

# **Board of Directors' Report and Financial Statements 2020**



# Board of Directors' Report

## Optomed in brief

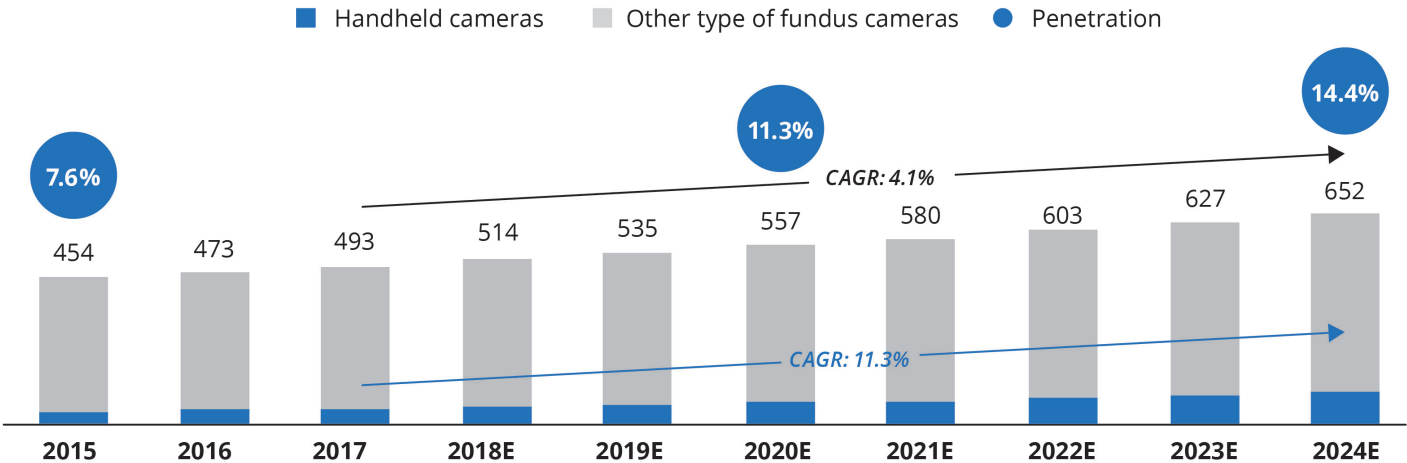
Optomed is a Finnish medical technology company and one of the leading providers of handheld fundus cameras. Optomed combines handheld screening devices with software and artificial intelligence with the aim to transform the diagnostic process of blinding eye-diseases such as rapidly increasing diabetic retinopathy. In its business Optomed focuses on eye-screening devices and software solutions related R&D in Finland and sales through different channels in over 60 countries. The company has an extensive portfolio of 56 international patents protecting the technology. In 2020, Optomed's revenue reached EUR 13 million and in 2019 revenue amounted to EUR 15 million. At the end of 2020, Optomed employed 109 professionals.

## Operating Environment

The figure below illustrates the global fundus camera market measured by revenue (USD million)<sup>1</sup>

The global handheld fundus camera market was estimated to amount to USD 44 million in 2017, corresponding to a penetration of approximately 9 percent. This penetration is expected to increase to approximately 12,8 percent in 2022 and to further increase to 14.4 percent in 2024. The handheld fundus camera market can be split between non-mydratic and mydratic handheld cameras, with non-mydratic cameras accounting for approximately 91 percent of the total market.

The figure below illustrates the global fundus camera market measured by revenue (USD million)<sup>1</sup>



In 2020, the largest geographical region in the handheld fundus camera segment was estimated to be the North America region with a share of approximately 44 percent, followed by the Asia-Pacific region with a share of 27 percent, Europe with a share of 24 percent, Latin America with a share of three percent and Middle East & Africa with a share of one percent<sup>2</sup>.

In the handheld fundus camera segment, the highest growth is estimated to stem from the Asia-Pacific region, where the annual market growth is expected to be approximately 17 percent between 2017 and 2024<sup>3</sup>. The Company's management believes that the increasing number of people suffering from diabetes and the increasing awareness of the complications and costs resulting from blindness are among the most important drivers for growth in the handheld camera market. Additionally, management also believes that the relatively small installed base of desktop fundus cameras results in increased use of new technology and in particular handheld cameras<sup>4</sup>. High growth rates are also expected in the Latin America and Middle East & Africa regions, mainly due to increasing economic growth and growing healthcare expenditure<sup>5</sup>. The European market is estimated to grow at a rate of approximately 11.8 percent per year, and the growth is driven

by the adoption of the device amongst general practitioners and healthcare professionals other than those specializing in eye diseases. Handheld fundus cameras have traditionally been used by ophthalmologists offering remote consultation, however, as handheld fundus cameras have become more common, other medical professionals have also begun to consider them as space-saving and cost-effective alternatives to desktop fundus cameras<sup>6</sup>. The figure below illustrates the regional market sizes and growth rates.

<sup>1</sup> Zion Market Research (2018).

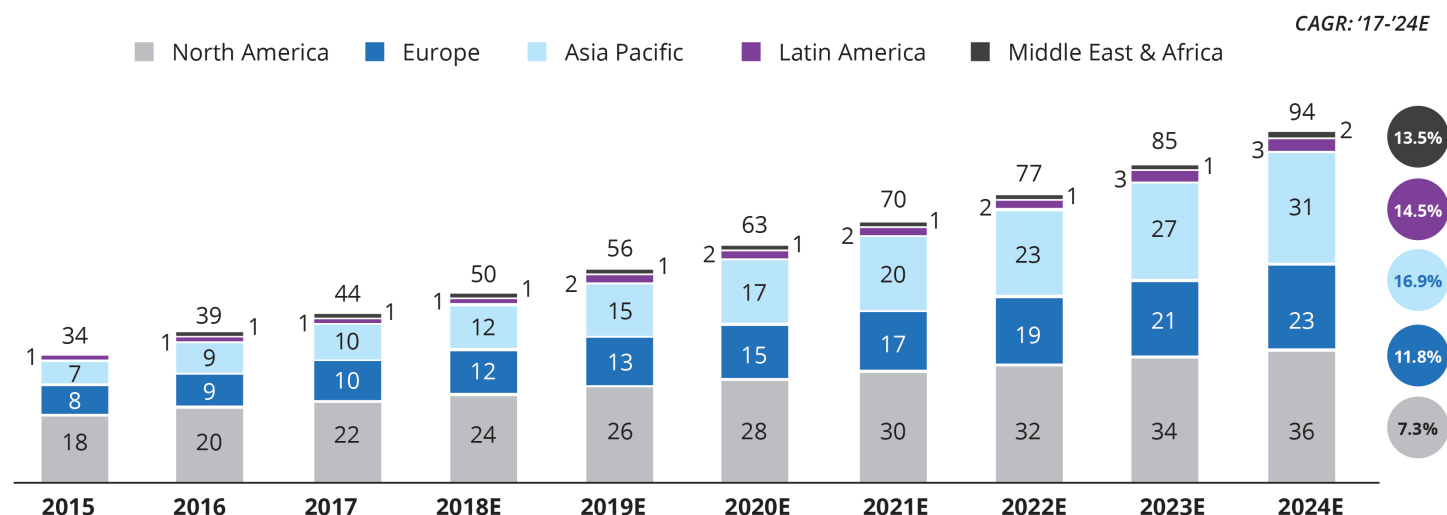
<sup>2</sup> Zion Market Research (2018).

<sup>3</sup> Zion Market Research (2018).

<sup>4</sup> Company estimate.

<sup>5</sup> Zion Market Research (2018).

<sup>6</sup> Data Research: European Market Report for Fundus Cameras (2016).



The adaptation of artificial intelligence took a major leap forward in 2020 as the new reimbursement code for diabetic retinopathy screening with AI was approved to be opened in the beginning of 2021 in the USA. This new CPT-code 92229 retinal imaging with automated point-of-care, will enable the use of AI within the US market as payment for the service is more straightforward with the new coding. The exact reimbursement sum of the code is still undetermined, but it is expected to be communicated in the first half of 2021. The FDA has now cleared two AI companies' diabetic retinopathy algorithm to be sold with dedicated retinal cameras in the US market.

# Revenue, Profitability and Result

## Group summary - Key figures and APM's

Optomed uses certain alternative performance measures (APMs) with the purpose to provide a better understanding of how the business develops. These APMs, as defined, cannot be fully compared with other companies' APMs.

EUR, thousand	2020	2019	Change, %	Proforma 2018
Revenue	13,011	14,977	-13.1%	14,463
Gross profit *	8,955	9,944	-9.9%	10,398
Gross margin % *	68.8%	66.4%		71.4%
EBITDA	-733	-335	-118.8%	1,188
EBITDA margin *, %	-5.6%	-2.2%		8.4%
Adjusted EBITDA *	-733	-196	-274.6%	1,661
Adjusted EBITDA margin *, %	-5.6%	-1.3%		11.5%
Operating result (EBIT)	-2,906	-2,596	-11.9%	-664
Operating margin (EBIT) *, %	-22.3%	-17.3%		-4.6%
Adjusted operating result (EBIT) *	-2,906	-2,457	-18.3%	-338
Adjusted operating margin (EBIT margin) *, %	-22.3%	-16.4%		-2.3%
Net profit/ loss	-3,177	-2,875	-10.5%	-1,327
Earnings per share	-0.24	-0.32	29.5%	-0.17
Cash flow from operating activities	-2,801	161	-1839.7%	-76
Net Debt	-4,090	-8,940	-54.3%	8,207
Net debt/ Adjusted EBITDA (LTM)	5.6	45.7		4.9
Equity ratio *	64.6%	57.2%		24.0%
R&D expenses personnel	1,406	1,540	-8.7%	1,369
R&D expenses other costs	253	234	8.1%	188
Total R&D expenses	1,659	1,774	-6.5%	1,557

\*) Alternative performance measures, see section Alternative Performance Measures for definitions and calculations.

In January-December 2020, Group revenue decreased by 13.1 percent to EUR 13,011 (14,977) thousand. The Software segment performed well considering the ongoing COVID-19 situation, and its revenue growth was 3.2 percent driven by stable recurring business from the existing customers. The Devices segment's revenue decreased by 30.3 percent. The decrease was a result of the COVID-19 pandemic causing a decline in OEM sales. Optomed branded products performed well despite pandemic and exceeded OEM sales. The gross margin increased to 68.8 percent from 66.4 percent of the comparison period. The company received other operating income of EUR 157 (254) thousand for the full year of 2020 and 2019, which increased the gross margin of both periods. The January-December gross margin excluding other operating income was 67.6 percent in 2020 and 64.7 percent in 2019.

In January-December 2020 EBITDA amounted to EUR -733 (-335) thousand and adjusted EBITDA totaled EUR -733 (-196) thousand. January-December 2019 was affected by EUR 139 thousand of IPO expenses classified as items affecting comparability. The main reasons for the adjusted EBITDA variance versus 2019 were lower revenue which was partly compensated by higher gross margin and lower operating expenses due to the layoffs, lower level of corporate travelling, as well as external events that had been cancelled or postponed due to the COVID-19 situation. EBIT was EUR -2,906 (-2,596) thousand and adjusted EBIT was EUR -2,906 (-2,457) thousand.

Net financial items amounted to EUR -341 (-356) thousand in January-December 2020 and consisted mainly of interest payments to financial institutions and the translation effect of Chinese RMB and USD to EUR.

## Financial summary per segment

### Devices segment

Optomed has two synergistic business segments: Devices and Software. The Devices segment develops, commercializes and manufactures easy-to-use and affordable handheld fundus cameras, that are suitable for any clinic for screening of various eye diseases, such as diabetic retinopathy, glaucoma and AMD (Age Related Macular De-generation).

EUR, thousand	2020	2019	Change, %
Revenues Gross	5,097	7,309	-30.3 %
profit * Gross	2,862	4,200	-31.9 %
margin % *	56.1 %	57.5 %	
EBITDA	-251	-408	38.5 %
EBITDA margin *, %	-4.9 %	-5.6 %	
Operating result (EBIT)	-1,820	-1,913	4.8 %
Operating margin (EBIT) *, %	-35.7 %	-26.2 %	

*\*) Alternative performance measures, see section Alternative Performance Measures for definitions and calculations*

In January-December 2020, the Devices segment revenue decreased by 30.3 percent and was EUR 5,097 (7,309) thousand caused by the COVID-19 pandemic affecting mainly OEM sales.

In January-December 2020, the gross margin decreased to 56.1 percent from 57.5 percent in the previous year. The company received other operating income of EUR 101 (175) thousand in 2020. The gross margin excluding other operating income was 54.1 percent in 2020 and 55.1 percent in 2019. In January-December 2020, EBITDA was EUR -251 (-408) thousand or -4.9 (-5.6) percent of revenue. In spite the revenue decreased by 30.3 percent, the EBITDA was improved while cost saving measures started in response to the pandemic.

## Software segment

Optomed has two synergistic business segments: Devices and Software. The Software segment develops and commercializes screening software for diabetic retinopathy and cancer screening for healthcare organizations. The segment also distributes off-the-shelf products from selected partners to supplement its own solutions and expertise and provides software consultation to support the Devices segment screening solution projects.

In January-December 2020, the Software segment revenue increased by 3.2 percent and was EUR 7,913 (7,668) thousand. The gross profit included other

EUR, thousand	2020	2019	Change, %
Revenues	7,913	7,668	3.2 %
Gross profit *	6,093	5,744	6.1 %
Gross margin % *	77.0 %	74.9%	
EBITDA	1,927	1,667	15.6 %
EBITDA margin *, %	24.4 %	21.7%	
Operating result (EBIT)	1,324	909	45.6 %
Operating margin (EBIT) *, %	16.7 %	11.9 %	

\*) Alternative performance measures, see section Alternative Performance Measures for definitions and calculations

operating income of EUR 56 thousand in 2020 compared to EUR 79 thousand in 2019. The gross margin excluding other operating income was 76.3 percent in 2020 and 73.9 percent in 2019.

EBITDA was EUR 1,926 (1,667) thousand or 24.3 (21.7) percent of revenue.

## Group-wide expenses

Group-wide expenses consist of functions supporting the entire group such as treasury, group accounting, marketing, legal, HR and IT as well as public listing expenses.

Group-wide operating expenses amounted to EUR 2,408 (1,593) thousand. Group-wide expenses include EUR 139 thousand of IPO related expenses for the full year 2019. The IPO related expenses are classified as items affecting comparability.

## Organic Growth

The following table shows the organic growth of the group and the segments. The adjusted elements are related to exchange rate variances between EUR, USD and Chinese RMB.

Organic Growth, percent	2020	2019
Devices segment *	-29.5%	-2.5%
Software segment *	3.2%	6.9%
Group *	-12.7%	1.5%

\*) Alternative performance measures, see section Alternative Performance Measures for definitions and calculations

## Balance sheet, financial position and investments

The consolidated balance sheet total amounted to EUR 31,073 (39,611) thousand on December 31, 2020.

Consolidated shareholders' equity amounted to EUR 20,073 (22,637) thousand. The consolidated equity ratio was 64.6 (57.1) percent. The consolidated goodwill recorded on the balance sheet on December 31, 2020 was EUR 4,256 (4,256) thousand. Cash flow from operating activities amounted to EUR -2,801 (161) thousand for the year. The decrease is mainly related to payment of IPO related expenses in the first quarter of 2020. Consolidated cash and cash equivalents at the end of the period amounted to EUR 10,608 (18,866) thousand. Interest-bearing net debt totaled EUR -4,090 (-8,940) thousand at the end of the period. Net cash used in investing activities was EUR -1,820 (-1,434) and relates mainly to capitalized development expenses.

Net working capital was EUR 3,440 (1,275) thousand at the end of the period.

## Research and development

Optomed is a research and development driven healthcare technology company, employing 60 full-time equivalent ("FTE") employees within its research and development function, divided between the Devices and Software segments. The strong focus on research and development has been the core of the operations since the foundation of the company in 2004 and has resulted in a strong international patent portfolio comprising 56 international patents and 9 pending patents. Additionally, Optomed has nine registered as well as 40 registered and 3 pending trademarks.

Optomed's management believes that the strong patent portfolio and continuous development of new camera and software solutions are the most important competitive advantages of the company. Optomed's proprietary and patented technology have resulted in Optomed being able to develop and construct handheld fundus cameras that are able to provide high- quality fundus images. The quality of the images is higher or on the same level as most traditional desktop fundus cameras.

The research and development expenditure totaled EUR 3,108 thousand, representing 23.9 percent of revenue in 2020, compared to EUR 2,659 thousand or 17.8 percent of revenue in 2019. The research and development expenditure increased 16.9 percent compared to 2019.

EUR, thousand	2020	2019
R&D expenditure	3,108	2,659
As percentage of revenue	23.9%	17,8%

## Non-financial information

Environment, Social and Governance (ESG) related matters are an integral part of Optomed's operations. The company is still rather small which enables the management to take ESG matters into consideration efficiently.

Optomed has identified manufacturing as one of its key ESG elements and the key ESG related risks are within the scope of manufacturing. Therefore, the ESG matters are taken into account when making resolutions with regards to manufacturing. Currently, Optomed's devices are manufactured by an ESM partner that is a NYSE listed entity with its own strict sustainability requirements and reporting. This gives Optomed visibility and assurance that ESG matters are taken into account with regards to its device manufacturing.

Optomed has implemented a governance structure required for the Nasdaq Helsinki main list and implemented significant amount of policies, including the code of conduct and whistleblowing that all employees are expected to follow. The code of conduct also highlights Anti-Bribery and Corruption (ABC) matters as they have been assessed to be extremely important due to the global nature of Optomed's operations. The governance function has been strengthened significantly and new expertise has been brought to the board and audit committee. The governance structure is described in detail in Optomed's Corporate Governance Statement.



Health technology is a regulated sector which also contributes to the company's ESG approach. Optomed complies with RoHS, REACH, conflict mineral regulations and all applicable privacy, consumer protection and product safety regulations. Optomed's compliance with respect to various medical devices related regulations is also audited by third parties regularly.

