme		Linear		

Group	Buildings and property	Office machines	Furniture, fixtures and fittings	Total
Purchase cost at 1-January	0	625	221	846
Additions	0	166	0	166
Disposals	0		221	221
Purchase cost at 31-December	0	791	0	791
Cumulative depreciation at 31-December	0	283	0	283
Book value at 31-December	0	508	0	507
This year's depreciation	0	208	0	208
Expected useful life		3-5 years		
Depreciation scheme		Linear		



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Note 6 - Other operating expenses

Parent company			Group	
2022	2021		2022	2021
732	14 780	Development and consultancy	16 189	19 322
1 554	2 975	Legal assistance	1 554	2 985
730	1 479	IT and telco	2 374	1 716
607	969	Accounting services	856	1 153
12	681	Sales and marketing	1 227	1 691
624	437	Fees to financial advisors	624	437
271	500	Statutory audit and other services delivered by auditors	271	500
296	202	Travel and entertainment	2 047	1 608
234	159	Cost of premises and office services	1 957	822
158	114	Insurance	263	180
22 600	152	Invoiced intercompany expenses	0	0
-2 289	-1 609	Public tax incentives and grants for R&D projects	-2 289	-1 609
87	39	Other expenses	143	469
25 618	20 877	Total other operating expenses	25 215	29 274

Note 7 - Specification of financial income and expenses

Parent company			Group	
2022	2021	Financial income	2022	2021
3 245	510	Interest on loans to subsidiaries	0	0
5 604	61	FX gains on transactions and IC loans to subsidiaries	0	61
3	1	Other financial income	5 621	8
8 852	573	Total financial income	5 621	69

Parent company			Group	
2022	2021	Financial expenses	2022	2021
0	7	Interest on long-term debt to Innovasjon Norge	0	7
1 082	240	FX losses on transactions	1 082	246
1 942	0	Impairment loss of financial fixed assets	0	0
1	4	Other financial expenses	812	5
3 025	252	Total financial expenses	1 894	258



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Note 8 - Corporate income tax

Calculation of deferred tax/deferred tax asset

Parent company			Group	
2022	2021		2022	2021
		Temporary differences between accounted values and tax values		
0	-15	Fixed assets	0	-15
0	0	Receivables	0	0
0	-15	Net temporary differences	0	-15
125 003	103 645	Tax value of loss carried forward	125 003	103 645
125 003	103 630	Basis for deferred tax	125 003	103 630
27 501	22 798	Deferred tax calculated 22 %	27 501	22 798
-27 501	-22 798	Whereof: Non-capitalised deferred tax asset	-27 501	-22 798
0	0	Deferred tax asset in the balance sheet	0	0

Deferred tax asset has not been capitalised, since historical results cause doubt that future taxable profits would be sufficient to exploit the benefit.

Basis for tax cost, change in deferred tax and payable tax

Parent company			Group	
2022	2021		2022	2021
		Basis for payable tax		
-25 700	-26 568	Profit before tax	-59 531	-67 287
-2 098	-603	Permanent differences between accounted and taxable income	-2 098	-603
-27 798	-27 171	Basis for tax cost on this year's result	-61 628	-67 890
15	-33	Changes in temporary differences	15	-33
-27 783	-27 204	Basis for payable tax in the income statement	-61 613	-67 923
179	-4 689	Share issue expenses, directly booked against equity	179	-4 689
-27 604	-31 893	Taxable income (basis for payable tax in the balance sheet)	-61 434	-72 612
		Reconciliation of this year's tax cost		
-25 700	-26 568	Accounted profit before tax	-59 531	-67 287
-5 654	-5 845	Calculated 22 % tax	-13 097	-14 803
-	-	Tax cost in the income statement	-	-
5 654	5 845	Difference	13 097	14 803
		Breakdown of difference		
-462	-133	Tax on permanent differences between accounted and taxable income	-462	-133
3	-7	Changes in deferred tax/deferred tax asset	3	-7
6 112	5 985	Other differences	13 555	14 943
5 654	5 845	Total explained difference	13 097	14 803

As a result of deferred tax asset not having been capitalised.

