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*This document is a translation.
The Polish original should be referred to in matters of interpretation*

Independent Auditor's Report to the General Meeting and Supervisory Board of Medicalgorithmics S.A.

Report on the Audit of the Year-end Consolidated Financial Statements

Opinion

We have audited the year-end consolidated financial statements of the Medicalgorithmics group ("the Group"), where the parent company is Medicalgorithmics S.A. ("the Parent Company"), which comprise the consolidated statement of financial position as at 31 December 2020, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, as well as notes to the consolidated financial statements ("the consolidated financial statements").

In our opinion, the accompanying consolidated financial statements:

- give a true and fair view of the Group's financial position as at 31 December 2020, as well as of its consolidated financial result and consolidated cash flows for the year then ended, in accordance with the applicable International Financial Reporting Standards endorsed by the European Union, as well as the adopted accounting methods (policies);
- are consistent, in content and in form, with the applicable laws and regulations and with the Parent Company's Statute.

The present opinion is consistent with the additional report to the Audit Committee, which we issued on 25 March 2021.

Basis for Opinion

We conducted our audit in accordance with the International Standards on Auditing adopted by the National Council of Certified Auditors as National Standards on Auditing ("NSA") and in compliance with the Act on Certified Auditors, Audit Firms and on Public Oversight ("the Certified Auditors Act" - 2020 Journal of Laws, item 1415) and Regulation (EU) No. 537/2014 of 16 April 2014 on specific requirements regarding statutory audit of public interest entities ("Regulation EU" - OJ L 158). Our responsibilities under those standards are further described in the *Responsibilities of the Auditor for the Audit of the Consolidated Financial Statements* section of this report.

We are independent of the Group's companies in accordance with the International Code of Ethics for Professional Accountants (including International Standards of Independence) of the International Ethics Standards Board for Accountants ("IESBA Code") adopted by resolution of the National Council of Certified Auditors, as well as with other ethical requirements relevant to the audit of financial statements in Poland. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. During the audit, the auditor in charge and the audit firm remained independent of the Company in accordance with the independence requirements laid down in the Certified Auditors Act and Regulation EU.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

BDO spółka z ograniczoną odpowiedzialnością spółka komandytowa, Sąd Rejonowy dla m. st. Warszawy, XIII Wydział Gospodarczy, KRS: 0000729684, REGON: 141222257, NIP: 108-000-42-12. Wartość wkładu kapitałowego wynosi 10.037.500 zł. Biura BDO w Polsce: Katowice 40-007, ul. Uniwersytecka 13, tel.: +48 32 661 06 00, katowice@bdo.pl; Kraków 31-548, al. Pokoju 1, tel.: +48 12 378 69 00, krakow@bdo.pl; Poznań 60-650, ul. Piątkowska 165, tel.: +48 61 622 57 00, poznan@bdo.pl; Wrocław 53-332, ul. Powstańców Śląskich 7a, tel.: +48 71 734 28 00, wroclaw@bdo.pl

BDO spółka z ograniczoną odpowiedzialnością spółka komandytowa jest członkiem BDO International Limited, brytyjskiej spółki i częścią międzynarodowej sieci BDO, złożonej z niezależnych spółek członkowskich.

Emphasis of Matter

We draw your attention to Note 4.1 to the consolidated financial statements, in which the Parent Company's Management disclosed its assessment of the current and potential effect of the Covid-19 pandemic on the operations of the Medicalgorithmics Group, including going concern assumption.

Our opinion has not been modified with regard to this matter.

Furthermore, we draw your attention that according to the regulations in force at the date of issuance of this audit report, the consolidated financial statements must be prepared in XHTML format and appropriately tagged with XBRL tags.

As described in Note 4.8 to the consolidated financial statements, the Management of the Parent Company has waived these requirements due to the circumstances described in that note, including the announcement of the Ministry of Finance and the fact that legislative work is underway to introduce into the legal system legislation deferring the requirement to use XHTML format and XBRL tagging for consolidated financial statements for the financial year ended 31 December 2020, which legislation will be retroactive and therefore will also apply to the audited consolidated financial statements.