## Personnel, management and legal structure

### Personnel

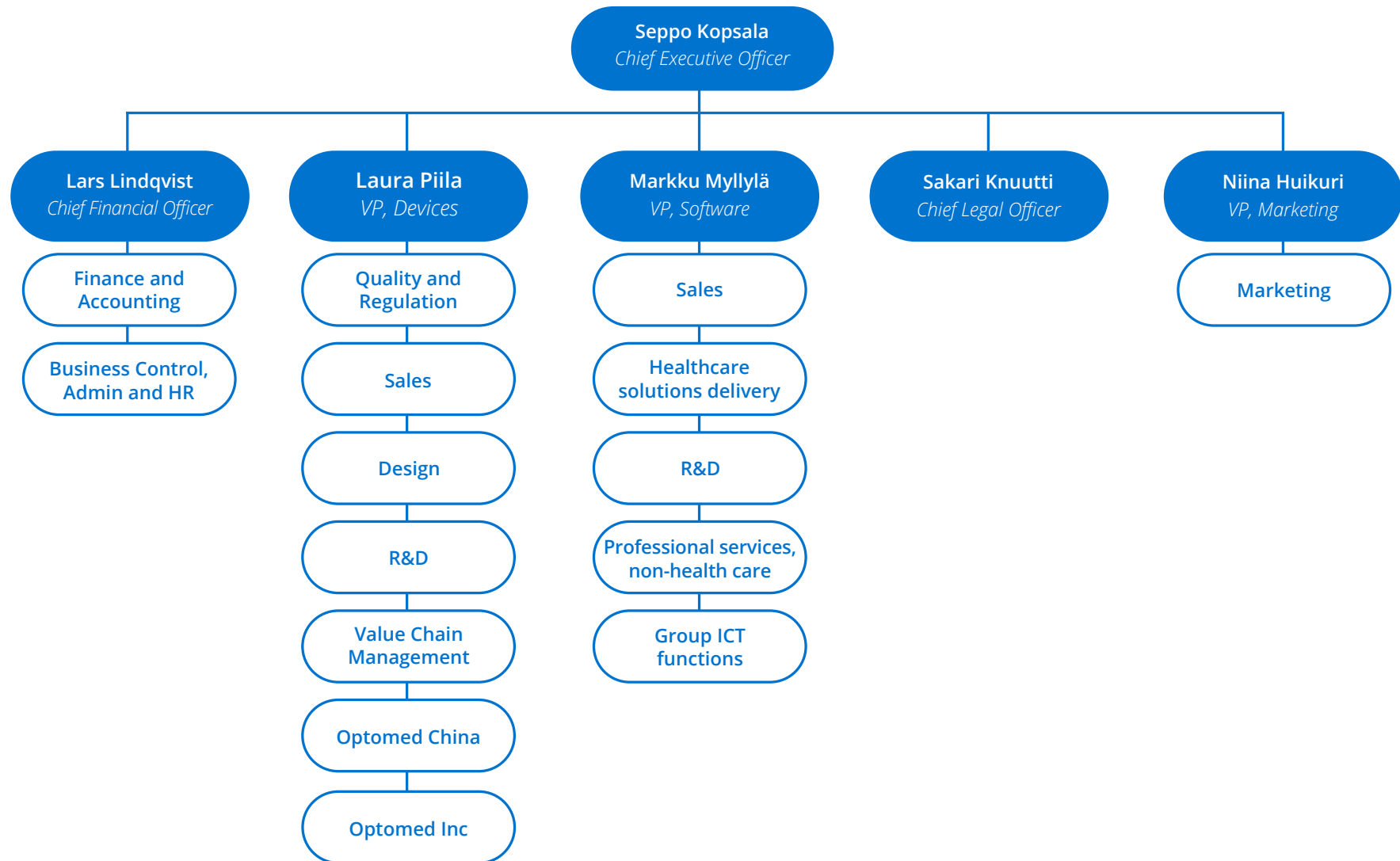
On 31 December 2020, Optomed had a total of 109 employees, of which a significant number worked in expert roles. The employee contracts are mostly permanent contracts.

Number of employees	2020	2019
Average number of employees	105	106
Number of employees at the end of the period	109	108

Graphical distribution of employees	2020	2019
Finland	96	95
China	12	13
United States	1	0
Total	109	108

### Management

The Group CEO is responsible for the management of the company's operations and governance in accordance with the instructions of the Board of Directors. The CFO is responsible for the company's finance function, which includes accounting and reporting, business controlling, treasury, tax, human resources, investor relations and internal controls. The Vice President, Devices is responsible for the company's Devices segment, which also includes a sales team, and the Vice President also acts as the Operating Director of Optomed China. The Vice President, Software is responsible for the company's Software segment, in addition the Vice President acts as the Managing Director of Optomed Software Oy and is responsible for the group's IT function. The Vice President, Marketing is responsible for brand and marketing strategy for new and existing product, product management and training, as well as management of marketing campaigns and events. The Chief Legal Officer's responsibilities include legal matters, M&A, compliance, corporate governance, corporate responsibility and risk management. The Chief Legal Officer also acts as the secretary to the Board of Directors of the company.



## Legal structure

Optomed group consists of the parent company Optomed Plc and five subsidiaries in Finland, China, the USA and Hong Kong. In addition, Optomed Plc has a branch in Sweden, Optomed Sweden Filial. The parent company of the group, Optomed Plc, is responsible for, among other things, the management of the group as well as finance and accounting functions, human resources, legal affairs and corporate communication. The parent company is responsible for the Devices segment operations, while the Software segment operations are carried out through Optomed Software Oy. In addition to Finland, Optomed operates in China and the USA through its subsidiaries. The main responsibilities of the foreign subsidiaries are local sales and distribution channel management, product registration as well as the launching of new products, brand building, marketing, aftersales services, and repair services.

The following table presents the subsidiaries of the company along with respective ownership shares on 31 December 2020.

Subsidiaries of the company	Consolidated shareholding and voting right, %	Country of incorporation
Optomed Software Oy	100.0%	Finland
Optomed Hong Kong Ltd	100.0%	Hong Kong
Optomed China LimitedCo.,Ltd	100.0%	China
Shanghai Optomed Medical Technology Co., Ltd	100.0%	China
Optomed USA Inc.	100.0%	United States

The USA subsidiary Optomed USA Inc. was established in early 2020.

The China subsidiary Shanghai Optomed Medical Consulting Ltd was closed in early 2020.

## Shares and shareholders

The company has one share series with all shares having the same rights. At the end of the review period Optomed Plc's share capital consisted of 14,003,144 shares and the company held 740,378 shares in the treasury which corresponds to approximately 5.3 percent of the total amount of the shares and votes. Optomed's market capitalization was EUR 95.8 million at the of the review period.

Optomed's shareholder structure was as follows at the year-end:

Sector	Number of shareholders	% of shareholders	Number of shares	% of shares
Private companies	129	3.31	1,237,674	8.84
Financial and insurance institutions	12	0.31	3,587,689	25.62
Public sector organizations	2	0.05	731,080	5.22
Households	3,738	95.87	2,131,325	15.22
Non-profit instit serving households	4	0.1	42,370	0.3
Foreigners	6	0.15	4,372	0.03
Total	3,891	99.79	7,734,510	55.23
Nominee registered	8	0.21	6,268,634	44.77
<b>Total shares</b>			<b>14,003,144</b>	<b>100</b>
Number of shares	Shareholders	%	Shares	%
1 - 100	1,284	32.93	62,204	0.44
101 – 1,000	2,333	59.84	817,409	5.84
1,001 – 10,000	258	6.62	675,673	4.83
10,001 – 100,000	9	0.23	482,868	3.45
100,001 – 1,000,000	13	0.33	5,798,137	41.41
> 1,000,000	2	0.05	6,166,853	44.04
<b>Total</b>	<b>3,899</b>	<b>100</b>	<b>14,003,144</b>	<b>100.00</b>
Nominee registered	8	21	6,268,634	44.77
Number of shares issued			14,003,144	100

	Shareholder	Shares	% of shares
1	* Skandinaviska Enskilda Banken Ab (publ) Helsingin Sivukonttori	4,487,601	32.05
2	* Nordea Bank Abp	1,679,252	11.99
3	Optomed Oyj	740,378	5.29
4	Aura Capital Oy	691,756	4.94
5	Kopsala Seppo Henrik	637,080	4.55
6	Mandatum Henkivakuutusosakeyhtiö	635,000	4.53
7	Suomen Teollisuussijoitus Oy	601,080	4.29
8	Keskinäinen Vakuutusyhtiö Kaleva	490,000	3.5
9	Sr Nordea Nordic Small Cap	434,578	3.1
10	Sr Aktia Capital	400,000	2.86
10 largest shareholders total		10,796,725	77.10
on which nominee registered		6,166,853	44.04
Others		3,206,419	22.90
<b>In total</b>		<b>14 003 144</b>	<b>100</b>

\*Nominee register

At the end of the review period, Optomed's Chairman and Members of the Board of Directors controlled 2,451,393 shares, representing approximately 17.5 percent of the total number of all shares and 18.5 percent of all shares excluding shares in treasury. The CEO and management team owned 637,080 shares and 490,000 options. Additional information with regards to the shareholding of the board and the management is available at the company's corporate governance statement.

## Flagging notifications

Under the provisions of the Finnish Securities Markets Act, shareholders of listed companies have an obligation to notify both the Finnish Financial Supervision Authority and the listed company of changes in their holdings when crossing predefined thresholds.

In 2020, Optomed received two major shareholder notifications from OP-Rahastoyhtiö Oy. According to the latest notification, the total holdings in Optomed shares and votes held by OP-Rahastoyhtiö has decreased to 4.99 per cent of all of the registered shares in Optomed on 16 October 2020.

The company is not aware of the existence of any Shareholders' agreements and it is not controlled by anyone. Additional information with respect to the shares, shareholding and trading can be found on the company's website [www.optomed.com](http://www.optomed.com).

## Authorizations

On 11 June 2020, the Annual General Meeting approved the authorization for the Board of Directors to accept as pledge and repurchase of Optomed's own shares. Altogether no more than 1,400,314 shares may be repurchased or accepted as pledge. The authorization will be valid until the earlier of the end of the next Annual General Meeting or 18 months from the resolution of the Annual General Meeting.

Further, the General Meeting authorized the Board of Directors to decide on the issuance of shares as well as the issuance of options and other special rights entitling to shares referred to in chapter 10 section 1 of the Finnish Companies Act. The number of shares to be issued based on this authorization may not exceed 1,400,314. The Board of Directors is authorized to resolve on all terms and conditions of the issuance of shares and special rights entitling to shares,

including the right to derogate from the pre-emptive right of the shareholders. The authorization will be valid until the earlier of the end of the next Annual General Meeting or 18 months from the resolution of the Annual General Meeting.

Group Share Indicators	2020	2019	2018
Earnings per share	-0.24	-0.32	-0,17
Equity per share	1.51	1.72	0,71
Dividend per share	-	-	
Dividend % of earnings	-	-	
effective dividend yield %	-	-	
P/E ratio	-31.05	-19.70	
Share price performance, share issue adjusted *			
Lowest share price	2.92	4.53	
Highest share price	7.57	7.52	
Average share price	5.33	6.13	
Closing share price	7.22	6.34	
Market value of shares at end of period	101,103	88,780	
Weighted average adjusted number of shares during the financial period	13,262,766	8,935,654	7,775,473
Weighted average adjusted number of shares in the end of financial year	13,262,766	13,262,766	8,147,700

*Optomed's shares were listed on Nasdaq Helsinki stock exchange on 5.12.2019*

## Calculation of share indicators

Earnings per share	Net result / Number of outstanding shares (reflecting changes in the number of shares following the resolution of the EGM to split the shares of the company with a ratio of 1:20)
Equity per share	Shareholders' equity / adjusted number of shares at the end of the financial period - own shares
Dividend per share	Total dividend / adjusted number of shares at the end of the financial period - own shares
Dividend, % of earnings	Dividends per share / earnings per share × 100
Effective dividend yield, %	Dividend per share × 100 / adjusted share price at the end of the financial period
P/E ratio	Earnings per share / market value per share

## Option programs

Optomed has established several option programs as incentive programs covering employees, managing directors and consultants of the group.

Optomed's amended option programs are described below.

Each option entitles its owner to subscribe for one (1) new, or if the company's Board of Directors so decides, existing A share in the company or if the company would only have one class of shares, as is the case following the Listing, such shares. The share subscription prices and the exercise periods are set out in the terms and conditions of the options.

The dividend right of the new shares and other shareholder rights will commence after the shares upon exercise of the relevant option are recorded into the Trade

Register, or if existing shares of the company are being issued, upon completion of the transfer of the share provided that the transfer has been fully paid.

The options are forfeited and automatically transferred to the company without consideration if the employment or service relationship to the group is terminated, for any reason whatsoever, or if the consulting agreement regarding the option holder's work performed for the group is terminated for any reason whatsoever, unless the Board of Directors decides to deviate from the main rule.

Program	Subscription price (EUR)	Exercise Period	Outstanding options
2009A	0.7	1 July 2020 – 1 July 2021	34,000
2015	3.5	1 July 2020 – 1 July 2024	246,000
2017	3.5	1 July 2020 – 1 July 2024	210,000
2017B	3.5	1 July 2020 – 1 July 2022	52,000
2018C	3.5	(50%) 1 July 2020 – 31 December 2024	251,000
		(50%) 1 July 2021 – 31 December 2024	
2019A	3.5	1 July 2021 – 31 December 2024	84,000
2019B	3.5	(40%) 1 July 2020 – 31 December 2024	100,000
		(20%) 1 September 2020 – 31 December 2024	
		(40%) 1 September 2021 – 31 December 2024	
2019C	3.5	(50%) 1 July 2020 – 31 December 2024	20,000
		(50%) 1 September 2020 – 31 December 2024	
2019D	5	1 January 2023 – 31 December 2023	72,000
2020A	3.5	1 January 2023 – 31 December 2023	98,000
<b>Total</b>			<b>1,167,000</b>



## Decisions of the annual general meeting

The Annual General Meeting held on 11 June 2020 approved the financial statements, adopted the Remuneration Policy for governing bodies and discharged the responsible parties from liability for the financial period ended 31 December 2019. The Annual General Meeting resolved in accordance with the proposal of the Board of Directors that no dividend will be paid for the year 2019.

The number of members of the Board of Directors was confirmed as five:

- Seppo Mäkinen, Petri Salonen, Reijo Tauriainen and Jun Wu were re-elected as members of the Board
- Anna Tenstam was elected as a new member of the Board

The Annual General Meeting confirmed the annual Board remuneration as follows:

- Chairman of the Board EUR 36,000
- Members of the Board EUR 18,000

In addition, a meeting fee in the amount of EUR 500 is paid to the Chairman of the Audit Committee for each Audit Committee meeting. 40 percent of the Board remuneration is paid in Optomed shares and 60 percent in cash. The remuneration was paid in August, after Optomed's H1 report was announced.

The Annual General Meeting decided that KPMG Oy Ab, authorized public accountants is elected as the Company's auditor. KPMG Oy Ab has informed the Company that Authorized Public Accountant Tapio Raappana would continue as the auditor with principal responsibility. Auditor's remuneration will be paid in accordance with an invoice approved by the Company.

At its meeting held after the Annual General Meeting, the Board of Directors elected from among its members Petri Salonen as its Chairman. The committee members were elected as follows

Audit Committee:

- Reijo Tauriainen (chairman)
- Seppo Mäkinen
- Anna Tenstam

Remuneration Committee:

- Seppo Mäkinen (chairman)
- Reijo Tauriainen
- Anna Tenstam

## Risks and uncertainties

### COVID-19 coronavirus

The COVID-19 outbreak has turned into a pandemic the length and prolonged effect of which are uncertain.

The company's software segment continues to be largely unaffected due to recurring nature of the business and long-term customer agreements, however, the Devices segment sales have been negatively affected by the pandemic. The medical sector as a whole is concentrated on addressing the immediate pandemic and other supplier meetings and purchases are postponed. This has an effect on the company's ability to sell its devices and increase its customer base especially because face -to-face meetings are market standard for fundus camera sales.

Currently, it seems like the People's Republic of China and the Asia-Pacific have recovered from the pandemic and demand is back to normal in key countries of the area. However, Europe and the US have been hit by a new wave of infections which may have a negative effect on both the European sales and the US operations that are in the ramp-up phase. In spite the vaccinations are progressing, Optomed recognizes the risk of a prolonged pandemic which may cause additional restrictions and other negative effects globally. Further, the pandemic has increased the risk of component sourcing issues. The company has taken precautions to protect its currently strong cash position and to secure alternative components.

## High quality products

The quality and safety of the Company's products are extremely important for competitiveness.

The company may be adversely affected if it fails to continuously develop and update its fundus cameras and software solutions or to identify or integrate new products and product platforms into its offering.

## Strategy and M&A

The company may be unsuccessful in fulfilling its strategy or the strategy itself may be unsuccessful.

The successful implementation of the company's strategy depends upon several factors, some of which are completely or partially outside the company's control. The company has an appropriate risk management function in the context of the size of the company's operations, however, it may not be able to identify or monitor all relevant risks and determine efficient risk management procedures and responsible persons that may again affect the strategy. The company is also dependent on its ability to develop and manage varying routes-to-market for its products, the efficiency of its sales channels and its customer and distributor relationships. Further, the company has an opportunistic view on M&A which by nature include inherent risks. Failure of strategy may force the company to record write-downs on its goodwill.

## Market and competition

The company operates in a market that is highly competitive.

Optomed operates in the fundus camera market that is developing fast and the competition is sometimes fierce. The market acceptance of the company's products and solutions is important for its future growth. Optomed recognizes a possibility of new market changing products entering the market. Further, in certain key geographies Optomed's client base is limited and, therefore, a loss of a key customer in a key market may adversely affect the Company's revenue streams.

## External economic and political risks and natural disasters

Optomed operates globally and is thus exposed to various external risks.

The company is exposed to natural disasters taking place in countries where it operates. In addition to these, the company is also exposed to general and country specific, economic, political and regulatory risks, which could entail volatile sales in key markets.

## Supply chain

Optomed's business is dependent on the effectiveness of purchasing materials, manufacturing and timely distribution.

The company is dependent on contract manufacturers for functioning, efficient and effective production and product assembly. Further, the company is dependent on suppliers which may affect the company's ability to supply its customers in a timely manner.

## **Systems and information**

Optomed's operations are increasingly dependent on IT systems.

Disruption of the company's IT systems could inhibit the business operations in a number of ways, including disruption to financial reporting, sales, production and cash flows.

## **Litigation**

Optomed operates globally and pursues double digit annual organic growth in medium term.

Optomed may not always be able to reach the best contractual terms with stakeholders. The company may be negatively affected by legal or administrative proceedings directed at the company or third parties due to back-to-back liability, or other disputes and claims including product liability, especially in terms of medical devices, and intellectual property rights related items.

## **Trade secrets and patents**

The technological capabilities are a competitive advantage that the company must be able to protect.

The company may not be able to protect its trade secrets and know-how which could lead to losing the competitive advantage the company has. At the same time, the company may be forced to take actions against parties that violate Optomed's IPRs.

## **Talent & organisation**

A skilled workforce and agile organisation are essential for the continued success of the business.

The company may be adversely affected if it would lose its key personnel or fails to attract the right talent.

## **Finance**

The company needs external financing to operate and is not currently profitable.

The company is dependent on external financing and the company may have difficulties accessing additional financing on competitive terms or at all which may again contribute the company's liquidity risks. The company is also subject to credit and counterparty risks through its trade receivables.

## **Forex**

Optomed operates globally and is thus exposed to currency exchange risks.

The company is exposed to foreign exchange rate risks arising from fluctuations in currency exchange rates, especially with regards to USD, EUR and RMB. Currency rates, along with demand cycles, can result in significant swings in the prices of the raw materials needed to produce the Company's goods, sales prices and OPEX.

## **Legal and regulatory**

Compliance with laws and regulations is an essential part of Optomed's business operations.

Optomed and its' suppliers and distributors operate globally and are subject to various national and regional regulations in the areas of medical devices, product safety, product claims, data protection, intellectual property rights, health and safety, competition, employment, taxes and anti-money laundering and anti-bribery & corruption (AML & ABC). Furthermore, many of the company's devices are subject to various medical related assessment (including clinical trials), clearance and approval processes that are required to introduce the Company's products on the markets.

Failure to comply with the regulations might lead to loss of sales permits in different markets, product recalls, reputational issues, civil and criminal actions leading to various direct and indirect damages to Optomed and its employees that are not completely covered by Optomed's insurance coverage. Especially, failures with respect to compliance with certain medical devices related regulations and processes may hinder the company's devices market access.

## **DISPUTES**

The company is not currently involved in any disputes or trials that would have a significant impact on the group's financial position.

## **Major events after the review period**

On 12 January 2021, Optomed announced that it has been awarded a contract to develop an advanced IT system for the automation and evaluation of outcomes in ophthalmic care. The system is developed for the Finnish University Eye Clinics.

On 14 January 2021, Optomed announced the proposal of the Nomination Board to the next Annual General Meeting. The Nomination Board proposed that Seppo Mäkinen, Petri Salonen, Reijo Tauriainen and Anna Tenstam are re-elected as Board members and Haohao Zhang is elected as a new Board member. The Board remuneration was proposed to remain as-is.

On 28 January, Optomed announced that it has established an international scientific advisory board. The board consists of globally recognized and scientifically merited medical doctors specializing in ophthalmology and neuro-ophthalmology, with advanced experience on artificial intelligence applied to detection of ophthalmic conditions.

## **The board's proposal for the distribution of profit**

The parent company's non-restricted equity on December 31, 2020 was EUR 19,442,899.33 and the net loss for the financial year was EUR 2,142,670.91. The Board of Directors proposes to the Annual General Meeting that no dividend will be paid and the non-restricted equity on the outstanding 14,003,144 shares shall be retained and carried forward.