Note 9 - Subsidiaries, related companies and joint ventures

Parent company

Investments in subsidiaries, related companies and joint ventures are recognised according to the cost method.

Subsidiary	Office address	Ownership/voting share	Equity (100 %)	Profit (100 %)	Accounted value in the balance sheet
Dele Health Tech Inc.	2900 N. Quinlan Park Rd, Austin, TX 78732, USA	100 %	-62 957	-26 410	12 774
Dele Health Tech AB	Almäsvägen 2 A, 451 75 Uddevalla, Sverige	100 %	-9 648	-4 455	0
Accounted value at 31-Dec			-72 606	-30 865	12 774

Note 10 - Transactions with group companies

Parent company

Accounting item	Counterpart	2022	2021
Balance sheet			
Short-term debt to group companies	Dele Health Tech Inc.	23 173	6
Loan to group companies	Dele Health Tech Inc.	90 071	31 939
Loan to group companies	Dele Health Tech AB	9 774	5 603
Profit and loss			
Royalty income of subsidiary sales revenue	Dele Health Tech Inc.	704	164
Royalty income of subsidiary sales revenue	Dele Health Tech AB	0	59
Interest income on loans to group companies	Dele Health Tech Inc.	3 245	504



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Note 11 - Other long-term shares

Parent company			Group	
2022	2021		2022	2021
184	262	8 % share of ownership in Prateco, Inc. (USA)	184	262

The value of the shares is supported by a Carta Common Stock Valuation March 31, 2022.

Note 12 - Receivables and liabilities

Parent company			Group	
2022	2021		2022	2021
Receivables				
0	16	Accounts receivable at nominal value	914	83
0	0	Loss provisions	0	0
0	16	Accounts receivable accounted value	914	83
Long-term debt				
0	166	Loan from Innovasjon Norge	0	166
Mortgages for long-term debt				
0	0	Operating accessories	0	0
0	16	Accounts receivable, factoring	0	16
0	16	Accounted value of mortgages for long-term debt	0	16

Note 13 - Restricted funds

Parent company			Group	
2022	2021		2022	2021
182	191	Restricted bank deposits	182	191
		Employee withholding tax funds		

Note 14 - Equity

Parent company

This year's equity changes	Share capital	Share premium	Other paid-in equity	Other equity	Total
Equity Opening balance	31 060	91 386	23 738	-73 439	72 745
Capital increase #1, registered 7 January	6 561	23 463	-30 024		0
Capital increase #2, registered 8 July	6 412	27 764			34 175
Capital pending registration			15 818		15 818
Issue and foundation expenses			179		179
This year's result				-25 700	-25 700
Total equity 31 December 2022	44 033	142 613	9 710	-99 140	97 216

Group

This year's equity changes	Share capital	Share premium	Other paid-in equity	Other equity	Total
Equity Opening balance	31 060	91 386	22 654	-114 158	30 943
Capital increase #1, registered 7 January	6 561	23 463	-30 024		0
Capital increase #2, registered 8 July	6 412	27 764			34 175
Capital pending registration			15 818		15 818
Issue and foundation expenses			179		179
This year's result				-59 531	-59 531
FX consolidation differences				-3 440	-3 440
Total equity 31 December 2022	44 033	142 613	8 627	-177 128	18 145

Capital increases # 1 and # 2 were both cash issues.



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Note 15 - Shares and shareholders

The share capital is NOK 44,329,948 consisting of 44,329,948 shares at NOK 1.00 per share.

Ordinary shares, paid and registered:	37 918 053
Preference shares, paid and registered:	6 411 895
Total shares:	44 329 948

The preference shares are entitled to a distribution of NOK 10.66 per preference share, before distribution and / or settlement of ordinary shares. Thereafter, other funds are distributed equally to all shares in the company, including the preference shares. The rights of the preference shares as mentioned in the previous paragraph shall apply in all situations where the company is sold or where the business is transferred or terminated. When distributing dividends, all shares shall have equal rights. All shares have the same voting rights.