Our opinion is not modified with respect to this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of the most significance in the audit of the consolidated financial statements for the current reporting period. They include the most significant assessed types of risks of material misstatements, including assessed types of risks of material misstatements resulting from fraud. We addressed these matters in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and have summarized our response to these types of risks, and where relevant, presented our key observations relating to those risks. We do not express a separate opinion on these matters. In addition to the matters described in paragraph "Emphasis of Matter" we considered following matters to be key audit matters.

1. Recognition and completeness of sales revenue and trade receivables

The Group generates sales revenue, mainly from the provision of diagnostic services to patients in the United States. The Group recognizes revenue upon the completion and settlement of an examination performed using PocketECG devices based on the estimated inflow of cash from the payer - the insurance company. Among others, the estimated inflows of cash take into account the valuation of medical services performed by the various payers.

Due to the materiality of this consolidated financial statements item, the complexity of the revenue recognition system and the possible significant misstatement of the financial result, we found that the matter of revenue recognition constitutes a key audit risk. In addition, the item is based on estimates, and the Parent Company's Management recognizes revenue and receivables based on a model of historical inflows of cash for services performed.

In view of the above we have classified this matter as a key audit matter.

Disclosures in the financial statements

The methods used to recognize sales revenue are presented in Note 5.3 to the consolidated financial statements.

Disclosures on the recognized revenue and trade receivables are presented in Notes 7 and 17 to the consolidated financial statements.

Audit procedures performed in response to the risk

We have obtained an understanding of and have confirmed the operation of the sales revenue recognition control system.

Our audit procedures included in particular:

- confirming the existing sources of revenue and their recognition under the Group's accounting policies based on conversations with those in charge of sales policies,
 - assessing the assumptions adopted by the Parent Company's Management when it comes to estimating sales revenue,
 - verifying the proceeds for the performed services and the service performance dates, along with verifying the correctness of the point of sales revenue recognition,
 - assessing the consistency and reliability of the historical data used by the Group to form expectations and estimate sales revenue,
 - performing detailed substantive tests encompassing, among others, verification of the sources of information, such as bank statements, payment checks, payment claims submitted to insurance companies,
 - verifying the amounts of provisions for doubtful debts and their consistency with the adopted accounting policies,
 - evaluating the accuracy and completeness of disclosures in the consolidated financial statements.
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2. Impairment of goodwill and other intangibles - client bases

The Parent Company holds significant investments in subsidiaries operating on the medical services market in the United States. Their acquisition in prior years resulted in the recognition of goodwill and other intangibles - client bases in the consolidated financial statements. The goodwill is tested for impairment annually, whilst the other intangibles - client bases if indications of impairment are identified. The consolidated value of these consolidated financial statements items amounted to PLN 179.5 million, or 63,3% of total assets.

As at the balance sheet date, the Group performed a goodwill impairment test, which was assigned to the cash generating unit ("CGU") - Medi-Lynx, including intangible assets - client bases.

The goodwill impairment test was performed based on the discounted cash flows of the subsidiary Medi-Lynx, on the basis of which the recoverable amount of this CGU was determined. The expected cash flows included in the calculation of the recoverable amount were estimated by the Parent Company's Management Board based on assumptions that represent the Management Board's best estimate over the next three years and include assumptions regarding the average growth of the remote ECG diagnostic services market in terms of revenue and the development of the company's margin in future years.

Due to the materiality of this consolidated financial statements item, the complexity of the matter

and the sensitivity of the impairment tests of goodwill and other intangibles to the adopted assumptions, the matter of test performance was the subject of our analyses. In particular we found that key audit risk consists of the Parent Company Management's judgements and estimates associated with assumptions as to future cash flows, determination of the discount rate, estimation of residual value contained in the discounted cash flows model used to determine if the above items have been impaired.