## **Outlook 2021**

Optomed expects its full year 2021 revenue to grow as compared to 2020.

## Alternative performance measures definitions

Alternative Performance Measures	Definition
Gross profit	Revenue + Other operating income – Materials and services expenses
Gross margin, %	Gross profit / Revenue
EBITDA	Operating result before depreciation, amortisation and impairment losses
EBITDA margin, %	EBITDA / Revenue
Operating result	Profit/loss after depreciation, amortisation and impairment losses
Operating margin, %	Operating result / Revenue
Adjusted operating result	Operating result excluding items affecting comparability
Adjusted operating margin, %	Adjusted operating result / Revenue
Adjusted EBITDA	EBITDA excluding items affecting comparability
Adjusted EBITDA margin %	Adjusted EBITDA / Revenue
Items affecting comparability	Material items outside ordinary course of business including restructuring costs, net gains or losses from sale of business operations or other non-current assets, strategic development projects, external advisory costs related to capital reorganisation, impairment charges on non-current assets incurred in connection with restructurings, compensation for damages and transaction costs related to business acquisitions.
Net Debt	Interest-bearing liabilities (borrowings from financial institutions, government loans and subordinated loans) – cash and cash equivalents (excl. lease liabilities according to IFRS 16)
Net Debt / Adjusted EBITDA (LTM), times	Net Debt / Adjusted EBITDA (for the last twelve months, LTM)
Earnings per share	Net result / Number of outstanding shares (reflecting changes in the number of shares following the resolution of the EGM to split the shares of the Company with a ratio of 1:20)
Equity ratio, %	Total equity / Total assets
R&D expenses	Employee benefit expenses for R&D personnel and other operational expenses related to R&D activities

Organic growth, %

Organic growth refers to revenue growth excluding (i) growth attributable to acquisitions and divestments; and (ii) growth attributable to fluctuations in exchange rates. The various components in organic growth is calculated as follows:

Acquisitions and divestments: Shows how acquisitions and divestments completed during the relevant period have affected the reported revenues. To estimate the impact of acquisitions on reported revenue, the revenue from the contributions of the acquired units for the current period is subtracted from the total revenue for the same period. To estimate the impact of divestments on reported revenue, the revenue from the contributions from the divested units for the current period is subtracted from the total revenue from the previous respective comparison period. Currency Fluctuations: Shows how the reported revenue has been affected by the translation of revenue generated in other currencies than the euro (which is the Group's accounting currency) when there are exchange rate differences between the current period and the corresponding comparative period. Income in currencies other than euro for the comparative period is recalculated using the applicable exchange rate for the current period to eliminate the effects of exchange rate fluctuations for the relevant period.

## Reconciliation of Alternative Performance Measures

EUR, thousand	2020	2019	Pro forma, 2018
Revenues	13,011	14,977	14,463
Other operating income	157	254	889
Material and services	-4,213	-5,287	-4,954
<b>Gross profit</b>	<b>8,955</b>	<b>9,944</b>	<b>10,398</b>
<b>Operating profit/loss (EBIT)</b>	<b>-2,906</b>	<b>-2,596</b>	<b>-664</b>
<b>Items affecting comparability</b>			
PO related expenses	0	139	135
Acquisition related expenses	0	0	191
<b>Adjusted EBIT</b>	<b>-2,906</b>	<b>-2,457</b>	<b>-338</b>
Depreciation, amortization and impairment losses	2,173	2,261	1,997
<b>Adjusted EBITDA</b>	<b>-733</b>	<b>-196</b>	<b>1,661</b>

Organic growth for the Group	2020	2019
Revenue	13,010	14,977
Acquisitions (elimination of revenues for comparability)	0	0
Revenue excluding acquisitions	13,010	14,977
Currency effects	0	-82
Revenue excluding acquisitions and currency effects	13,010	14,895
<b>Organic growth, percent</b>	<b>-12.7 %</b>	

Organic growth for the Devices segment	2020	2019
Revenue	5,097	7,309
Acquisitions (elimination of revenues for comparability)	0	0
Revenue excluding acquisitions	5,097	7,309
Currency effects	0	-82
Revenue excluding acquisitions and currency effects	5,097	7,227
<b>Organic growth, percent</b>	<b>-29.5 %</b>	

Organic growth for the Devices segment	2020	2019
Revenue	7913	7668
Acquisitions (elimination of revenues for comparability)	0	0
Revenue excluding acquisitions	7913	7668
Currency effects	0	0
Revenue excluding acquisitions and currency effects	7913	7668
<b>Organic growth, percent</b>	<b>3.2 %</b>	



# Consolidated income statement

In thousand of euro	Note	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
Revenue	2, 3	13,011	14,977
Other operating income	4	157	254
Materials and services	5	-4,213	-5,287
Employee benefit expenses	6	-7,319	-7,299
Depreciation, amortisation and impairment losses	8	-2,173	-2,261
Other operating expenses	7	-2,369	-2,980
Operating result		-2,906	-2,596
Finance income	8	452	8
Finance expenses	8	-794	-365
Net finance expenses		-341	-356
Loss before income taxes		-3,247	-2,952
Income tax expense	10	70	77
Loss for the financial year		-3,177	-2,875
Loss for the financial year attributable to			
Owners of the parent company		-3,177	-2,875
Loss per share attributable to owners of the parent company			
Basic loss per share (euro)	11	-0.24	-0.32

# Consolidated comprehensive income statement

In thousand of euro	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
Loss for the financial year	-3,177	-2,875
Other comprehensive income		
Items that may be subsequently reclassified to profit or loss		
Foreign currency translation difference	77	14
Other comprehensive income for the financial year, net of tax	77	14
Total comprehensive income for the financial year	-3,100	-2,861
<b>Total comprehensive loss attributable to</b>		
Owners of the parent company	-3,100	-2,861

# Consolidated balance sheet

In thousand of euro	Note	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
<b>ASSETS</b>			
<b>Non-current assets</b>			
Goodwill		4,256	4,256
Development costs		5,667	5,218
Customer relationships		1,608	1,829
Technology		738	840
Other intangible assets		485	519
Total intangible assets	12	12,753	12,662
Tangible assets	13	359	406
Right-of-use assets	14	1,165	1,075
Deferred tax assets	10	11	8
<b>Total non-current assets</b>		<b>14,289</b>	<b>14,151</b>
<b>Current assets</b>			
Inventories	15	2,539	2,468
Trade receivables	16.21	2,639	2,897
Other receivables	17	998	1,228
Cash and cash equivalents	16	10,608	18,866
<b>Total current assets</b>		<b>16,784</b>	<b>25,459</b>
<b>Total assets</b>		<b>31,073</b>	<b>39,611</b>

In thousand of euro	Note	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
<b>EQUITY</b>			
Share capital		80	80
Share premium		504	504
Reserve for invested non-restricted equity		37,470	37,341
Translation differences		166	89
Retained earnings		-14,970	-12,500
Profit (loss) for the financial year		-3,177	-2,875
<b>Total equity</b>	<b>18</b>	<b>20,073</b>	<b>22,637</b>
In thousand of euro	Note	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Borrowings from financial institutions	19.21	3,520	5,104
Government loans	19.21	2,670	2,998
Lease liabilities	14.19	782	699
Deferred tax liabilities	10	540	616
<b>Total non-current liabilities</b>		<b>7,512</b>	<b>9,416</b>
Current liabilities			
Borrowings from financial institutions	19.21	0	1,766
Government loans	19.21	328	60
Lease liabilities	14.19	425	414
Trade payables	19	595	1,667
Other payables	20	2,141	3,650
<b>Total current liabilities</b>		<b>3,489</b>	<b>7,557</b>
<b>Total liabilities</b>		<b>11,001</b>	<b>16,973</b>
<b>Total equity and liabilities</b>		<b>31,073</b>	<b>39,611</b>

# Consolidated cash flow statement

In thousand of euro	Note	Jan 1 - Dec 31, 2020	Jan 1 - Dec 31, 2019
<b>Cash flows from operating activities</b>			
Loss for the financial year		-3,177	-2,875
Adjustments:			
Depreciation, amortisation and impairment losses	7	2,173	2,261
Finance income and finance expenses	9	343	356
Other adjustments		284	466
Cash flows before change in net working capital		-377	207
Change in net working capital:			
Change in trade and other receivables (increase (-) / decrease (+))		496	-783
Change in inventories (increase (-) / decrease (+))		-83	-1,346
Change in trade and other payables (increase (+) / decrease (-))		-2,402	2,396
Cash flows before finance items		-2,367	475
Interest paid		-75	-202
Other finance expenses paid		-725	-136
Interest received		366	24
<b>Net cash from operating activities (A)</b>		<b>-2,801</b>	<b>161</b>
<b>Cash flows from investing activities</b>			
Acquisition of intangible assets	12	-1,553	-1,175
Acquisition of tangible assets	13	-268	-260

<b>Net cash used in investing activities (B)</b>		<b>-1,820</b>	<b>-1,434</b>
<b>Cash flows from financing activities</b>			
Proceeds from share subscriptions	18	92	23,000
Share issue transaction costs		0	-4,208
Proceeds from loans and borrowings	19	-167	176
Repayment of loans and borrowings	19	-3,233	-460
Repayment of lease liabilities	14.19	-390	-385
<b>Net cash from financing activities (C)</b>		<b>-3,698</b>	<b>18,123</b>
<b>Net cash from (used in) operating, investing and financing activities (A+B+C)</b>		<b>-8,319</b>	<b>16,849</b>
<b>Net increase (decrease) in cash and cash equivalents</b>		<b>-8,319</b>	<b>16,849</b>
Cash and cash equivalents at January 1		18,866	2,000
Effect of movements in exchange rate on cash held		61	17
Cash and cash equivalents at December 31	16	10,608	18,866

# Consolidated statement of changes in equity

Equity attributable to owners of the parent company							
In thousand of euro	Note	Share Capital	Share Premium	Reserve for invested non-restricted	Translation differences	Retained earnings	Total
<b>Balance at January 1, 2020</b>		<b>80</b>	<b>504</b>	<b>37,341</b>	<b>89</b>	<b>-15,376</b>	<b>22,637</b>
<b>Comprehensive income</b>							
Loss for the financial year		-	-	-	-	<b>-3,177</b>	<b>-3,177</b>
– translation differences		-	-	-	77		77
<b>Total comprehensive income for the financial year</b>		-	-	-	<b>77</b>	<b>-3,177</b>	<b>-3,100</b>
<b>Transactions with owners of the company</b>							
Share issue	18	-	-	-	-	-	-
Share options	6	-	-	129	-	406	535
<b>Total transactions with owners of the company</b>		-	<b>0</b>	<b>129</b>	-	<b>406</b>	<b>535</b>
<b>Balance at December 31, 2020</b>	<b>18</b>	<b>80</b>	<b>504</b>	<b>37,470</b>	<b>166</b>	<b>-18,147</b>	<b>20,073</b>

Equity attributable to owners of the parent company

In thousand of euro	Note	Share Capital	Share Premium	Reserve for invested non-restricted	Translation differences	Retained earnings	Total
<b>Balance at January 1, 2019</b>		<b>19</b>	<b>565</b>	<b>18,549</b>	<b>75</b>	<b>-13,656</b>	<b>5,552</b>
<b>Comprehensive income</b>							
Loss for the financial year		-	-	-	-	<b>-2,875</b>	<b>-2,875</b>
Other comprehensive income – translation differences		-	-	-	14	-	14
<b>Transactions with owners of the company</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>14</b>	<b>-2,875</b>	<b>-2,862</b>
<b>Total comprehensive income for the financial year</b>							
Share issue	18	61	-61	18,792	-	694	19,486
Share options	6	-	-	-	-	461	461
<b>Total transactions with owners of the company</b>		<b>61</b>	<b>-61</b>	<b>18,792</b>	<b>-</b>	<b>1,155</b>	<b>19,947</b>
<b>Balance at December 31, 2019</b>	<b>18</b>	<b>80</b>	<b>504</b>	<b>37,341</b>	<b>89</b>	<b>-15,376</b>	<b>22,637</b>



# **Notes to the consolidated financial statements**

# 1. Corporate information and basis of accounting

## 1.1 Corporate information

Optomed is a Finnish medical technology group (hereafter 'Optomed' or 'Group') that specialises in hand-held fundus cameras and solutions for screening of blinding eye diseases, established in 2004.

The Group's parent company, Optomed Plc. (hereafter the 'Company') is a Finnish public limited liability company established under the laws of Finland, and its business ID is 1936446-1. It is domiciled in Oulu, Finland and the Company's registered address is Yrttipellontie 1, 90230 Oulu, Finland.

The Board of Directors of Optomed Plc approved these consolidated financial statements for issue. According to the Finnish Limited Liability Companies' Act, the shareholders have the right to approve or reject the financial statements in the Annual General Meeting held after the publication of the financial statements. Furthermore, the Annual General Meeting can decide on modifications to be made to the financial statements.

## 1.2 Basis of accounting

General policies applied that relate to the consolidated financial statements as a whole are described in this section 1.2. Accounting policies that are specific to a component of the financial statements, together with descriptions of management judgements, related estimates and assumptions, have been incorporated into the relevant note.

The consolidated financial statements are prepared on a historical cost basis, except for the following that are measured at fair value (refer to 1.2.3 Measurement of fair values below):

— share-based payments

The financial year of Optomed is the calendar year. The figures in the financial statements are mainly presented in thousands of euro. All figures presented have been rounded, and consequently the sum of individual figures may deviate from the presented aggregate figure. Key figures are computed using exact figures.

### 1.2.1 Consolidation

The consolidated financial statements incorporate the financial statements of the parent company Optomed Plc. and of all those subsidiaries over which the parent company has control at the end of the reporting period. Optomed controls an entity when Optomed is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Acquired subsidiaries are consolidated from the date on which control is transferred to Optomed until control ceases. Refer to Note 23. Related party transactions for disclosures on the Group structure.

Intra-group transactions, receivables, liabilities and unrealized margins, as well as distribution of profits within the Group, are eliminated in preparing the consolidated financial statements. Optomed had no non-controlling interests (NCI) during the financial years in the report

Acquired or established subsidiaries are accounted for by using the acquisition method.

## 1.2.2 Foreign currency transactions and balances

Items included in the financial statements of each subsidiary are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The consolidated financial statements are presented in Euro, which is the functional and presentation currency of the parent company.

For those subsidiaries with non-Euro functional and presentation currency, the income and expenses for the income statement and comprehensive income statement, and the items for cash flow statement, are translated into Euro using the average exchange rates of the reporting period. The assets and liabilities for the balance sheet are translated using the exchange rates prevailing at the reporting date. The translation differences arising from the use of different exchange rates explained above are recognized in consolidated other comprehensive income.

Any goodwill arising on the acquisition of foreign operations and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition of those foreign operations are treated as assets and liabilities of those foreign operations. They are translated into Euro using the exchange rates prevailing at the reporting date. When a foreign operation is sold, or is otherwise partially or completely disposed of, the translation differences accumulated in equity are reclassified in profit or loss as part of the gain or loss on the transaction.

## 1.2.3 Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

— Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

— Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability; either directly (i.e. as prices) or indirectly (i.e. derived from prices).

— Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Specific valuation techniques used in fair value measurement include:

— Share-based payments – Black-Scholes option pricing model (Note 6.4 Share-based payment plans )

— Intangible assets identified in the Commit acquisition - multi-period excess earnings method and relief-from-royalty method.

## 1.2.4 Operating result

Optomed has determined operating result to be a relevant subtotal in understanding the Group's financial performance. However, IFRS does not define the concept of operating result. The Group has defined it as follows: operating result is the net amount attained when revenues are added by other operating income, less:

— purchase expenses, adjusted with change in inventories

— employee benefit expenses

— depreciation, amortisation and any impairment losses, and

— other operating expenses.

All other items are presented below operating result in the income statement.

### 1.2.5 Non-current assets held for sale

Non-current assets (or disposal groups) are classified as held for sale, if their carrying amounts are to be recovered principally through a sale transaction rather than through continuing use. From the date of classification, these assets (or disposal groups) are measured at the lower of their carrying amounts and fair value less the costs to sell, and the recognition of depreciation or amortisation is discontinued.

### 1.2.6 Critical management judgments and related estimates and assumptions

The preparation of financial statements under IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the end of the reporting period as well as the reported amounts of income and expenses during the reporting period. These estimates and assumptions are based on historical experience and other justified assumptions, such as future expectations, that Optomed management believes are reasonable under the circumstances at the end of the reporting period and the time when they were made.

Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The estimates and underlying assumptions are reviewed on an on-going basis and when preparing financial statements. Changes in accounting estimates may be necessary if there are changes in the circumstances on which the estimate was based, or as a result of new information or more experience. Such changes are recognized in the period in which the estimate or the assumption is revised.

#### Use of judgment and estimates

Judgements that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognised in the financial statements, relate to the following areas:

— capitalisation of development costs: determination of development expen-

diture eligible for capitalisation (Note 12. Intangible assets )

— leases: determination of lease term (Note 14. Leases )

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are the following:

— goodwill impairment testing (Note 12. Intangible assets )

— capitalisation of development expenditures

(Note 12. Intangible assets )

— Development expenditures impairment testing

(Note 12. Intangible assets)

### 1.2.7 Adoption of new and amended standards in future financial years

Optomed has not yet adopted the following amended standards and interpretations already issued by the IASB. The Group will adopt these pronouncements as of the effective date of each of the pronouncements, or if the effective date is not the first day of the financial year, as of the beginning of the next financial year following the effective date. Currently Optomed believes that the adoption of these pronouncements will not have a significant effect on the future consolidated financial statements.

Effective for financial years beginning on or after  
January 1, 2020:

Amendments to References to Conceptual Framework in IFRS Standards : The revised Framework codifies IASB's thinking adopted in recent standards. The Conceptual Framework primarily serves as a tool for the IASB to develop standards and to assist the IFRS Interpretations

Committee in interpreting them. It does not override the requirements of individual IFRSs.

Amendments to IAS 1 Financial Statements: Presentation and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Material : The amendments clarify the definition of material and include guidance to help improve consistency in the application of that concept across all IFRS standards. In addition, the explanations accompanying the definition have been improved. Other amendments and interpretations are not expected to have an impact on the consolidated financial statements when adopted.

## 2. Segment reporting

### 2.1 Accounting policy

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available. Optomed has two reportable segments, Devices and Software.

Software segment offers products for optimal management of various screening operations as well as IT solutions and services for storing, viewing and working with medical images. Also professional IT consulting services for government institutions are included in this segment. Currently it comprises own screening solution products for diabetic retinopathy and breast, cervical and bowel cancer screening management as well as Sectra software solutions and artificial intelligence algorithms.

Devices segment consists of handheld fundus camera products, which are used in ophthalmology, pediatric care, endocrinology, neurology and primary care. Currently it comprises all Optomed branded camera products, such as Optomed Smartscope Pro and Optomed Aurora cameras. Also the OEM cameras are included in this segment Pictor Plus, Pictor Prestige (Volk), Visuscout 100 (Zeiss), Fundus Module 300 (Haag-Streit) and Signal (Topcon).

In Optomed Group the CEO has been identified as being the chief operating decision maker responsible for assessing performance of the segments and

making resource allocating decisions. The segment disclosures presented are based on the internal management reporting. Optomed has not aggregated operating segments into reportable segments.