20 largest shareholders at 31 December 2022	Ordinary shares	Preference shares		Total shares	Relative share
	Shares registered and reported	Shares registered and reported	Subscribed and paid shares, pending registration		
Investinor Direkte AS	9 760 330	1 908 743	1 453 711	13 122 784	27,75 %
Northscaler Inc.	5 437 359			5 437 359	11,50 %
Jakob Hatteland Holding AS	2 966 102	750 469	469 043	4 185 614	8,85 %
Vidju Holding AS	3 216 275	187 617		3 403 892	7,20 %
Momentum Invest & Holding AS	3 355 330			3 355 330	7,09 %
Inv.fond for Nordvest-Russland og Øst-Europa AS		2 251 408	562 850	2 814 258	5,95 %
TTC Invest AS	1 834 621			1 834 621	3,88 %
MP Pensjon PK	1 483 052	250 469		1 733 521	3,67 %
K4 Group AS	790 829	187 618	187 618	1 166 065	2,47 %
Møsbu AS	1 019 234			1 019 234	2,15 %
Altitude Capital AS	677 967	114 447	33 584	825 998	1,75 %
Hallingdal Gjensidige Brannkasse	153 747	470 000		623 747	1,32 %
Fjellenden Holding AS	566 567		38 462	605 029	1,28 %
Skadi AS	535 029		37 500	572 529	1,21 %
Stratel AS	572 035			572 035	1,21 %
Dele Health Tech AS (treasury shares)	296 647			296 647	0,63 %
TRK Group AS	396 743		40 000	436 743	0,92 %
Skarestrand Invest AS	433 208			433 208	0,92 %
Danske Bank	338 983			338 983	0,72 %
SysTown International AB	311 865			311 865	0,66 %
Total	34 145 923	6 120 771	2 822 768	43 089 462	91,10 %
Other shareholders	3 772 130	291 124	144 882	4 208 136	8,90 %
Total shares	37 918 053	6 411 895	2 967 650	47 297 598	100,00 %

Shareholding information of BoD members and management:

CoB Rami Haug Khoury is also CEO and CoB of K4 Group AS, who owns 978,447 registered shares.

BoD member Gaute Eskil Engbakk is also CoB of Antares Group AS, who owns 172,682 registered shares.

BoD member Audun Grynning is CEO of Vidju Holding AS, who owns 3,403,892 registered shares.

CEO and BoD member Susan H. Bonsak owns 20,000 registered shares.

Note 16 - Transactions with other related parties

Transaction with group companies are disclosed in note 10.

Transactions with related parties.	Parent company	Group
Purchase of services from shareholder Northscaler Inc.	115	115



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Note 17 - Acquisition analysis

Purchase of 100 % of shares in Dele Health Tech AB the 3rd of February, 2021

The 3rd of February, 2021 the company bought 100 % of shares in Dele Health Tech AB, Sweden from the owner FindIT AB, Sweden. Purchase price of the shares, kNOK 1,850, was based on similar transactions in tech companies in similar segments in Sweden, and it was settled by issuing a seller's credit from the seller to the buyer. The credit was later converted to shares in Dele Health Tech AS. The transaction was completed the 8th of April, 2021 - when FindIT AB became owner of shares worth kNOK 1,850 in Dele Health Tech AS. Dele Health Tech AB was an empty company, without employees. Only asset was the mandatory share capital deposit of SEK 25,000. In the share purchase agreement between the parties, the seller committed to transfer three employees to Dele Health Tech AB. These three employments represent the core competencies that the company needs to succeed in the Swedish market.

Acquired values

- Three employees with relevant cutting-edge expertise
- Share capital deposit

Incremental values

Purchase price for the shares	1 850
Transaction expenses	13
Gross acquisition cost for the investment	1 863
Equity of the company at 3-February-2021, recalculated to NOK	26
Incremental value at recognition 3-February-2021	1 837

The equity of Dele Health Tech AB at the time of acquisition was kNOK 26, based on FX rate at 3-February-2021. This sets the incremental value at kNOK 1,837. Incremental values mainly consist of commercial elements. There are no patents, licences or rights to which any value has been attributed, nor any trademarks. Based on this, the full incremental value is classed as Goodwill.