## 2.2 Reportable segments

2020

In thousand of euro	Devices	Software	Group Admin	Group, Total
External revenue	5,097	7,913	0	13,011
Net operating expenses	-2,235	-1,820	0	-4,055
Margin	2,862	6,093	0	8,955
Depreciation and amortisation	-1,569	-603	0	-2,173
Other expenses	-3,112	-4,167	-2,408	-9,688
<b>Operating result</b>	<b>-1,820</b>	<b>1,323</b>	<b>-2,408</b>	<b>-2,906</b>
	0	0	-341	-341
<b>Loss before tax expense</b>	<b>-1,820</b>	<b>1,323</b>	<b>-2,749</b>	<b>-3,247</b>
Segment assets	10,205	7,836	221	18,263
Capital expenditure	1,510	291	21	1,822
Segment liabilities	452	232	89	774

# 2019

In thousand of euro	Devices	Software	Group Admin	Group, Total
External revenue	7,310	7,668	0	14,977
Net operating expenses	-3,109	-1,924	0	-5,033
Margin	4,200	5,744	0	9,944
Depreciation and amortisation	-1,504	-757	0	-2,261
Other expenses	-4,609	-4,077	-1,593	-10,279
<b>Operating result</b>	<b>-1,913</b>	<b>909</b>	<b>-1,593</b>	<b>-2,596</b>
	0	0	-356	-356
<b>Loss before tax expense</b>	<b>-1,913</b>	<b>909</b>	<b>-1,949</b>	<b>-2,952</b>
Segment assets	10,351	7,864	193	18,408
Capital expenditure	1,172	177	0	1,349
Segment liabilities	1,582	272	73	1,927

## 2.3 Geographic information

In presenting the geographic information, segment assets were based on the geographic location of the assets. Segment assets are measured in the same way as in the IFRS financial statements.

In thousands of euro	Non-current assets <sup>1</sup>	
	2020	2019
Finland	14,011	13,778
China	267	365
Total	14,278	14,143

<sup>1</sup> Group's non-current assets exclude financial instruments and deferred tax assets. Optomed has no defined benefit pension plans and thus no related assets.

Disaggregation of consolidated revenue by geographical market is disclosed in Note 3.2 Disaggregation of revenue.

## 2.4 Major customers

The Group's revenues from two major customers in the financial years 2020-2019 were approximately as follows: from one customer EUR 2,1 million (2020), and EUR 1.9 million (2019), and from another customer EUR 2,1 million (2020) and EUR 0,8 million (2019).

# 3. Revenue

## 3.1 Accounting policy

Optomed recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which Optomed expects to be entitled in exchange for those goods or services.

Devices segment sells medical imaging tools and solutions to distributors. The agreements with distributors are frame agreements. An enforceable contract is created based on each purchase order combined with the frame agreement. Typical sales agreements for the Software segment include maintenance service agreements, resource hiring agreements, service portal agreements and software package agreements.

For medical imaging tools and solutions each product in a purchase order forms a separate performance obligation as:

- the distributor can benefit from the good on its own, and
- the promise to transfer the good to the customer is separately identifiable from other promises in the contract.

Extended warranty may be sold separately, it is also a separate performance obligation.

For Software segment:

— A maintenance contract has one performance obligation containing overall service for the period agreed upon.

— A resource hiring contract is based on hourly fee. Each hour of consulting service is a separate performance obligation.

— A service portal agreement includes following separate performance obligations: implementation, additions for new service providers, reconfigurations and continuous service provided.

— A software package agreement includes following separate performance obligations: licences, implementation and continuous maintenance service.

Transaction prices in the contracts are mostly fixed. Some contracts may, however, include a minimum amount for transactions in a certain period, for example. The variable fee is constrained to the amount for which it is highly probable that a significant reversal will not occur subsequently. The terms of payment applied vary to some extent geographically and in different business areas, but the term of payment provided is nonetheless always clearly less than a year. Consequently, contracts do not include a significant financing component.



Optomed allocates the transaction price for medical imaging tools and solutions to performance obligations based their stand-alone selling prices using price lists. For service portal and software package contracts the transaction price is allocated based on costs incurred plus margin.

For Devices segment the revenues from sales of medical imaging tools and solutions are recognised when the performance obligation is satisfied by transferring a promised good to the distributor, i.e. at a point in time. The control is transferred when Optomed has present right to payment, significant risks and rewards of ownership have transferred to the distributor as well as the legal title and physical possession of the products.

In respect of Software segment:

- Service revenues are recognised over time as the customer simultaneously receives and consumes the benefits provided by Optomed's performance.
- Revenues from implementation projects are recognised at a point in time when the customer gets control and is able to start using the end product.
- Licence revenues are recognised at the point in time when the customer gets control. This is based on the nature of licences, being to provide a right to use intellectual property of the Software segment as that intellectual property

### 3.2 Disaggregation of revenue

In the following tables, consolidated revenue is disaggregated by geographical market<sup>1</sup> and timing of revenue recognition.

In thousands of euro	2020		2019	
Finland	7,777	60 %	7,308	49 %
China	2,443	19 %	1,795	12 %
Other	2,791	21 %	5,874	39 %
<b>Total</b>	<b>13,011</b>	<b>100 %</b>	<b>14,977</b>	<b>100 %</b>

	2020		2019	
Products and services transferred at a point in time	9,934	76 %	9,884	66 %
Services transferred over time	3,077	24 %	5,094	34 %
<b>Total</b>	<b>13,011</b>	<b>100 %</b>	<b>14,977</b>	<b>100 %</b>

*Trade receivables and related credit losses are described in Notes 16. Financial assets and 21.5 Liquidity risk.*

## 4. Business combination

### 4.1 Accounting policy

Other operating income comprises income from activities outside the ordinary business of Optomed. Examples include government grants, rental income and gains from disposals of tangible and intangible assets.

The Group recognises a government grant only when:

- there is reasonable assurance that Optomed will comply with the conditions attached to the grant, and
- the grant will be received.

Income-related grants are recognised in profit or loss over the periods necessary to match them with the related costs that they are intended to compensate. They are presented under the line item Other operating income. Asset-related grants, such as government grants received for development purposes, are deducted in arriving at the carrying amount of the assets. The grant is recognised over the life of the asset as a reduced depreciation expense.

### 4.2 Assumptions and estimation uncertainties

During the financial years 2020-2019 Optomed has received government grants from various organisations, such as Business Finland (previously Tekes). The

In thousands of euro	2020	2019
Other operating income	157	254
<b>Total</b>	<b>157</b>	<b>254</b>

most significant grants for the year 2020 Optomed received from Business Finland. In 2019 Optomed most significant received grant was from the EU Horizon

2020 funding programme for research and innovation. The Horizon grants were deducted from the carrying amount of related capitalised development costs, as applicable.

## 5. Materials and services

### 5.1 Breakdown of materials and services expense

In thousands of euro	2020	2019
<b>Purchase expenses</b>	-2,964	-4,768
<b>External services</b>	-967	-259
	-282	-259
	<b>-4,213</b>	<b>-5,287</b>

## 6. Employee benefits

### 6.1 Accounting policy

Employee benefits include the following:

- a) short-term employee benefits b) post-employment benefits
- c) other long-term employee benefits (no such benefits were provided during the financial years 2018-2019)
- d) termination benefits, i.e. benefits provided in exchange for the termination of an employment  
(no such benefits were provided during the financial years 2018-2019)
- e) share-based payments (refer to Note 6.4 Share-based payment plans below).

a) Wages, salaries, fringe benefits, annual leave and bonuses are included in short-term employee benefits. They are recognised in the period in which the work is performed.

b) Post-employment benefits are payable to employees after the completion of employment. In Optomed, these benefits are related to pensions. Pension coverage of the Group is arranged through external pension insurance companies. Pension plans are classified as either defined contribution or defined benefit plans. Optomed only has defined contribution plans. A defined contribution plan is a pension plan under which Optomed pays fixed contributions into a separate entity. Optomed has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the related benefits. All other plans are classified as defined benefit plans. The contributions for defined contribution plans are recognized as employee benefit expense in those periods to which they relate. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

c) Other long-term employee benefits are all employee benefits other than short-term employee benefits, post-employment benefits and termination benefits. Examples include long-term paid absences such as sabbatical leave.

d) Termination benefits are not based on work performance but on the termination of employment. These benefits consist of severance payments. Termination benefits result either from the Group's decision to terminate the employment or the employee's decision to accept the benefits offered by Optomed in exchange for the termination of employment. Such benefits are recognised at the earlier of: when Optomed can no longer withdraw the offer of the benefits, and when the Group recognises costs for a restructuring that involves the payment of termination benefits.

e) The Group has five share-based incentive plans for the Group key personnel, which are share option plans. The purpose of the plans is to encourage the employees to work on a long-term basis in order to increase shareholder value, and to commit the key employees to the company. The payments for the incentives are made with equity instruments.

Share-based compensation is measured at the grant date and expensed using the straight-line method in the income statement over the vesting period. The expense determined at grant date is based on Optomed's estimate of the number of share options to which it is assumed that rights will vest by the end of the vesting period. The fair value is determined using the Black-Scholes pricing model. The Group updates its estimate of the final number of the share options that will vest at each reporting date. Changes in this estimate are recognised in the income statement. The options will be returned to Optomed in case the employee leaves the Group before the subscription period has commenced. There are no other vesting conditions.

When the option rights are exercised, the proceeds received are recognised in accordance with the terms of the plan under Reserve for invested non-restricted equity, net of any transaction costs.

## 6.2 Expenses recognised in profit or loss

In thousands of euro	2020	2019
Wages and salaries	-5,827	-5,677
Contributions to defined contribution post-employment plans	-842	-894
Other social security expenses	-245	-267
Share-based payment plans	-406	-461
<b>Total</b>	<b>-7,319</b>	<b>-7,299</b>

## 6.3 Number of personnel

	2020	2019
Average number of employees for the financial year	105	106

## 6.4 Share-based payment plans

The figures presented below reflect the changes in the number of options following from the share split carried out in November 2019

## 2009 plan

At May 29, 2009 the extraordinary general meeting decided on the issuance of a maximum of 120,000 option rights that entitle their owners to subscribe for a total of 120,000 A shares in the company, to the Group's key persons. The Board of Directors issued a total of 100,000 option rights, for which 20,000 were used to share subscriptions prior to January 1, 2016. The share subscription period for remaining options rights commenced at July 1, 2020 and it expired at July 1, 2021. This option program was updated in EGM meeting 13.9.2019

## 2015 - 2017 plan

At August 14, 2015 the meeting of shareholders decided on the issuance of a maximum of 640,000 option rights that entitle their owners to subscribe for a total of 640,000 A shares in the company, to the Group's key persons. During the years 2015-2018 the Board of Directors issued a total of 657,000 option rights, for which 89,000 were returned to the company, resulting in 568,000 option rights issued on a net basis. The numbers and share subscription periods are as follows:

- 460,000 pcs: July 1, 2020 - July 1, 2024
- 60,000 pcs: January 1, 2020 - December 31, 2021
- 24,000 pcs: July 1, 2020 - December 31, 2024
- 24,000 pcs: July 1, 2021 - December 31, 2024.

This option program was updated in EGM meeting 13.9.2019

## 2018 plan

The annual general meeting held at February 1, 2018 decided on the issuance of a maximum of 440,000 option rights that entitle their owners to subscribe for a total of 440,000 A shares in the company, to the Group's key persons. During the year 2018 the Board of Directors issued a total of 424,000 option rights, for which 4,000 were returned to the company, resulting in 420,000 option rights issued on a net basis.

The numbers and share subscription periods are as follows:

- 110,000 pcs: July 1, 2020 - December 31, 2024
- 106,000 pcs: July 1, 2021 - December 31, 2024.
- 84,000 pcs July 1, 2021 - December 31, 2024.
- 100,000 Pcs September 1 - 2020-December 31 2024
- 20,000 pcs July 1 2020 - December 31, 2024.

This option program was updated in EGM meeting 13.9.2019

## **2019D plan**

The general meeting of 13.9. amended 14.11.2019 decided on the issuance of a maximum of 72,000 option rights that entitle their owners to subscribe for a total of 72,000 A shares in the company, to the Group's key persons. During the year 2019 the Board of Directors issued a total of 72,000 option rights The numbers and share subscription periods are as follows:

-72,000 Pcs January, 1, 2023-December 31, 2023

## **2020A plan**

The general meeting of 11.6.2020 decided on the issuance of a maximum of 150,000 option rights that entitle their owners to subscribe for a total of 150,000 A shares in the company, to the Group's key persons. During the year 2020 the Board of Directors issued a total of 98,000 option rights The numbers and share subscription periods are as follows:

-98,000 Pcs January, 1, 2023-December 31, 2023

## Key terms and measurement of option plans

Plan	2009	2015	2017	2017B	2018C
Maximum number of options	80,000	250,000	210,000	58,000	266,000
Number of options issued	80,000	250,000	210,000	58,000	266,000
Issued	2009	2015-2018	2017	2017	2018
Vesting period	2009 - 2020	2015 - 2020	2017 - 2020	2017 - 2020	2018 - 2021
Vesting condition	Employment	Employment	Employment	Employment	Employment
Option subscription price	0.7	3.50	3.50	3.50	3.50
Fair value at grant date	-1)	2.25	2.17	2.09	2.09
Total fair value (1,000 EUR)	-1)	562	455	121	556
Plan	2019A	2019B	2019C	2019D	2020A
Maximum number of options	84,000	100,000	20,000	72,000	150,000
Number of options issued	84,000	100,000	20,000	72,000	98,000
Issued	2019	2019	2019	2019	2020
Vesting period	2019 - 2021	2019 - 2020	2019 - 2020	2019 - 2023	2020 - 2023
Vesting condition	Employment	Employment	Employment	Employment	Employment
Option subscription price	3.50	3.50	3.50	5.00	3.50
Fair value at grant date	2.09	2,02-2,09	2.02	1.69	2.97
Total fair value (1,000 EUR)	175	205	40	122	446

The grant-date fair value of options is determined using the Black Scholes option pricing model that takes into account the following key inputs:

- expected fair value of the underlying share EUR 5.0 - 6.5
- expected volatility 30 - 60 %
- the term of the option 1.3 - 3.7 years

1) No fair value was determined for the 2009 plan, since the vesting period closed in 2011. These options had no impact on the 2019-2020 consolidated financial statements.

## Changes in outstanding share options

Pieces	2020	2019
Outstanding at January 1	1,140,000	870,000
Granted during the year	98,000	272,000
Forfeited during the year		-2,000
Exercised during the year	-71,000	-
Expired during the year	-	-
<b>Outstanding at December 31</b>	<b>1,167,000</b>	<b>1,140,000</b>
<b>Exercisable at December 31</b>	<b>740,000</b>	<b>0</b>

In case the share options issued are fully exercised, the number of outstanding A shares will increase by 9.2 %. The subscription prices will be recorded in the Reserve for invested non-restricted equity.

## Expenses from share-based payment plans

Total expenses arising from share-based payment plans recognised as part of employee benefits were as follows:

In thousands of euro	2020	2019
Equity-settled share-based payments	-406	-461

## 7. Other operating expenses

### 7.1 Accounting policy

Optomed's other operating expenses include:

- expenses other than the cost of goods sold, such as travel, marketing, IT and office expenses.
- losses on the disposal of tangible and intangible assets.

### 7.2 Breakdown of other operating expenses

In thousands of euro	2020	2019
Travel expenses	-222	-651
Marketing expenses	-422	-489
IT expenses	-353	-385
Office expenses	-168	-189
Other administrative expenses	-714	-504
Research and development expenses	-276	-356
Other fixed expenses	-212	-407
<b>Total</b>	<b>-2,367</b>	<b>-2,980</b>

Other operating expenses also comprise changes in expected credit losses and realised credit losses.

### 7.3 Auditor's fees

In thousands of euro	2020	2019
Audit fees	-77	-85
Tax advisory services	-23	-24
Other services	-29	-510
<b>Total</b>	<b>-129</b>	<b>-618</b>

## 8. Depreciation, amortisation and impairment losses

### 8.1 Accounting policy

Depreciation and amortisation is the systematic allocation of the depreciable amount of a tangible / an intangible asset over its useful life. Optomed generally applies the straight-line method. An impairment loss is the amount by which the carrying amount of an asset exceeds its recoverable amount. Refer to Notes 12. Intangible assets and 13. Tangible assets.

### 8.2 Depreciation, amortisation and impairment losses by asset category

In thousands of euro	2020	2019
Intangible assets		
Development costs	-1,014	-848
Customer relationships	-222	-222
Technology	-102	-136
Other intangible assets	-129	-74
<b>Total</b>	<b>-1,467</b>	<b>-1,280</b>

In thousands of euro	2020	2019
Tangible assets		
Machinery and equipment	-313	-595
<b>Total</b>	<b>-313</b>	<b>-595</b>
<b>Total depreciation and amortisation / owned assets</b>	<b>-1,779</b>	<b>-1,875</b>

### 8.3 Impairment losses

The Group recognised impairment losses on intangible assets during financial year 2020 of 160 thousand euros and 0 in 2019.

There were no recognised impairment losses on tangible assets during years 2020, 2019.

## 9. Finance income and expenses

The accounting policies for financial assets and financial liabilities are presented in Note 17. Financial assets and 20. Financial liabilities.

### Recognised through profit or loss

#### 9.1 Finance income

In thousands of euro	2020	2019
Foreign exchange gains	364	23
Interest income	8	3
Other finance income	81	-18
<b>Total</b>	<b>452</b>	<b>8</b>



## 9.2 Finance expenses

In thousands of euro	2020	2019
Foreign exchange losses	-466	-3
Interest expenses	-171	-371
Other finance expenses	-157	9
<b>Total</b>	<b>-794</b>	<b>-365</b>
<b>Net finance expenses</b>	<b>-341</b>	<b>-356</b>

## 9.3 Borrowing costs - government loans

Optomed has capitalised under Development costs those borrowing costs incurred from the government loans (Business Finland) granted for development activities, refer also to Note 19. Financial liabilities. The capitalisation rate used to determine the amount of borrowing costs to be capitalised was 1 % for the years 2020-2019, being the interest rate applicable to those loans during the said annual periods. The capitalised costs amounted to EUR 14 thousand (2020) and EUR 8 thousand (2019), which were recorded as a deduction to interest expenses.

# 10. Income taxes

## 10.1 Accounting policy

The income tax expense for the period consists of:

- current tax, and
- change in deferred tax assets and deferred tax liabilities.

Income tax is recognized in the income statement, except that the income tax effects of items recognized in other comprehensive income or directly in equity are similarly recognized in other comprehensive income or equity.

The current income tax charge is calculated on the basis of the taxable income determined in accordance with the tax rates and laws enacted (or substantively enacted) in the countries where Optomed operates and generates taxable income. Income taxes are adjusted with any taxes relating to previous financial years. Other taxes not based on income are included within other operating expenses. Current taxes are calculated using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Taxable profit differs from the profit reported in the consolidated income statement, since:

- some income or expense items are taxable or deductible in other years, and/or
- certain income items are not taxable or certain expense items are non-deductible for taxation purposes.

Generally deferred tax is provided using the liability method on:

- temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and
- unused tax losses or unused tax credits.

Deferred tax assets are recognised for deductible temporary differences only to the extent that it is probable that future taxable profits will be available, against which Optomed can utilise deductible temporary differences. The amount and the probability of the utilisation of deferred tax assets are reviewed at the end of each reporting period. A valuation allowance is recognized against the deferred tax asset, if the utilisation of the related tax benefit is no more considered probable.

Deferred tax liabilities are usually recognized in full. However, deferred tax liability is not accounted for, if it arises from:

- the initial recognition of goodwill, or
- the initial recognition of an asset or a liability in a transaction which is not a business combination, and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax liability is recognised for investments in subsidiaries, except to the extent that Optomed is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and deferred tax liabilities are determined using tax rates (and laws) that are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled. The applied tax rate is the rate enacted or substantively enacted by the balance sheet date in the respective countries.

## 10.2 Current tax

In thousands of euro	2020	2019
Current tax for the reporting year	-	-
Current tax adjustments for prior years	-9	-
Change in deferred taxes	80	77
	<b>70</b>	<b>77</b>

## 10.3 Reconciliation between income tax expense in profit or loss and tax expense calculated using the Finnish corporate tax rate

	2020	2019
<b>Profit before income tax</b>	<b>-3,247</b>	<b>-2,952</b>
Tax using the Finnish corporate tax rate (20 %)	649	590
Effect of tax rate in foreign jurisdictions	12	14
Unrecognised deferred tax assets on taxable losses	-261	-255
Non-deductible expenses	7	-14
Share option expense	-107	-92
Depreciation and amortisation not deducted for tax purposes	-249	-240
Consolidation-related adjustments	20	73
<b>Taxes in the income statement</b>	<b>70</b>	<b>77</b>

## 10.4 Income taxes recognised in other comprehensive income

During the years 2019-2020 the Group did not recognise any income taxes in other comprehensive income.

## 10.5 Movements in deferred tax asset and deferred tax liability balances

### 2020

In thousands of euro	At Jan 1, 2020	Business combinations	Recognised through profit or loss	Recognised in equity	Exchange differences and other changes	At Dec 31, 2020
<b>Deferred tax assets</b>						
Right-of-use assets	8	-	3	-	-	11
<b>Total</b>	<b>8</b>		<b>3</b>	<b>-</b>	<b>-</b>	<b>11</b>
<b>Deferred tax liabilities</b>						
PPA Intangible assets	-534	-	65	-	-	-469
Development costs	-82	-	12	-	-	-70
<b>Total</b>	<b>-616</b>	<b>-</b>	<b>76</b>	<b>-</b>	<b>-</b>	<b>-540</b>
<b>Total deferred tax assets and deferred tax liabilities</b>	<b>-608</b>	<b>-</b>	<b>76</b>	<b>-</b>	<b>-</b>	<b>-529</b>

### 2019

In thousands of euro	At Jan 1, 2019	Business combinations	Recognised through profit or loss	Recognised in equity	Exchange differences and other changes	At Dec 31, 2019
<b>Deferred tax assets</b>						
Right-of-use assets	8	-	-	-	-	8
<b>Total</b>				<b>-</b>	<b>-</b>	<b>8</b>
<b>Deferred tax liabilities</b>						
PPA Intangible assets	-534	-	65	-	-	-534
Development costs	-82	-	12	-	-	-82
<b>Total</b>	<b>-616</b>	<b>-</b>	<b>77</b>	<b>-</b>	<b>-</b>	<b>-616</b>
<b>Total deferred tax assets and deferred tax liabilities</b>	<b>-608</b>	<b>-</b>	<b>77</b>	<b>-</b>	<b>-</b>	<b>-608</b>

## 10.6 Group's tax losses and depreciation and amortisation not deducted for tax purposes

In thousands of euro	Dec 31, 2020	Dec 31, 2019
Tax losses approved by tax authorities	10,409	6,129
Depreciation and amortisation not deducted for tax purposes	4,702	3,455

These tax losses relate to Optomed Plc and its Chinese subsidiaries. The Group has not recognised any deferred tax asset on these losses as at the time of preparation of these financial statements it is unlikely that these entities will generate taxable income against which the losses could be utilised before their expiration dates. The losses will expire in the years 2019-2029.

The depreciation and amortisation not deducted for tax purposes relate to Optomed Plc.

# 11. Loss per share

## 11.1 Accounting policy

### Basic and diluted earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing:

- the profit (loss) attributable to owners of the parent company
- by the weighted average number of ordinary shares (A and C shares) outstanding during the financial year.

In calculating the diluted earnings (loss) per share, the dilutive effect of all dilutive potential ordinary shares is taken into account in the weighted average number of outstanding shares. The Group's dilutive potential ordinary shares comprise the share-based incentive plans payable in shares.

## 11.2 Loss per share

	2020	2019
Loss attributable to owners of the parent company (in thousands of euro)	-3,177	6,129
Weighted average number of shares outstanding during the financial year (pcs)	13,262,766	8,935,654
<b>Basic loss per share (EUR/share)</b>	<b>-0.24</b>	<b>-0.32</b>

The table presented above reflects changes in the number of shares following the resolution of the Extraordinary General Meeting on 14 November 2019 to split the shares of the company with a ratio 1:20.

Diluted loss per share is not presented, as the results for the financial years 2019 and 2020 were negative and thus the dilutive instruments would have an undilutive effect on loss per share.

## 12. Intangible assets

### 13.1 Accounting policy

The Group's intangible assets comprise the following: a) goodwill, b) development costs, c) customer relationships and technology (identified in the Commit acquisition) and d) other intangible assets.

a) Goodwill: The excess of the

- consideration transferred
- amount of any non-controlling interest in the acquired entity, measured at fair value, and
- acquisition-date fair value of any previous equity interest in the acquired entity, over the fair value of the net identifiable assets acquired is recorded as goodwill. Goodwill reflects e.g. expected future synergies resulting from acquisitions. Goodwill is not subject to amortisation but is tested annually for impairment, or more frequently if there is any indication that it might be impaired, refer to Note 12.3 below. Goodwill is carried at historical cost less accumulated impairment losses.

b) Development costs: Development is the application of research findings or other knowledge to a plan or design for the production of new or substantially improved materials, devices, products, processes, systems or services before the start of commercial production or use. Optomed capitalises such costs when all the following criteria are met:

- Optomed can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale.
- Optomed intends to complete the intangible asset and use or sell it.
- Optomed is able to use or sell the intangible asset.
- Optomed is able to demonstrate how the intangible asset will generate probable future economic benefits.
- The Group has adequate technical, financial and other resources available to complete the development and

to use or sell the intangible asset

- Optomed is able to measure reliably the expenditure attributable to the intangible asset during its development. Capitalised development costs comprise all directly attributable costs (mainly labour) necessary to prepare the asset to be capable of operating in the manner intended. Optomed has also:

- capitalised borrowing costs arisen from government loans granted for development purposes, and

- deducted an applicable amount of major government grants received for development activities from the carrying amount.

Development expenditure that was initially expensed is not capitalised at a later date. The estimated useful life for development costs is 10 years.

Research is original and planned investigation Optomed undertakes with the prospect of gaining new scientific or technical knowledge and understanding. Such costs are expensed as incurred.

c) Customer relationships and technology: these assets were measured at fair value at the acquisition date using the multi-period excess earnings method and the relief-from-royalty method. Their estimated remaining useful lives are 10 years.

d) Other intangible assets: An intangible asset is recognised only if it is probable that the expected future economic benefits that are attributable to the asset will flow to Optomed, and the cost of the asset can be measured reliably. All other expenditure is expensed as incurred. Group's other intangible assets mainly comprise patents and trademark rights, which are amortised on a straight-line basis over their estimated useful lives (10 years).

Optomed reviews the amortisation periods and the amortisation methods applied at least at each financial year-end. If the expected useful life of the asset is different from previous estimates, the amortisation period shall be changed accordingly. The changes of useful lives can be due to e.g. technical development, changes in demand or competition, for example.

The Group assesses, at each reporting date, whether there is an indication that an intangible asset other than goodwill may be impaired. If any indication exists, Optomed estimates the asset's recoverable amount. An impairment loss is recognised in the income statement when the carrying amount of an asset exceeds its recoverable amount.

## **12.2 Assumptions and estimation uncertainties – development costs**

Optomed capitalises development expenditure as an intangible asset where the related criteria are met (refer to 12.1 Accounting policy above). This requires management to make judgement on when all of the criteria for capitalisation are met and when to cease capitalisation and start amortising the asset. The point at which development costs meet the criteria for capitalisation is dependent on Optomed management's judgement of, for example, the point at which technical feasibility is demonstrable.

In impairment testing the recoverable amount of development costs are determined based on value-in-use calculations. The calculations use cash flow projections approved by management covering a four-year period. Cash flows beyond the four-year period are extrapolated using the estimated steady growth rate of 1.8 %. The cash flow projections exclude expansion investments. The discount rate is defined as WACC (weighted average cost of capital), which reflects the total cost of equity and debt while considering the asset-specific risks. The pre-tax discount rate was 13.6% (13.6%) and the post-tax discount rate 11.2% (11.2%)

The sensitivity analysis is prepared in respect of the discount rate and the termi-

nal growth rate applied beyond the four-year projection period. The changes in these key assumptions - holding other assumptions constant - would result in the recoverable amount of the tested assets to equal their carrying amount as at December 31, 2020.

## 12.3 Reconciliation of carrying amounts

At December 31, 2020

In thousands of euro	Goodwill	Develop- ment costs	Customer relationships	Technology	Other intangible assets	Total
<b>Cost</b>						
Balance at January 1	4,256	8,246	2,222	1,023	859	16,606
Business combinations	-	-	-	-	-	-
Additions	-	1,463	-	-	86	1,549
<b>Balance at December 31</b>	<b>4,256</b>	<b>9,709</b>	<b>2,222</b>	<b>1,023</b>	<b>945</b>	<b>18,156</b>
<b>Accumulated amortisation and impairment losses</b>						
Balance at January 1	-	-3,029	-392	-184	-340	-3,945
Amortisation	-	-854	-222	-102	-121	-1,298
Impairment losses	-	-160	-	-	-	-160
Effect of movements in exchange rates	-	-	-	-	-	-
<b>Balance at December 31</b>	<b>-</b>	<b>-4,043</b>	<b>-614</b>	<b>-286</b>	<b>-461</b>	<b>-5,403</b>
<b>Carrying amount at Jan 1</b>	<b>4,256</b>	<b>5,218</b>	<b>1,829</b>	<b>840</b>	<b>519</b>	<b>12,662</b>
<b>Carrying amount at Dec 31</b>	<b>4,256</b>	<b>5,667</b>	<b>1,608</b>	<b>738</b>	<b>485</b>	<b>12,753</b>

## At December 31, 2019

In thousands of euro	Goodwill	Develop- ment costs	Customer relationships	Technology	Other intangible assets	Total
<b>Cost</b>						
Balance at January 1	4,256	7,353	2,222	1,023	543	15,397
Business combinations	-	-	-	-	-	-
Additions	-	894	-	-	316	1,210
<b>Balance at December 31</b>	<b>4,256</b>	<b>8,246</b>	<b>2,222</b>	<b>1,023</b>	<b>859</b>	<b>16,606</b>
<b>Accumulated amortisation and impairment losses</b>						
Balance at January 1	-	-2,181	-170	-82	-168	-2,601
Amortisation	-	-848	-222	-102	-172	-1,344
<b>Balance at December 31</b>	<b>-</b>	<b>-3,029</b>	<b>-392</b>	<b>-184</b>	<b>-340</b>	<b>-3,945</b>
<b>Carrying amount at Jan 1</b>	<b>4,256</b>	<b>5,172</b>	<b>2,051</b>	<b>942</b>	<b>376</b>	<b>12,796</b>
<b>Carrying amount at Dec 31</b>	<b>4,256</b>	<b>5,218</b>	<b>1,829</b>	<b>840</b>	<b>519</b>	<b>12,662</b>

The research and development costs expensed amounted to EUR 1,659 thousand (2020) and EUR 1,774 thousand (2019), mainly comprising personnel expenses.



## 12.4 Impairment testing of goodwill

### 12.4.1 Accounting policy

For the purposes of impairment testing goodwill is allocated to the cash-generating units (CGUs) or the groups of CGUs that are expected to benefit from the business combination in which the goodwill arose. A cash-generating unit is the smallest identifiable group of assets in Optomed that generates inflows that are largely independent from the cash inflows from other assets or groups of assets. A cash-generating unit is impaired when its carrying amount exceeds its recoverable amount. The recoverable amount is:

- the higher of the asset's or CGU's fair value less costs of disposal, and
- its value in use.

Optomed determines recoverable amounts based on value-in-use calculations prepared using discounted future net cash flows.

### 12.4.2 Assumptions and estimation uncertainties

At each balance sheet date Optomed management assesses if there is any indication of impairment of goodwill (or other intangible, tangible asset or right-of-use asset). Review is based on indicators that measure economic performance, such as Group's management reporting as well as economic environment and market follow-up.

Such indications may include, among others:

- unexpected changes in significant factors underlying impairment tests (revenues, profitability levels and changes in prevailing interest rates), and
- changes in market conditions.

The recoverable amount determined in the testing process is based on assumptions and estimates made by management on future sales, production costs, sales growth rate and discount rate, among others.

Optomed has allocated the goodwill arisen from the Commit acquisition to the Software operating segment. This segment establishes a single cash-generating unit. The carrying amount of the assets amounted to EUR 7,864 thousand as at December 31, 2020, including the goodwill of EUR 4,256 thousand.

In impairment testing the recoverable amount of the Software segment is determined based on value-in-use calculations. The calculations use cash flow projections approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated steady growth rate of 1.8 %. The cash flow projections exclude expansion investments. The discount rate is defined as WACC (weighted average cost of capital), which reflects the total cost of equity and debt while considering the asset-specific risks. The pre-tax discount rate was 13.6% (13.6%) and the post-tax discount rate 11.2% (11.2%).

The sensitivity analysis is prepared in respect of the discount rate and the terminal growth rate applied beyond the five-year projection period. The changes in these key assumptions - holding other assumptions constant - would result in the recoverable amount of the tested assets to equal their carrying amount as at December 31, 2020:

- The pre-tax discount rate should increase by 3.8 percentage point.
- The terminal growth rate should decrease by 7.7 percentage point.

Based on the impairment test carried out as at December 31, 2020 the goodwill was not impaired.

## 13. Tangible assets

### 13.1 Accounting policy

Tangible assets acquired by Optomed held for use are stated in the balance sheet at their cost. The cost comprises directly attributable incremental costs incurred in their acquisition and installation. Subsequently tangible assets are carried at cost, less any accumulated depreciation and any accumulated impairment losses. Ordinary repairs and maintenance costs are expensed during the reporting period in which they are incurred. Government grants are accounted for by reducing the carrying amount of the asset. The grant is then recognised in profit or loss over the useful life of the asset by way of a reduced depreciation charge.

Depreciation is charged so as to write off the cost of assets using the straight-line method, over their estimated useful lives, as follows:

- Production machinery and equipment: six years
- Other machinery and equipment: three years
- Office furniture: three years
- Cars: three years

Expected useful lives and residual values are reviewed at least at each financial year-end and if they differ significantly from previous estimates, the useful lives are revised accordingly. Recognition of depreciation is discontinued when a tangible asset is classified as held for sale. The Group assesses, at each reporting date, whether there is an indication that a tangible asset may be impaired. If any indication exists, Optomed estimates the asset's recoverable amount. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.

The gain or loss arising on the disposal or retirement of a tangible asset is determined as the difference between any net sale proceeds and the carrying amount of the asset and is recognised in other operating income or other operating expenses.

### 13.2 Reconciliation of carrying amounts

	Machinery and equipment	
	2020	2019
<b>Cost</b>		
Balance at January 1		
Business combinations	1,992	1,729
Additions	265	262
Balance at December 31	2,257	1,992
<b>Accumulated depreciation and impairment losses</b>		
Balance at January 1	-1,585	-990
Depreciation	-313	-595
Balance at December 31	-1,898	-1,585
Carrying amount at January 1	406	739
Carrying amount at December 31	359	406

Refer to Note 14. Leases for disclosures on Group's tangible assets acquired under lease agreements.

# 14. Leases

## 14.1 Accounting policy

The Group acts as a lessee leasing mainly business premises, IT equipment as well as other machinery and equipment. As a general rule, Optomed recognises a leased asset (right-of-use asset) and a lease liability for all leases, except for short-term leases and leases of low-value items (the accounting treatment is described below). The Group assesses whether a contract is or contains a lease at inception of a contract. A contract is or contains a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises:

- the amount of the initial measurement of the lease liability
- any lease payments made at or before the commencement date, less any lease incentives (e.g. lease-free months)
- any initial direct costs incurred by Optomed, and
- an estimate of restoration costs to be incurred by Optomed.

After the commencement date the right-of-use assets are measured at cost less any accumulated depreciation and any accumulated impairment losses and adjusted for certain remeasurements of the lease liability. The right-of-use asset is depreciated using the straight-line method, from the commencement date to the earlier of the end of the useful life of the right-of-use asset, or the end of the lease term. The estimated useful life for the business premises applied by Optomed is three years. The right-of-use asset is tested for impairment where necessary and any impairment loss identified is recorded in profit or loss.

Initially the lease liability is measured at the present value of the lease payments that are not paid at the commencement date. The discount rate used by the Group is Optomed's incremental borrowing rate. Lease payments included in the measurement of the lease liability comprise:

- fixed payments, including in substance fixed payments
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date of the contract

- amounts expected to be payable under a residual value guarantee, and
- the exercise price under a purchase option that the Group is reasonably certain to exercise.

Subsequently the lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When a lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Optomed has elected not to recognise right-of-use assets and lease liability for:

- short-term leases (that have a lease term of 12 months or less)
- leases of low-value assets (each asset with a value of approximately EUR 5,000 or less when new).

Such assets include IT equipment as well as other machinery and equipment. The Group recognises the lease payments associated with above-mentioned leases as an expense on a straight-line basis over the lease term.

## 14.2 Management judgements

Some business facility leases of the Group include termination options. Optomed uses such terms in its contract management to maximise operational flexibility for its business. Termination options are considered on a case-by-case basis following a regular management assessment. The factors considered include, for example, contractual terms and conditions for optional periods compared with market rates, the importance of the underlying asset to Optomed's operations as well as termination and replacement costs.

## 14.3 Amounts recognised in income statement

In thousands of euro	2020	2019
Expense relating to leases of low-value assets <sup>1</sup> (that are not short-term leases)	-6	-6
Depreciation charge for right-of-use assets by class of underlying asset (business premises) (included in Depreciation, amortisation and impairment losses in the income statement)	-394	-386
Interest expense on lease liabilities (included in Finance expenses)	-32	-30

## 14.4 Amounts presented in cash flow statement

Total cash outflow for leases	-390	-385
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## 14.5 Leased tangible assets

In thousands of euro	2020	2019
Additions to right-of-use assets	484	378
Depreciation charge for right-of-use assets	-394	-386
Carrying amount at the end of the financial year	1,165	1,075

Leased tangible assets comprise business premises and are presented as a separate line item Right-of-use assets in the consolidated balance sheet.

## 14.6 Lease liabilities

In thousands of euro	2020	2019
Current	425	414
Non-current	782	699
<b>Total</b>	<b>1,207</b>	<b>1,113</b>

The weighted average Optomed's incremental borrowing rate applied for discounting purposes was 3.2 %.

The above liabilities are presented on the line item Lease liabilities (non-current / current) in the consolidated balance sheet, based on their maturity. The maturity analysis is disclosed in Note 21.5 Liquidity risk.

## 15. Inventories

### 15.1 Accounting policy

Inventories are stated at the lower of cost and net realisable value. The cost of ready purchased products consists of the purchase price, including direct transportation, processing and other costs.

Cost is determined using the first-in, first-out (FIFO) method. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

In thousands of euro	2020	2019
Raw materials and consumables	2,539	2,468
<b>Total</b>	<b>2,539</b>	<b>2,468</b>

Optomed has not recognised any impairment losses on inventories in the financial years 2019-2020.

## 16. Financial assets

### 16.1 Accounting policy

Optomed classifies financial assets as follows:

- financial assets measured at fair value through profit or loss (FVTPL)
- financial assets measured at amortised cost, and
- financial assets measured at fair value through other comprehensive income (FVOCI).

Classification of financial assets is made based on their purpose of use upon

initial recognition. Classification relies on the objectives of Optomed's business model and the contractual cash flows from financial assets, or by applying the fair value option upon initial recognition. Optomed recognises all its financial assets at amortised cost.

All purchases and sales of financial assets are recognised at the trade date. For financial assets not carried at fair value through profit or loss, transaction costs are included in the initial carrying amount. Financial assets are derecognised when the Group loses the rights to receive the contractual cash flows on the financial asset or it has transferred substantially all the risks and rewards of ownership outside the Group.

#### Financial assets measured at amortised cost

Optomed recognises all trade receivables that are non-derivative assets at amortised cost. In the Group trade receivables are held within a business model whose objective is to collect the contractual cash flows, and those cash flows that are solely payments of principal and interest. Trade receivables are current assets that Optomed has the intention to hold for less than 12 months from the end of reporting period. Assets classified in this category are measured at amortised cost using the effective interest (EIR) method. The carrying amounts of current trade receivables are expected to substantially equal their fair values.