First-time recognition

Incremental value at 03.02.2021 to be classed as goodwill with 5 years linear depreciation as of date of first recognition. See note 1 for book value and depreciation amount 2021.

Note 18 - Continuing operations / going concern

Reference is made to note 19 and the pending merger. After this time, the company's ongoing obligations will be linked to costs in connection with the sale as well as administrative costs for the holding company. Liquidity from the merger will be provided and is expected to secure a going concern throughout 2026.

It is the opinion of the Board of Directors and management of the company that the preconditions for a going concern are met, and the annual accounts are based on these preconditions.

Note 19 - Events after balance sheet date

During 2022, 80% of company sales and installs took place, and signed ARR at EOY 2022 amounted to approx. USD 831 000, which was +134% growth YoY. In parallel cost-saving measures during the 2H 2022 were undertaken. A funding round was completed in June 2022 of approx. NOK 34 mill.

Given the significant capital required to reach breakeven, the prevailing investor climate and ongoing consolidations within health tech, a decision was made in August 2022 to actively explore M&A opportunities focusing on the US and the Nordics. Several opportunities were explored and in December 2022 a bridge round of approx. NOK 16 mill. was secured to finalize the process going into Q1 2023 that ultimately led to the signing of an LOI with Vayyar Imaging Ltd.

At this time Dele Health Tech is closing an asset purchase agreement with Vayyar Imaging Ltd, an Israeli tech company with operations in Europe, USA, Australia and China, and the main hardware (sensor) supplier to Dele Health Tech. The settlement will be preference shares in Vayyar Imaging Ltd. and Dele Health Tech AS will continue as a holding company with the main purpose of maximizing the value of this holding and other holdings that are not part of the transaction, notably the holding in Pratexo. As a consequence of this, there will no longer be any business in the company. It has been decided to liquidate the company subsidiary in Sweden, Dele Health Tech AB.



Skatteetaten

Vår dato
06.04.2022

Din/Deres dato
04.03.2022

Saksbehandler
Vibeke Horne

800 80 000
Skatteetaten.no

Din/Deres referanse
AR478502829

Telefon
90518192

Org.nr
974761076

Vår referanse
2022/5233944

Postadresse
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0134 OSLO

DELE HEALTH TECH AS
c/o Escalon Services Norway
0250 OSLO

Att. Sven Arnesen

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Dele Health Tech AS, org.nr. 996 547 108

Vi viser til deres brev av 4. mars 2022 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Dele Health Tech AS. Søknaden ble sendt til Skattedirektoratet. Skattedirektoratets myndighet til å treffe enkeltvedtak etter regnskapsloven § 3-4 tredje ledd ble delegert til skattekontoret med virkning fra 1. juni 2019.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Dele Health Tech AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

Kopi av dette brevet må sendes til Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Den regnskapspliktige må selv dokumentere ved dette brev at tillatelse er gitt.

Bakgrunn

Dele Health Tech AS har norske og utenlandske eiere, både private og profesjonelle. Selskapet er morselskap i et internasjonalt konsern.

Selskapet utvikler og leverer systemer som detekterer og forhindrer fall blant beboere på sykehjem, sykehus og bofellesskap for eldre mennesker. Kundene er institusjoner og bofellesskap hjemmehørende i USA og Europa.

Skattekontorets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal "årsregnskapet og årsberetningen [...] være på norsk. Departementet kan ved [...] enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap mv., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører



kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til “informative regnskaper for ulike grupper av regnskapsbrukere”. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter skattekontorets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapet har norske og utenlandske eiere, både private og profesjonelle, og er morselskap i et internasjonalt konsern. Videre er det vektlagt at selskapet driver virksomhet i en bransje der alle sentrale aktører behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Vibeke Horne
rådgiver
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.