Optomed recognizes a loss allowance for expected credit losses on financial assets that are measured at amortised cost. The expected credit losses on trade receivables are recorded based on Optomed's historical knowledge on trade receivables at default and payment delays due to financial difficulties. The loss allowance is assessed both on an individual basis and collectively. The expected loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's effective interest rate. This adjustment is recognised in other operating expenses and as a deduction to the carrying amount of the receivable.

All realised credit losses are recognised in profit or loss. A credit loss is reversed in a subsequent period, if the reversal can be related objectively to an event occurring after the impairment was recognised. Optomed did not recognise credit losses during the financial years 2019-2020.

### Cash and cash equivalents

The Group's cash and cash equivalents consist of cash on hand, demand deposits and short-term, highly liquid investments. Items qualifying as cash equivalent have a maturity of three months or less from the date of acquisition.

## 16.2 Carrying amounts - at amortised cost

### Current financial assets

In thousands of euro	Note	2020	2019
Trade receivables			
Recourse factoring	21	131	1,242
Other trade receivables	21	2,509	1,655
Total trade receivables		2,641	2,897
Cash and cash equivalents		10,608	18,866
<b>Total</b>		<b>13,249</b>	<b>21,763</b>

The Group had no non-current financial assets at the end of the financial years 2019-2020.

## 16.3 Cash and cash equivalents

In thousands of euro	2020	2019
Cash and bank accounts	10,608	18,866
<b>Total</b>	<b>10,608</b>	<b>18,866</b>

## 17. Other receivables

In thousands of euro	2020	2019
Prepayments and accrued income	762	924
Other	236	304
<b>Total</b>	<b>998</b>	<b>1,228</b>

## 18. Capital and reserves

### 18.1 Accounting policy

The Group classifies the instruments it has issued either as equity instruments or financial liabilities based on their nature.

— An equity instrument is any contract that evidences a residual interest in the assets of Optomed after deducting all of

its liabilities.

— A financial liability is an instrument that obligates Optomed to de

liver cash or another financial asset, or the holder has a right to demand cash or another financial asset.

Optomed evaluates the terms of an issued compound instrument to determine whether it contains both a liability and an equity component. Such components are classified separately as financial liabilities, financial assets or equity instruments in accordance with the substance of the contractual arrangement.

## **18.2 Share capital and share series**

### **18.2.1 Accounting policy**

The share capital consists of the parent company's ordinary shares classified as equity. The subscription price of a share received by the company in connection with share issues is credited to the share capital, unless it is provided in the share issue decision that a part of the subscription price is to be recorded in the Reserve for invested non-restricted equity. Transaction costs directly attributable to the issue of new shares are recorded in equity as a deduction, net of tax, from the proceeds.

The share capital of Optomed Plc amounted to EUR 80 thousand at December 31, 2020 and 80 thousand at December 31.12.2019 . The share capital consists of one share class.

The shares have no nominal value. All issued shares have been fully paid. Each share carries one vote.

The company had three share series at the beginning of 2019 A, B and C series. Each B share and C share were converted into A shares by using a conversion ratio of 1:1 upon the closing of an Initial Public Offering (IPO) in December 5th 2019.

### 18.2.2 Movements in share numbers and Group's equity

The table below discloses changes in the number of shares and respective changes in Group's equity (A and C share classes).

## 2020

	Pieces				In thousands of euro	
	A series	B series (liability)	C series	Total	Share capital	Reserve for invested non- restricted equity
<b>At January 1, 2020</b>	<b>14,003,144</b>	-	-	<b>14,003,144</b>	<b>80</b>	<b>37,341</b>
Additions to Reserve for Invested non-equity based on option subscription		-	-			129
		-	-			
		-	-			
<b>At Dec 31, 2020</b>	<b>14,003,144</b>	-	-	<b>14,003,144</b>	<b>80</b>	<b>37,470</b>



## 2019

	Pieces				In thousands of euro	
	A series	B series (liability)	C series	Total	Share capital	Reserve for invested non- restricted equity
<b>At January 1, 2019</b>	<b>7,421,640</b>	<b>280,560</b>	<b>445,500</b>	<b>8,147,700</b>	<b>19</b>	<b>18,549</b>
Share issue: registered June 5, 2019	600,000	-	-	600,000	-	3,000
Combination of share series December 5, 2019	726,060	-280,560	-445,500	-		
Share issue: registered December, 2019	5,255,444			5,255,444	61	15,792
<b>At Dec 31, 2019</b>	<b>14,003,144</b>	<b>-</b>	<b>-</b>	<b>14,003,144</b>	<b>80</b>	<b>37,341</b>

The Extraordinary General Meeting resolved on 14 November 2019 to split the shares of the company with a ratio 1:20. The tables presented above reflect this change in the number of shares.

## 18.3 Treasury shares

### 18.3.1 Accounting policy

The consideration paid for treasury shares, including any directly attributable transaction costs (net of taxes), is deducted from equity, until the shares are cancelled or reissued. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable transaction costs and net of taxes, is directly recognised in equity.

The total amount of treasury shares was 740 378 shares in the end of the financial year.

## 18.4 Dividends

### 18.4.1 Accounting policy

Dividend distribution to the parent company's shareholders is recognised as a liability in the consolidated balance sheet in the period in which the dividends are approved by the company's Annual General Meeting.

Under the Finnish Limited Liability Companies Act the amount of capitalised development costs (accounted for in accordance with the Finnish Accounting Act) is deducted from unrestricted equity in calculating distributable funds.

Optomed Plc has distributed dividends on cumulative preference shares (B share series) at the combination of share series on December 5, 2019 and the preference share liability is fully paid.

## 18.5 Reserves

### Reserve for invested non-restricted equity

The reserve for invested non-restricted equity comprises other equity investments and that part of the share subscription price that has not specifically been allocated to share capital.

### Share premium

The share premium accrued under the previous Finnish Limited Liability Companies Act. Under the current Act the share premium is classified as restricted equity and may no longer increase. The share premium may be reduced in accordance with the rules applying to decreasing share capital and can be used to increase the share capital as a reserve increase.

### Translation differences

The reserve includes translation differences arisen from the IFRS post-transition date (January 1, 2016) translation of the financial statements of foreign operations into euro.

### Retained earnings

Retained earnings are earnings accrued over the previous financial years that have not been transferred to equity reserves or issued as dividends to owners.

## 18.6 Capital management

Optomed's objective in capital management is to maintain optimum capital structure in order to secure normal operating conditions and to optimise cost of capital to create value to shareholders. For capital management purposes, Optomed manages equity as indicated in the consolidated balance sheet. The equity is mainly influenced through share issues and restructuring of loans and borrowings. The Group is not subject to externally imposed capital requirements. Group management and the Board of Directors of the parent company monitor Group's capital structure and liquidity development. The objective of this monitoring is to ensure Group's liquidity and flexibility of capital structure in order to fulfil the growth strategy.

Optomed monitors the development of capital structure based on equity ratio, which was:

- 69.03 % (at December 31, 2020, Group)
- 57.53 % (at December 31, 2019, Group)

Equity ratio is also the financial covenant of Optomed's borrowing facilities (line item Borrowings from financial institutions). For covenant accounting purposes equity ratio is calculated following FAS (Finnish Accounting Standards), based on the related terms of the borrowings.

## 19. Financial liabilities

### 19.1 Accounting policy

Optomed classifies financial liabilities as follows:

- financial liabilities measured at amortised cost, and
- financial liabilities measured at fair value through profit or loss (FVTPL).

Optomed did not use derivative instruments during the years 2019-2020, and the Group had no other financial liabilities at fair value through profit or loss at the end of financial years 2019-2020.

Financial liabilities at amortised cost

Financial liabilities are initially recognised at fair value. Transaction costs are included in the original carrying amount. Subsequently these financial liabilities are measured at amortised cost using the effective interest rate (EIR) method. A financial liability is classified as current if Optomed does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. In respect of loans and borrowings current financial liabilities comprise the portion falling due within less than 12 months and repayments in accordance with the repayment plans.

Financial liabilities may be interest-bearing or non-interest-bearing. The Group's all financial liabilities carry interest.

A financial liability (or part of the liability) is not derecognised until the liability has ceased to exist, that is, when the obligation identified in a contract has been

fulfilled, cancelled or is no longer effective.

### Borrowing costs

Optomed capitalises borrowing costs that are directly attributable to creation of a qualifying asset as an addition to the cost of that asset.

— Borrowing costs are interest and other costs that Optomed incurs in connection with the borrowing of funds.

— A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use.

Optomed considers capitalised development costs to be a qualifying asset. Consequently, the Group recognises those borrowing costs incurred from the government loans (from Business Finland), granted for development activities, as an addition to the carrying amount of the development cost. The capitalised borrowing costs are recorded as a deduction to interest expenses. Other borrowing costs are expensed in the period in which Optomed incurs them. Optomed ceases capitalising borrowing costs when the development project is substantially complete.

For cash flow statement purposes Optomed classifies cash flows related to capitalised borrowing costs as operating activities.

## 19.2 Financial liabilities measured at amortised cost

In thousands of euro	2020	2019
<b>Non-current financial liabilities</b>		
Borrowings from financial institutions	3,520	5,104
Government loans	2,670	2,998
Lease liabilities	782	699
<b>Total</b>	<b>6,972</b>	<b>8,800</b>
<b>Current financial liabilities</b>		
Borrowings from financial institutions	0	1,766
Government loans	328	60
Lease liabilities	425	414
Trade payables	595	1,667
<b>Total</b>	<b>1,348</b>	<b>3,907</b>
<b>Total financial liabilities</b>	<b>8,320</b>	<b>12,707</b>

The company mortgages related to the borrowings from financial institutions are disclosed in Note 22. Contingent assets, contingent liabilities and commitments.

## 19.3 Changes in financial liabilities

In the financial year 2020 the Group adjusted the repayment schedule for borrowings from financial institutions, however, the repayment dates remained unchanged.

## 19.4 Financial covenant

Optomed's borrowings from financial institutions contain a financial covenant (equity ratio) and Optomed also has to meet certain key operative targets. The related liabilities amounted to EUR 3,524 thousand (at December 31, 2020) and EUR 6,698 thousand (at December 31, 2019). The borrowings will be repaid in accordance with the repayment schedule.

Optomed has to comply with the financial covenant terms specified in the loan agreement terms at the financial year-end. Equity ratio is calculated using the agreed formula. The table below summarises the Group's financial covenant term and compliance over the financial years 2019-2020.

	Covenant term	Actual ratio	Applicable level
At December 31, 2020	25 %	69.03 %	Optomed Group
At December 31, 2019	25 %	57.53 %	Optomed Group

For covenant accounting purposes equity ratio is calculated following FAS (Finnish Accounting Standards), based on the related terms of the borrowings.

Optomed was in compliance with the covenant as at December 31, 2020 and as at December 31, 2019.

## 19.5 Government loans - borrowings costs

Optomed has capitalised borrowing costs incurred from the government loans granted for development activities in the balance sheet under Development costs. Details are disclosed in Note 9.3 Borrowing costs - government loans.

## 19.6 Fair values - financial liabilities measured at amortised cost

Optomed considers that the carrying amounts of the financial liabilities measured at amortised cost substantially equal to their fair values. This estimate corresponds to the fair value hierarchy Level 3, as the measurement of the said liabilities is based on Optomed management view. The fair value hierarchy is presented in Note 1.2.3 Fair value measurement.

## 20. Other payables

In thousands of euro	2020	2019
Accrued expenses and prepaid income	1,494	2,911
Other	646	739
<b>Total</b>	<b>2,141</b>	<b>3,650</b>

## 21. Financial risk management

### 21.1 Principles of financial risk management

Optomed's financial risks consist of liquidity risk, interest rate risk, foreign exchange transaction risk, foreign The Group manages centrally loan negotiations for the parent company and the subsidiaries, for example, and projects the financing requirements for the next 12 months on a rolling basis, in order to ensure long-term liquidity. The Group also handles negotiations in respect of letters of credit and recourse factoring on a centralised basis.

The objective is to ensure that the Group has liquidity for outgoing commitments at all times and that the financing portfolio is well diversified. The financing portfolio should also be flexible in case of changes in Optomed's business operations. The Board of Directors of the parent company has the following responsibilities:

- reviewing and approving the Group's risk management policy and the Group's strategy concerning external financing and financial risk management on an annual basis
- evaluating and approving new financial instruments and arrangements
- delegating the authority to undertake financial risk management and financing activities to the CEO and CFO
- reviewing the Group's risk exposures on a monthly basis, and
- reviewing any policy breaches.

Currently letters of credit, recourse factoring agreements as well as non-current loans and borrowings from financial institutions are the only approved financial instruments.

Subsidiaries should maximise their long-term performance by optimising their working capital structure. Basic financial management operations are delegated to the subsidiaries, such as payment transactions and debt collection.

### 21.2 Foreign exchange transaction risk and foreign exchange translation risk

Due to its international operations, Optomed is exposed to transaction risks arising from foreign currency positions and risks from investments denominated in foreign currencies translated into the functional currency of the parent company.

The Group's foreign exchange translation risk is defined as the negative effect of movements in exchange rates on the value of a foreign subsidiary's assets when those values are translated into the reporting currency of the parent company. The Group has subsidiaries in China. So far, the translation difference has not been a significant item, and thus the Group has not hedged this risk by using currency derivative instruments.

Optomed's trade receivables and trade payables may be denominated in foreign currencies and thus prone to foreign exchange transaction risk. Foreign exchange transaction risk may also arise from tangible assets subject to price changes due to volatility in exchange rates.

The Group has foreign currency positions denominated in Chinese Renminbi (CNY) and US Dollar (USD). Transaction is managed by actively monitoring currency positions, i.e. absolute amounts. Should the absolute amounts for currency positions increase significantly, Optomed may consider using currency derivative instruments for hedging purposes, where necessary.

## 21.2.1 Currency risk exposure

In thousands of euro	USD	CNY
<b>At December 31, 2020</b>		
Gross trade receivables	15	1,352
Trade payables	163	0
<b>Total</b>	<b>178</b>	<b>1,352</b>
<b>At December 31, 2019</b>		
Gross trade receivables	104	640
Trade payables	689	0
<b>Total</b>	<b>793</b>	<b>640</b>

## 21.2.2 Sensitivity analysis on exchange rate movements

In thousands of euro	Income statement	
	strengthening	weakening
<b>At December 31, 2020</b>		
Gross trade receivables		
+/- 10 % change in USD	2	-2
+/- 10 % change in CNY	135	-135
<b>Trade payables</b>		
+/- 10 % change in USD	-16	16
+/- 10 % change in CNY	0	0
<b>Total net effect</b>	<b>121</b>	<b>-121</b>
In thousands of euro	strengthening	
	strengthening	weakening
<b>At December 31, 2019</b>		
Gross trade receivables		
+/- 10 % change in USD	10	-10
+/- 10 % change in CNY	64	-64
<b>Trade payables</b>		
+/- 10 % change in USD	-69	69
+/- 10 % change in CNY	0	0
<b>Total net effect</b>	<b>6</b>	<b>-6</b>

### 21.2.3 Average rates and closing rates for financial years used in consolidated financial statements

	Average rate	Closing rate	Average rate	Closing rate
	2020	2020	2019	2019
EUR/USD	0.86	0.81	0.89	0.90
EUR/CNY	0.13	0.12	0.13	0.13

## 21.3 Interest rate risk

Optomed's interest rate risk is primarily derived from outstanding floating-rate borrowings from financial institutions. Interest rate risk is not significant. The Group's revenues and operational cash flows are to a large extent independent of fluctuations in interest rates.

Optomed's loans and borrowings carry variable interest. The Group had interest-bearing financial liabilities totaling EUR 6,518 thousand (at December 31, 2020) and EUR 9,927 thousand (at December 31, 2019). Those liabilities are linked to Euribor rates (0 to 12 months). The weighted average interest rate was 0.50 % (2020) and 0.50 % (2019).

Optomed manages interest rate risk by projecting its outstanding net debt for the next 12 months on a rolling basis. In addition, the Group uses likely interest rate scenarios to identify the effect interest rate risk could have on Optomed's result and key figures. As the interest rate risk is not significant for the Group, Optomed has not used derivative instruments to hedge financial liabilities against changes in market interest rates.

The following interest rate sensitivity analysis presents how Optomed's interest expenses on borrowings from financial institutions would increase following a change of 1 percentage point (100 basis points) in reference interest rates. In respect of the government loans a change of 3 percentage points was applied since only a change of at least 3 percentage points would increase the Group's

interest expenses, based on the loan terms. The effect of decrease in interest expenses – either by 1 (one) or 3 (three) percentage points – is excluded from the sensitivity analysis, as the reference rate cannot be negative.

### 21.3.1 Cash flow sensitivity due to interest rates

In thousands of euro	Income Statement	
	100 bps increase	300 bps increase
<b>At December 31, 2020</b>		
Borrowings from financial institutions	45	
Government loans		99
<b>At December 31, 2019</b>		
Borrowings from financial institutions	66	
Government loans		95

## 21.4. Credit risk and counterparty risk

Credit and counterparty risk arise from a counterparty not being able to fulfil its contractual requirements, and thus resulting in a loss to the creditor. Trade receivables are the main driver of credit and counterparty credit risk. Counterparty risk results from receivables from companies with which the Group provides credit.

Optomed considers it has no significant credit risk concentrations. Credit risk is actively managed, in order to avoid such concentrations.

Optomed manages counterparty credit risk by using credit limits approved by the Board of Directors and only dealing with authorized counterparties when it comes to financing activities such as letters of credit. Optomed has policies in place to ensure that products are sold and services provided only to those clients with appropriate credit history. Client credit data is reviewed prior to the signing of the agreement. Receivable collection and follow up are performed actively and streamlined by the recourse factoring agreement with a Finnish financial institution. In the recourse factoring arrangement the financial institution manages collection activities and partly guarantees receivables but the final risk remains with Optomed. The arrangement reduces the Group's credit risk and improves liquidity. The Group also manages counterparty credit risk with advance payments and letters of credit. The maximum exposure to credit risk at the end of the financial year is the carrying amount of financial assets.

The following tables disclose credit exposure per geographical area, aging analysis for trade receivables and related expected credit losses (ECL). The loss allowance has been recorded in accordance with the tables presented below.

### 21.4.1 Credit exposure per geographical area

In thousands of euro	Carrying amount	
	2020	2019
<b>Gross trade receivables from companies</b>		
Finland	912	814
China	1,352	892
Other	377	1,191
<b>Total</b>	<b>2,641</b>	<b>2,897</b>

### 21.4.2 Exposure to credit risk and loss allowance

In thousands of euro	Gross carrying amount	Weighted av. loss rate %	Loss allowance
<b>At December 31, 2020</b>			
Current (not past due)	2,290	0.5 %	11
<b>Past due</b>			
1-30 days	181	1.5 %	3
31-60 days	48	4 %	2
61-90 days	3	9 %	0
More than 90 days past due	3	12 %	0
<b>Total</b>	<b>2,525</b>		<b>17</b>
<b>At December 31, 2019</b>			
Current (not past due)	921	0.5 %	5
<b>Past due</b>			
1-30 days	220	1.5 %	3
31-60 days	4	4 %	0
61-90 days	8	9 %	1
More than 90 days past due	600	12 %	72
<b>Total</b>	<b>1,752</b>		<b>81</b>



### 21.4.3 Reconciliation of loss allowance

In thousands of euro	2020	2019
<b>Balance at January 1</b>	81	64
Amounts written off	-9	0
Net remeasurement of loss allowance	-56	16
<b>Balance at December 31</b>	<b>16</b>	<b>81</b>

Changes in expected credit losses and realised credit losses are recognised in the income statement under Other operating expenses.

### 21.4.4 Recourse factoring (insured receivables)

In thousands of euro	2020	2019
Carrying amount at December 31		
Trade receivables, recourse factoring	131	1,242
<b>Total</b>	<b>131</b>	<b>1,242</b>

In the recourse factoring arrangement, Optomed transfers trade receivables to be collected by a financial institution and thereby receives credit insurance covering a large part of the carrying amount of trade receivables. Owing to the nature of the arrangement and the extent of the insurance, receivables do not include significant credit risk and consequently those trade receivables are excluded from expected credit losses (ECL) accounting.

### 21.5 Liquidity risk

Liquidity risk is incurred from a potential mismatch between Optomed's liquid assets and financing requirements. The company adheres to careful liquidity risk management and aims to ensure sufficient liquidity even in difficult circumstances. The Group manages liquidity risk by ensuring that non-current liabilities have different maturities and by limiting individual receivables. Optomed also aims at ensuring liquidity through credit instruments. The liquidity of the company is monitored and forecasted over a 12-month period and, if necessary, short-term liquidity is monitored. Liquidity is followed up on a rolling basis and any changes are addressed promptly.

The liquidity reserve comprises highly liquid assets that can be used without delay to cover financial obligations at all times. Optomed aims at ensuring that it always has the amount of liquid funds available to fund operations. The liquidity reserve includes the following components: cash and cash equivalents, liquid investments and credit limits.

The table below analyses financial liabilities based on their contractual maturities. The amounts disclosed are undiscounted, comprising both interest payments and repayments of capital.

## 21.5.1 Contractual maturities of financial liabilities

In thousands of euro	Total	0-3 months	3-12 months	2-3 years	4-5 years	Over 5 years
<b>At December 31, 2020</b>						
Borrowings from financial institutions	3,524	-	-	1,762	1,762	-
Government loans	2,998	166	161	991	948	732
Lease liabilities	1,207	106	319	782	-	-
Trade payables	595	595	-	-	-	-
<b>Total</b>	<b>8,324</b>	<b>868</b>	<b>479</b>	<b>3,535</b>	<b>2,710</b>	<b>732</b>
In thousands of euro	Total	0-3 months	3-12 months	2-3 years	4-5 years	Over 5 years
<b>At December 31, 2019</b>						
Borrowings from financial institutions	6,698	397	1,190	3,333	1,778	-
Government loans	3,057	-	335	1,075	865	783
Lease liabilities	1,113	175	524	414	-	-
Trade payables	1,667	1,667	-	-	-	-
<b>Total</b>	<b>12,535</b>	<b>2,239</b>	<b>2,049</b>	<b>4,822</b>	<b>2,642</b>	<b>783</b>

The Covenant equity ratio must be at least 25% until the end of 2020 and 35% thereafter. If the covenants are breached, the financial institution has the right to immediately terminate the contracts or require repayment and/or alternatively the right to increase the marginal for the borrowings and obligations by 2 percentage points. The covenant agreement is in force as long as Optomed Plc has unpaid debt, obligations or other commitments. The Group carried out a share issue in spring 2019, and autumn 2019.

In 2020 Optomed changed repayment programs and the changes affect the future payments. The loan periods were not extended but repayment amounts were modified to be better aligned with Optomed's liquidity.

It is not possible to repay the borrowings at an earlier date than agreed in the related terms. The lender has no right to demand for repayment, except in the event of a breach of the covenant (refer to Note 19.4 Financial covenant ). The borrowings can be renegotiated.

## 22. Contingent liabilities, contingent assets and commitments

### 22.1 Accounting policy

A contingent liability arises when:

- there is a possible obligation that arises from past events and whose existence will be confirmed by a future event that is outside the control of Optomed
- there is a present obligation that arises from past events, but probably will not require an outflow of resources, or
- Optomed cannot make a sufficiently reliable estimate of the amount of a present obligation.

Contingent liabilities are not recognised, but require disclosure unless the possibility of outflow is remote.

A contingent asset arises when:

- the inflow of economic benefits to Optomed is probable, but not virtually certain, and
- occurrence depends on an event outside the control of Optomed.

Contingent assets require disclosure only. If the realisation of income is virtually certain, the income item is recognised.

### 22.2 Collaterals

In thousands of euro	2020	2019
<b>Liabilities secured under company mortgages given by Optomed<sup>1</sup></b>		
Borrowings from financial institutions, current	328	7,826
Borrowings from financial institutions, non-current	6,194	2,100
<b>Total</b>	<b>6,522</b>	<b>9,927</b>
<b>Collaterals given by collateral type</b>		
Borrowings from financial institutions, company mortgages given	8,700	8,700
Other collaterals given	800	800
<b>Total</b>	<b>9,500</b>	<b>9,500</b>

*1 Nominal values of the borrowings, which differ from the amounts recognised in the consolidated balance sheet, measured at amortised cost.*

### 22.3 Guarantees

Delivery guarantee, Fabrinet Pte Ltd. USD 800 thousand

#### 2019:

Delivery guarantee, Fabrinet Pte Ltd. USD 800 thousand

## 22.4 Legal proceedings and disputes

Optomed was not involved in any legal proceedings nor had any disputes during the financial years 2019-2020.

## 22.5 Contingencies attaching to government grants

Non-compliance with the conditions attached to the EU Horizon 2020 funding programme may result in, for example, the rejection of ineligible costs or reduction of the grant. Refer to Note 4. Other operating income for more detailed information on the grant.

# 23. Related party disclosures

## 23.1 Accounting policy

The parent company Optomed Plc's related parties include the following:

- its subsidiaries
- key management personnel, comprising the members of the Board of Directors, CEO and the Group Management Team members
- entities, over which the above-mentioned persons have control, joint control or significant influence
- close family members of the above-mentioned persons

The related party transactions disclosed consist of transactions carried out with related parties that are not eliminated in the consolidated financial statements.

## 23.2 Key management personnel compensation

The amounts disclosed in the tables below represent the expenses recognised in those financial years. Salary amounts include any fringe benefits. The CEO and the Group Management Team members are entitled to the statutory pension, and the retirement age is determined by the Finnish statutory pension system.

In thousands of euro	2020	2019
<b>CEO Seppo Kopsala</b>		
Salaries and other short-term employee benefits	-144	-105
Pension benefits (defined contribution plans)	-28	-22
Share-based payments	-	-
<b>Total</b>	<b>-172</b>	<b>-127</b>
In thousands of euro	2020	2019
<b>Group Management Team</b>		
Salaries and other short-term employee benefits	-731	-615
Pension benefits (defined contribution plans)	-157	-125
Share-based payments	-249	-163
<b>Total</b>	<b>-1,137</b>	<b>-902</b>
In thousands of euro	2020	2019
<b>Key management personnel</b>		
Salaries and other short-term employee benefits	-876	-720
Pension benefits (defined contribution plans)	-185	-147
Share-based payments	-249	-163
<b>Total</b>	<b>-1,310</b>	<b>-1,029</b>

### 23.3 Transactions with other related parties and outstanding balances

Revenues and trade receivables relate to the major shareholders of Optomed Plc considered to be related parties to the parent company. Refer also to Note 2.4 Major customers.

In thousands of euro	Revenues	Trade receivables	Other expenses
2019	2,200	1,172	-143
2020	2,685	1,389	-103

Other expenses consist of expenses consulting fees paid to the Chairman of the Board of Directors.

### 23.4 Group structure

At December 31, 2020 the Group comprised the following companies: The Chinese subsidiary Optomed Medical Consulting (Shanghai) Co. Ltd was closed in early 2020. Optomed Usa Inc was founded early 2020.

Subsidiary	Domicile	Ownership interest, %
<b>Optomed Software Oy</b>	Finland	100
Optomed Hong Kong Ltd.	Hong Kong	100
Optomed China Ltd	China	100
Shanghai Optomed Medical Technology Ltd	China	100
<b>Optomed USA Inc</b>	<b>USA</b>	<b>100</b>

## 24. Events after the end of the reporting period

On 12 January 2021, Optomed announced that it has been awarded a contract to develop an advanced IT system for the automation and evaluation of outcomes in ophthalmic care. The system is developed for the Finnish University Eye Clinics.

On 14 January 2021, Optomed announced the proposal of the Nomination Board to the next Annual General Meeting. The Nomination Board proposed that Seppo Mäkinen, Petri Salonen, Reijo Tauriainen and Anna Tenstam are re-elected as Board members and Haohao Zhang is elected as a new Board member. The Board remuneration was proposed to remain as-is.

On 28 January, Optomed announced that it has established an international scientific advisory board. The board consists of globally recognized and scientifically merited medical doctors specializing in ophthalmology and neuro-ophthalmology, with advanced experience on artificial intelligence applied to detection of ophthalmic conditions.

# Parent Company's Financial Statements

## Profit and loss account

		1 Jan - 31 Dec 2020		1 Jan - 31 Dec 2019
<b>NET TURNOVER</b>		<b>4,228,777.54</b>		<b>6,432,200.99</b>
Other operating income		160,731.26		312,947.83
Materials and supplies				
Raw materials and consumables				
Purchases during the financial year	-2,163,549.24		-3,184,890.04	
Change in stocks	-22,069.61		-18,390.16	
External services	0.00	-2,185,618.85	-8,104.39	-3,211,384.59
Personnel expenses				
Wages and salaries	-2,352,188.27		-2,341,781.32	
Social security expenses				
Pension expenses	-392,853.96		-404,968.55	
Other social security expenses	-103,472.20	-2,848,514.43	-57,275.34	-2,804,025.21
Depreciation, amortisation and impairment				
Depreciation and amortisation according to plan	-1,246,801.50	-1,246,801.50	-1,201,913.95	-1,201,913.95
Other operating expenses		-1,724,644.28		-1,914,680.45
<b>OPERATING PROFIT (LOSS)</b>		<b>-3,616,070.26</b>		<b>-2,386,855.38</b>
Financial income and expenses				
From others	7,439.81		2,030.28	
Interest expense and other financial expenses				
To group undertakings (-)	-12,980.16		-27,647.01	
To others (-)	-220,621.64	-226,161.99	-4,253,538.78	-4,279,155.51
<b>PROFIT (LOSS) BEFORE APPROPRIATIONS AND TAXES</b>		<b>-3,842,232.25</b>		<b>-6,666,010.89</b>
Appropriations				
Group contribution	1,699,561.34	1,699,561.34	1,175,474.55	1,175,474.55
<b>PROFIT (LOSS) FOR THE FINANCIAL YEAR</b>		<b>-2,142,670.91</b>		<b>-5,490,536.34</b>

# Balance sheet

	31 Dec 2020		31 Dec 2019	
<b>Assets</b>				
<b>NON-CURRENT ASSETS</b>				
Intangible assets				
Development expenditure	5,378,568.98		5,098,409.81	
Intangible rights	298,350.18		249,653.92	
Other capitalised long-term expenditure	130,135.98	5,807,055.14	173,426.31	5,521,490.04
Tangible assets				
Machinery and equipment	397,895.02		393,534.26	
Other tangible assets	950.00	398,845.02	950.00	394,484.26
Investments				
Holdings in group undertakings	9,266,906.46		9,082,863.03	
Receivables from group undertakings	1,003,875.27	10,270,781.73	1,033,582.47	10,116,445.50
<b>TOTAL NON-CURRENT ASSETS</b>		<b>16,476,681.89</b>		<b>16,032,419.80</b>
<b>CURRENT ASSETS</b>				
Stocks				
Raw materials and consumables	1,186,165.07		968,727.28	
Finished products / goods for resale	1,132,020.27	2,318,185.34	1,274,559.21	2,243,286.49
Long-term receivables				
Amounts owed by group undertakings	81,492.95	81,492.95	0.00	
Short-term receivables				
Trade debtors	5,083,426.44		5,414,257.04	
Amounts owed by group undertakings	730,117.05		449,534.95	
Other receivables	201,783.07		231,726.10	
Prepayments and accrued income	342,625.71	6,357,952.27	275,994.16	6,371,512.25
Cash at bank and in hand		7,985,918.68		17,943,853.21
<b>TOTAL CURRENT ASSETS</b>		<b>16,743,549.24</b>		<b>26,558,651.95</b>
<b>Total assets</b>		<b>33,220,231.13</b>		<b>42,591,071.75</b>

# Balance sheet

		31 Dec 2020		31 Dec 2019
<b>Capital, reserves and liabilities</b>				
<b>CAPITAL AND RESERVES</b>				
Share capital		80,000.00		80,000.00
Share premium account		503,699.60		503,699.60
Reserve for invested free own capital		41,384,281.85		41,255,042.75
Retained earnings (Cumulative loss)		-14,420,142.63		-8,929,606.29
Profit (loss) for the financial year		-2,142,670.91		-5,490,536.34
<b>TOTAL CAPITAL AND RESERVES</b>		<b>25,405,167.91</b>		<b>27,418,599.72</b>
<b>LIABILITIES</b>				
Non-current				
Loans from credit institutions	6,194,905.28		7,833,823.28	
Amounts owed to group undertakings	0.00	<b>6,194,905.28</b>	1,374,060.40	<b>9,207,883.68</b>
Current				
Loans from credit institutions	327,583.21		2,100,381.77	
Advances received	39,386.50		66,649.30	
Trade creditors	444,594.45		1,528,295.26	
Amounts owed to group undertakings	0.00		31,938.68	
Other liabilities	86,498.53		84,635.83	
Accruals and deferred income	722,095.25	1,620,157.94	2,152,687.51	5,964,588.35
<b>TOTAL LIABILITIES</b>		<b>7,815,063.22</b>		<b>15,172,472.03</b>
<b>Total capital, reserves and liabilities</b>		<b>33,220,231.13</b>		<b>42,591,071.75</b>



## Cash flow statement - indirect

	1 Jan 2020–31 Dec 2020	1 Jan 2019–31 Dec 2019
<b>Cash flow from operating activities:</b>		
<b>Profit(loss) (+/-)</b>	<b>-2,142,670.91</b>	<b>-5,490,536.34</b>
Adjustments to operating profit (+/-) for:		
Depreciation according to plan	1,246,801.50	1,201,913.95
Unrealised foreign exchange gains and losses	49,178.43	-25.65
Financial income and expenses	176,983.56	4,279,155.51
Other adjustments, share benefit - members of the board	37,564.74	0.00
Cash flow before working capital changes	-632,142.68	-9,492.53
<b>Working capital changes:</b>		
Increase/decrease in trade and other short-term interest-free receivables	-67,932.97	-1,000,911.91
Increase/decrease in stocks	-74,898.85	-1,352,419.77
Increase/decrease in short-term interest-free liabilities	-2,556,530.08	2,372,738.78
Operating cash flow before financing items and taxes	-3,331,504.58	9,914.57
Interest and other financial expenses paid relating to operating activities (-)	-216,764.89	-4,247,380.81
Interest received relating to operating activities	7,439.81	507.78
<b>Cash flow from operating activities:</b>	<b>-3,540,829.66</b>	<b>-4,236,958.46</b>
<b>Cash flow from investing activities:</b>		
Purchase of tangible and intangible items (-)	-1,536,727.35	-1,135,267.88
Purchase of investments (-)	-184,043.43	0.00
Proceeds from repayment of loans	29,707.20	0.00
<b>Cash flow from investing activities</b>	<b>-1,691,063.58</b>	<b>-1,135,267.88</b>
<b>Cash flow from financing activities</b>		
Proceeds from issuance of share capital	91,700.00	22,706,043.36
Proceeds from short-term borrowings	0.00	753,144.82
Repayment of short-term borrowings (-)	-1,529,857.24	-460,387.04
Repayment of long-term borrowings (-)	-3,287,858.40	0.00
<b>Cash flow from financing activities</b>	<b>-4,726,015.64</b>	<b>22,998,801.14</b>
<b>Net increase (+)/ decrease (-) in cash and cash equivalents</b>	<b>-9,957,908.88</b>	<b>17,626,574.80</b>
<b>Cash and cash equivalents at beginning of period</b>	<b>17,943,827.56</b>	<b>317,252.76</b>
<b>Cash and cash equivalents at end of period</b>	<b>7,985,918.68</b>	<b>17,943,827.56</b>

# Accounting policies

Optomed Oyj financial statements have been prepared in accordance with the Finnish Accounting Act (FAS)

## Valuation principles and methods

### Valuation principles and methods of non-current assets

Tangible and intangible assets are recognised in the balance sheet at cost less depreciation according to plan. Cost includes variable expenditure relating to the acquisition and production of the assets. Grants received are deducted from the cost. Depreciation according to plan is calculated using the straight-line method based on the useful life of the assets. Depreciation is started at the month when the asset is taken into use.

The depreciation periods are as follows: Intangible assets 5-10 years  
Machinery and equipment 3-6 years

The cost of tangible and intangible assets whose probable useful life is less than 3 years or whose value is low (less than 850.00 €) is recognised as an expense as incurred expense.

## Valuation of stocks

Stocks are recognised by using the FIFO method at cost, reacquisition cost, or probable selling price, whichever lower. Cost includes, in addition to variable costs, an appropriate portion of fixed costs attributable to the purchase and production or construction of the asset.

### Recognition of development costs and long-term expenditure

Company has capitalized R&D costs relating to new product development according to Finnish Accounting Act (KPL 5:8§). Capitalized costs include personnel and other costs that directly relate to developing the product to its intended use. Capitalized R&D costs are depreciated during their estimated useful life that is 10 year straight line depreciation.

### Change in the presentation of the profit and loss account or balance sheet

Increase or decrease in stocks is partly included in the purchases during financial year. This accounting principle has no material effect to the assessment of the company's performance and financial position.

### Preparation of the cash flow statement

The cash flow statement was drawn up in accordance with the Accounting Board's general guideline (30 Jan 2007). Cash flow from operating activities is indicated on indirect method.

## Notes to the profit and loss account

	1 Jan 2020–31 Dec 2020	1 Jan 2019–31 Dec 2019
<b>Net turnover</b>		
<b>Net turnover by geographical markets</b>		
Finland	16,000.00	8,273.00
EU	550,488.95	2,270,868.40
Outside the EU	3,662,288.59	4,153,059.59
	<b>4,228,777.54</b>	<b>6,432,200.99</b>
<b>Other operating income</b>		
Contributions received	100,000.00	165,603.50
Management fee from group companies	59,086.23	138,366.29
Other income	1,645.03	8,978.04
	<b>160,731.26</b>	<b>312,947.83</b>
Other operating income includes an contribution of 100.000 euros received from Business Finland.		
<b>Materials and services</b>		
Materials and supplies		
Purchases during the financial year	-2,163,549.24	-3,184,890.04
Variation in stocks	-22,069.61	-18,390.16
External services	0.00	-8,104.39
	<b>-2,185,618.85</b>	<b>-3,211,384.59</b>
<b>Notes relating to personnel</b>		
Average number of personnel during the financial year	53.08	49.00
	<b>53.08</b>	<b>49.00</b>
<b>Wages, salaries and pension expenses</b>		
Wages and salaries	-2,352,188.27	-2,341,781.32
Pension expenses	-392,853.96	-404,968.55
Other staff expenses	-103,472.20	-57,275.34
	<b>-2,848,514.43</b>	<b>-2,804,025.21</b>
<b>Wages, salaries and other remuneration of directors and management</b>		
CEO and Board members compensation	-316,942.80	-218,138.20
<b>Depreciation, amortisation and impairment</b>		
Depreciation according to plan	1,246,801.50	-1,201,913.95
	<b>1,246,801.50</b>	<b>-1,201,913.95</b>

	1 Jan 2020–31 Dec 2020	1 Jan 2019–31 Dec 2019
<b>Other operating expenses</b>		
Administrative expenses	-366,962.37	-200,132.15
Marketing expenses	-115,252.30	-171,357.61
Travelling expenses	-82,386.98	-327,136.60
Representation expenses	-1,380.93	-17,718.27
Other operating expenses	-1,158,661.70	-1,198,335.82
	<b>-1,724,644.28</b>	<b>-1,914,680.45</b>
<b>Auditor's fees</b>		
Audit of financial statements	-55,961.00	-60,599.89
Tax consulting	-21,500.00	-23,900.00
Other fees	-90,735.00	-491,615.65
	<b>-168,196.00</b>	<b>-576,115.54</b>
<b>Financial income and expenses</b>		
Other interest income		
From others	7,439.81	2,030.28
Total interest income	7,439.81	2,030.28
<b>Total financial income</b>	<b>7,439.81</b>	<b>2,030.28</b>
Interest and financial expenses		
Group undertakings	-12,980.16	-27,647.01
Others	-220,621.66	-4,253,538.78
Total interest and financial expenses	-233,601.82	-4,281,185.79
Other financial expenses of financial year 2019 include costs related to listing total of 3 917 991,86 euros.		
<b>Total financial expenses</b>	<b>-233,601.82</b>	<b>-4,281,185.79</b>
<b>Total financial income and expenses</b>	<b>-226,162.01</b>	<b>-4,279,155.51</b>

## Notes to assets

### Amortisation period for capitalised development expenditure

Development costs: Development is the application of research findings or other knowledge to a plan or design for the production of new or substantially improved materials, devices, products, processes, systems or services before the start of commercial production or use. Optomed capitalises such costs when all the following criteria are met:

- Optomed can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale.
  - Optomed intends to complete the intangible asset and use or sell it.
  - Optomed is able to use or sell the intangible asset.
  - Optomed is able to demonstrate how the intangible asset will generate probable future economic benefits.
  - The Group has adequate technical, financial and other resources available to complete the development and to use or sell the intangible asset
  - Optomed is able to measure reliably the expenditure attributable to the intangible asset during its development.
- Capitalised development costs comprise all directly attributable costs (mainly labour) necessary to prepare the asset to be capable of operating in the manner intended. Optomed has also:
- capitalised borrowing costs arisen from government loans granted for development purposes,
  - and
  - deducted an applicable amount of major government grants received for development activities from the carrying amount.

Development expenditure that was initially expensed is not capitalised at a later date. The estimated useful life for development costs is 10 years.

### Amortisation period for capitalised intangible rights and other long-term expenditure

An intangible asset is recognised only if it is probable that the expected future economic benefits that are attributable to the asset will flow to Optomed, and the cost of the asset can be measured reliably. All other expenditure is expensed as incurred. Depreciation times and methods of other intangible assets are:

License fees and computer software	5 year straight-line
Patents	10 year straight-line
Trademarks	10 year straight-line

Stocks	31 Dec 2020	31 Dec 2019
Raw materials and consumables	1,186,165.07	968,727.28
Finished products / goods for resale	1,132,020.27	1,274,559.21
	<b>2,318,185.34</b>	<b>2,243,286.49</b>

## Non-current assets

	Development expenditure	Intangible rights	Other longterm expenditure	Total
Acquisition cost at 1 Jan 2020	8,125,449.23	360,015.82	228,141.63	8,713,606.68
Additions	1,279,244.60	95,000.99	1,500.00	1,375,745.59
Disposals	-160,033.09	0.00	0.00	-160,033.09
Acquisition cost at 31 Dec 2020	9,244,660.74	455,016.81	229,641.63	9,929,319.18
Accumulated amortisation and reduction in value at 1 Jan 2020	3,027,039.42	110,361.90	54,715.32	3,192,116.64
Amortisation for the financial year	839,052.34	46,304.73	44,790.33	930,147.40
Accumulated amortisation and reduction in value at 31 Dec 2020	3,866,091.76	156,666.63	99,505.65	4,122,264.04
Book value at 31 Dec 2020	<b>5,378,568.98</b>	<b>298,350.18</b>	<b>130,135.98</b>	<b>5,807,055.14</b>
Book value at 31 Dec 2019	5,098,409.81	249,653.92	173,426.31	5,521,490.04

Tangible assets	Machinery and equipment	Total
Acquisition cost at 1 Jan 2020	1,193,923.81	1,193,923.81
Additions	160,981.76	160,981.76
Acquisition cost at 31 Dec 2020	1,354,905.57	1,354,905.57
Accumulated amortisation and reduction in value at 1 Jan 2020	800,389.55	800,389.55
Amortisation for the financial year	156,621.01	156,621.01
Accumulated amortisation and reduction in value at 31 Dec 2020	957,010.56	957,010.56
Book value 31 Dec 2020	<b>397,895.01</b>	<b>397,895.01</b>
Book value 31 Dec 2019	393,534.26	393,534.26
Book value of machinery and equipment used for production at 31 Dec 2020	315,271.71	
Book value of machinery and equipment used for production at 31 Dec 2019	319,202.12	

Investments	Shares in group companies	Receivables from group companies	Total
Acquisition cost at 1 Jan 2020	9,082,863.03	1,033,582.47	10,116,445.50
Additions	184,043.43	51,785.75	235,829.18
Acquisition cost at 31 Dec 2020	9,266,906.46	1,085,368.22	10,352,274.68
<b>Book value 31 Dec 2020</b>	<b>9,266,906.46</b>	<b>1,085,368.22</b>	<b>10,352,274.68</b>
Book value 31 Dec 2019	9,082,863.03	1,033,582.47	10,116,445.50

## Holdings in other undertakings

Group undertakings	Ownership %
Optomed Software Oy, Espoo	100
Optomed Hong Kong Limited, China	100
Optomed China Ltd, China	100
Shanghai Optomed Medical Technology Ltd	100
Optomed USA Inc	100

Group company Optomed Medical Consulting (Shanghai) Co. Ltd , has been shut down in early 2020. Group company Optomed Inc, USA was founded early 2020.

## Analysis of receivables

Long-term receivables	31 Dec 2020	31 Dec 2019
From group undertakings		
Loans receivable	681,212.49	602,295.25
Other receivables	404,155.73	431,287.22
<b>Total</b>	<b>1,085,368.22</b>	<b>1,033,582.47</b>
<b>Total long-term receivables</b>	<b>1,085,368.22</b>	<b>1,033,582.47</b>
<b>Short-term receivables</b>		
<b>From group undertakings</b>		
Trade debtors	4,681,323.60	3,793,558.29
Other receivables	811,610.00	449,534.95
<b>Total</b>	<b>5,492,933.60</b>	<b>4,243,093.24</b>
<b>From others</b>		
Trade debtors	402,102.84	1,620,698.75
Other receivables	201,783.07	231,726.10
Prepayments and accrued income	342,625.71	275,994.16
<b>Total</b>	<b>946,511.62</b>	<b>2,128,419.01</b>
<b>Total short-term receivables</b>	<b>6,439,445.22</b>	<b>6,371,512.25</b>



## Capital and reserves

Restricted equity	31 Dec 2020	31 Dec 2019
Subscribed capital at 1 January	80,000.00	18,501.20
Share issue	0.00	61,498.80
<b>Subscribed capital at 31 December</b>	<b>80,000.00</b>	<b>80,000.00</b>
Share premium account at 1 January	503,699.60	565,198.40
Reduction of share premium account	0.00	-61,498.80
<b>Share premium account at 31 December</b>	<b>503,699.60</b>	<b>503,699.60</b>
<b>Total restricted equity</b>	<b>583,699.60</b>	<b>583,699.60</b>
Unrestricted equity		
Reserve for invested unrestricted equity at 1 January	41,255,042.75	18,548,999.39
Share issue	129,239.10	22,706,043.36
<b>Reserve for invested unrestricted equity at 31 December</b>	<b>41,384,281.85</b>	<b>41,255,042.75</b>
Retained earnings from previous financial years at 1 January	-14,420,142.63	-8,929,606.29
<b>Retained earnings from previous financial years 31 December</b>	<b>-14,420,142.63</b>	<b>-8,929,606.29</b>
<b>Profit for the financial year</b>	<b>-2,142,670.91</b>	<b>-5,490,536.34</b>
<b>Total unrestricted equity</b>	<b>24,821,468.31</b>	<b>26,834,900.12</b>
<b>Total capital and reserves</b>	<b>25,405,167.91</b>	<b>27,418,599.72</b>

	31 Dec 2020	31 Dec 2019
<b>Distributable equity</b>		
Calculation regarding distributable equity		
Profit from previous financial years	-14,420,142.63	-8,929,606.29
Profit of the financial year	-2,142,670.91	-5,490,536.34
Reserve for invested unrestricted equity	41,384,281.85	41,255,042.75
Capitalised development expenditure	-5,378,568.98	-5,098,409.81
	<b>19,442,899.33</b>	<b>21,736,490.31</b>

## Optomed's share treasury

Optomed has conveyed 7,622 treasury shares to the members of the Board of Directors as a part of the Board members' annual remuneration in accordance with the decision of the Annual General Meeting 2020.

The number of shares is based on the monthly remuneration of the Board of Directors decided by the Annual General Meeting and the weighted average price of the Optomed share on the exercise date.

In addition total of 35,500 of shares have been subscribed for under the Company's stock option plans 2009A, 2015, 2017B and 2018C and Optomed has used treasury shares for the share subscriptions.

The total amount of treasury shares was 740 378 shares in the end of the financial year.

# Liabilities

Appropriations	31 Dec 2020	31 Dec 2019
<b>Non-current liabilities</b>		
Loans from financial institutions	6,194,905.28	7,833,823.28
Other non-current liabilities	0.00	1,374,060.40
	<b>6,194,905.28</b>	<b>9,207,883.68</b>
<b>Liabilities falling due later than in five years</b>		
Loans from financial institutions	527,882.00	686,729.00
	<b>527,882.00</b>	<b>686,729.00</b>
<b>Current liabilities</b>		
<b>Amounts owed to group undertakings</b>		
Trade creditors	0.00	20,459.75
Other liabilities	0.00	31,938.68
	<b>0.00</b>	<b>52,398.43</b>
Amounts owed to others		
Loans from financial institutions	327,583.21	1 825,501.77
Advances received	39,386.50	66,649.30
Trade creditors	444,594.47	1,507 835.51
Other liabilities	86,498.53	84,635.83
Accruals and deferred income	722,095.25	2,152,687.51
	<b>1,620,157.96</b>	<b>5,689,708.35</b>
Material items included in accruals and deferred income		
Wages and salaries including social security costs	636,192.64	570,844.10
Interest	14,085.72	14,488.56
Other	71,816.89	1,567,354.85
	<b>722,095.25</b>	<b>2,152,687.51</b>

## Related party transactions

The following material transactions were carried out with related parties during the financial period:

	31 Dec 2020	31 Dec 2019
Sale of goods, group companies	1,655,184.00	892,720.00
Other operating income, group companies	59,086.23	138,366.29
Purchases, group companies	-841,351.56	-219,519.91
Interests of loans, group companies	-12,980.16	-27,647.01
<b>Total</b>	<b>859,938.51</b>	<b>783,919.37</b>

The transactions between group companies are carried out with regular terms. Parent company has also received a group contribution of 1.699.561,34€.

## Guarantees and contingent liabilities

Liabilities in balance sheet secured by enterprise mortgages	31 Dec 2020	31 Dec 2019
Loans from financial institution	3,524,445.28	6,697,777.28
Enterprise mortgages	3,524,445.28	8,700,000.00
Enterprise mortgages, total	8,700,000.00	8,700,000.00

## Pension obligations

The company's pension obligations are insured in external pension insurance companies. The pension obligations are fully covered.

Other commitments	31 Dec 2020	31 Dec 2019
Rental commitments (Inc. VAT)		
Payable during the following financial year	105,999.60	82,960.32
Payable in later years	0.00	0.00
<b>Total</b>	<b>105,999.60</b>	<b>102,870.79</b>
<b>Amounts payable based on lease contracts (Inc.VAT)</b>		
Payable during the following financial year	935.95	1,008.00
Payable in later years	0.00	924.00
	<b>935.95</b>	<b>1,932.00</b>

## Other off-balance-sheet financial commitments

Company has off-balance sheet commitment to enterprise resource planning system licence fees total of 31,321.32 euros.

Company has delivery guarantee to Fabrinet Pte Ltd, 800.000,00 USD

Collateralised loans include covenants. The specific terms relate to the company's solvency and liquidity. Breaching the covenants may increase the cost of financing or result in termination of the loans. The management of the company states that the covenants are met and they are being monitored.

# Signatures to the Financial Statements and Board of Director's Report

**Espoo, February 17, 2021**

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**Petri Salonen**  
Chairman of the Board

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**Anna Tenstam**  
Board Member

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**Seppo Mäkinen**  
Board Member

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**Jun Wu**  
Board Member

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**Reijo Tauriainen**  
Board Member

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**Seppo Kopsala**  
CEO

## The Auditor's Note

**A report on the audit performed has been issued today. Oulu, February 18, 2021**

**KPMG Oy Ab**

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**Tapio Raappana**  
Authorised Public Accountant, KHT



*This document is an English translation of the Finnish auditor's report.  
Only the Finnish version of the report is legally binding.*

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KPMG Oy

# Auditor's Report

## To the Annual General Meeting of Optomed Oyj Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Optomed Oyj (Finnish business identity code 1936446-1) for the year ended 31 December 2020. The financial statements comprise the consolidated balance sheet, income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including a summary of significant accounting policies, as well as the parent company's balance sheet, income statement, statement of cash flows and notes.

In our opinion

- the consolidated financial statements give a true and fair view of the group's financial position, financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU
- the financial statements give a true and fair view of the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Our opinion is consistent with the additional report submitted to the Audit Committee.

### Basis for Opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

In our best knowledge and understanding, the non-audit services that we have provided to the parent company and group companies are in compliance with laws and regulations applicable in Finland regarding these services, and we have not provided any prohibited non-audit services referred to in Article 5(1) of regulation (EU) 537/2014. The non-audit services that we have provided have been disclosed in note 7.3 to the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Materiality

The scope of our audit was influenced by our application of materiality. The materiality is determined based on our professional judgement and is used to



determine the nature, timing and extent of our audit procedures and to evaluate the effect of identified misstatements on the financial statements as a whole. The level of materiality we set is based on our assessment of the magnitude of misstatements that, individually or in aggregate, could reasonably be expected to have influence on the economic decisions of the users of the financial statements. We have also taken into account misstatements and/or possible misstatements that in our opinion are material for qualitative reasons for the users of the financial statements.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The significant risks of material misstatement referred to in the EU Regulation No 537/2014 point (c) of Article 10(2) are included in the description of key audit matters below.

We have also addressed the risk of management override of internal controls. This includes consideration of whether there was evidence of management bias that represented a risk of material misstatement due to fraud.



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## The key audit matter

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## How the matter was addressed in the audit

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### **Goodwill (Basis of Preparation for the consolidated financial statements and Note 12.1.4 to the Financial Statements)**

The carrying amount of goodwill in the consolidated financial statements amounted to EUR 4,256 thousand as at December 31, 2020, accounting for 14 % of the total assets and 21 % of total balance of equity and reserves.

— Goodwill is tested for impairment by the management annually or more frequently. Impairment is recorded in case the carrying amount exceeds the asset's recoverable amount.

— For purposes of impairment testing, the recoverable amount is determined by Optomed based on value in use. The projected cash flows underlying the estimates made involve an element of management judgment regarding profitability of operations, long-term growth factors and interest rates applicable to the discounting of cash flows.

— Resulting from management judgment underlying estimates and the significance of the book value of goodwill, the valuation of goodwill is perceived as a key audit matter.

Our audit measures included, among others:

— We have assessed the key assumptions made by the management such as profitability of operations, interest rates and long-term growth factors. In the course of our audit of the estimates we have assessed the projections prepared by management in comparison with realized cash flows and employed professional judgment in the testing of key assumptions and their effect on sensitivity analyses.

— We involved KPMG's valuation specialists in the audit for assessment of the appropriateness of the assumptions employed and the technical integrity of the calculations. The procedures have included a comparison to general market and industry-specific forecasts.

— In addition, we assessed the appropriate presentation of notes to the accounts relating to goodwill and impairment testing in the consolidated financial statements.

## **Revenue recognition (Basis of Preparation for the consolidated financial statements and Note 3 to the Financial Statements)**

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— The net sales for the Group, total EUR 13,011 thousand, is comprised of sales of medical screening devices and solutions to wholesale dealers and of sales of software services.

— Optomed recognises revenue to reflect the transfer of negotiated goods or services to customers in the amount of compensation Optomed expects to be entitled to in exchange of the goods and services.

— The sales revenue from sales of screening devices and solutions are recognized when the performance obligation is fulfilled by the delivery of good to wholesale dealer and control is transferred to customer.

— For the sales of software services, revenue is recognized over a period of time; for licensing agreements, at a point of time as control is transferred to customer; and for installation solutions, at the point of time as control is transferred and the end product is at the customer's disposal.

— Following the variety of types of sales proceeds collected by the Group, revenue recognition is perceived as a key audit matter.

Our audit measures included, among others:

— Our audit measures have included the assessment of internal control environment monitoring sales processes and testing of effectiveness of key sales controls identified. Additionally, we have performed substantive audit measures on net sales recorded.

— We have tested the recording of sales transactions as well as the function of recording and invoicing of sales transactions and evaluated the correctness of sales proceeds by testing the accrual of sales between periods.

— In addition, we assessed the appropriate presentation of notes to the accounts relating to sales revenue recognized in the consolidated financial statements.

## Optomed capitalizes such costs when all the financial statement regulation criteria are met and those will generate probable future

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— The development of screening devices is a key part of Optomed Group operating model. It takes lot of development work before launching the products. Optomed capitalizes such costs when all the financial statement regulation criteria are met and those will generate probable future economic benefits. The carrying amount of capitalized development expense in the consolidated financial statements amounted to EUR 5,667 thousand as at December 31, 2019

— Optomed capitalizes development expenditure as an intangible asset where all the related criteria mentioned in basis of preparation are met.

— This requires management to make judgement on when all of the criteria for capitalization are met and when to cease capitalization and start amortising the asset.

— The carrying amount of capitalized development expense is depreciated as a straight-line depreciation over 10 years of economic life and consequently the capitalized expense has a significant impact on the company's level of operating profit.

— Following from the element of management judgment in the capitalized development expense and the related dperceptions, the significance of book value of the asset and the effect on the result of operations, the correctness of capitalized development expense is perceived as a key audit matter.

Our audit measures included, among others:

— Our audit measures have included the assessment of internal control environment monitoring capitalization of development expense processes. We have assessed if the capitalized development expenses in the financial period have met all the criteria.

— We have assessed the appropriateness of the principles related to capitalization, valuation and the write-off period of those development expense.

— We have assessed the judgements and assumptions made by the management decisions related to capitalization, cease capitalization and amortising the asset.

— We have tested the correctness of capitalized screening device development expense by sample tests and analytical substantive audit measures.

— We have assessed the appropriateness of valuation of capitalized development expense and the depreciation period by reviewing the profit projections of most significant projects and the technical integrity of the calculations and employed professional judgment in the testing of key assumptions and their effect on sensitivity analyses.

— We involved KPMG's valuation specialists in the audit for assessment of the appropriateness of the assumptions employed and the technical integrity of the calculations.

— In addition, we assessed the appropriate presentation of notes to the accounts relating to capitalized development expense.



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

The Board of Directors and the Managing Director are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, and of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors and the Managing Director are also responsible for such internal control as they determine 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, the Board of Directors and the Managing Director are responsible for assessing the parent company's and the group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is 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 good auditing practice 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 the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the parent company's or the group'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 the Board of Directors' and the Managing



Director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the parent company's or the group'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 parent company or the group to cease to continue as a going concern.

— Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.

— Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and com-

municate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **Other Reporting Requirements**

### **Information on our audit engagement**

We were first appointed as auditors by the Annual General Meeting on 11 May 2016, and our appointment represents a total period of uninterrupted engagement of 5 years. Optomed Oyj has become a Public Interest Entity 5 December 2019 and we have been auditors all that time.

### **Other Information**

The Board of Directors and the Managing Director are responsible for the other information. The other information comprises the report of the Board of Directors and the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. We have obtained the report of the Board of Directors prior to the date of this auditor's report, and the Annual Report is expected to be made available to us after that date.



*Optomed Oyj*  
*Auditor's Report*  
*18 February 2021*

Our opinion on the financial statements does not cover the other information. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. With respect to the report of the Board of Directors, our responsibility also includes considering whether the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Oulu 18 February 2021  
KPMG OY AB

**TAPPIO RAAPPANA**  
Authorised Public Accountant, KHT



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