In view of the above we have classified this matter as a key audit matter.

Disclosures in the financial statements

The methods used to recognize and value goodwill and client bases are presented in Notes 5.2 and 5.5 to the consolidated financial statements.

In Note 15 to the consolidated financial statements the Parent Company presented the disclosures relating to the performance of an impairment test, including test results, description of test assumptions and a sensitivity analysis of test results to changes in key assumptions.

Audit procedures performed in response to the risk

Our audit procedures included in particular:

- understanding and assessing the process of identifying indications of impairment of goodwill and other intangible assets the accuracy of the method used to perform the test in accordance with the applicable financial reporting standards,
 - assessing the appropriateness of determining a cash generating unit and assigning goodwill to it,
 - assessing of qualification and competence of the external expert appointed by the Management to perform test,
 - performing a critical assessment of the assumptions and estimates applied by the Parent Company's Management to calculate the recoverable amount of goodwill, including: comparing the adopted assumptions relating to future cash flows with the budgets and medium term plans and assessing the validity of such plans, analyzing the validity of key macro-economic assumptions, assessing the methods used to determine residual value after the period covered by the medium term plans and consistency of test methodology with international financial reporting standards,
 - analyzing the method used to calculate discount rate,
 - assessing the Parent Company Management's analysis of the impairment test's sensitivity to the adopted key assumptions, including: assessing the sensitivity of the financial projection to potential decreasing in cashflows due to the effect of the Covid-19 pandemic,
 - evaluating the accuracy and completeness of disclosures in the Group's consolidated financial statements.
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Responsibilities of the Parent Company's Management and Supervisory Board for the Consolidated Financial Statements

The Parent Company's Management is responsible for the preparation of the consolidated financial statements that give a true and fair view of the Group's financial position and financial result in accordance with International Financial Reporting Standards endorsed by the European Union, the adopted accounting methods (policies), the applicable binding regulations and the Statute. The Parent Company's Management is also responsible for such internal controls as it considers

necessary to ensure that the consolidated financial statements are free from material misstatements resulting from fraud or error.

In preparing the consolidated financial statements the Parent Company's Management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, any matters related to going concern and using the going concern basis of accounting, except in situations where the Management intends to either liquidate the Group or discontinue its operations, or has no realistic alternative but to do so.

The Parent Company's Management and members of the Parent Company's Supervisory Board are required to ensure that the consolidated financial statements meet the requirements of the Accounting Act of 29 September 1994 ("the Accounting Act" - 2021 Journal of Laws, item 217). Members of the Parent Company's Supervisory Board are responsible for overseeing the financial reporting process.

Responsibilities of the Auditor for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatements due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with NSA will always detect an existing material misstatement. Misstatements can arise from fraud or error and are considered material if it could be reasonably expected that they, individually or in the aggregate, could influence the economic decisions of users made on the basis of these consolidated financial statements.

The concept of materiality is applied by the auditor at the planning stage and when performing the audit and evaluating the effect of identified misstatements on the audit and of uncorrected misstatements, if any, on the financial statements, as well as when formulating the auditor's opinion. In view of the above, all of the opinions and statements contained in the auditor's report are expressed subject to the qualitative and quantitative level of materiality set in accordance with the applicable standards on auditing and the auditor's professional judgement.

The scope of the audit does not include an assurance regarding the Group's future profitability, or regarding the effectiveness of the Parent Company's Management in the handling of the Group's affairs now or in the future.

Throughout an audit in accordance with NSA, we exercise professional judgement and maintain professional skepticism, as well as:

- identify and assess the risks of a material misstatement of the consolidated financial statements resulting from fraud or error, design and perform audit procedures in response to such 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 the risk of not detecting a material misstatement resulting from error, because fraud may involve collusion, forgery, deliberate omission, misrepresentation or override of internal controls;
- obtain an understanding of the internal controls relevant to the audit in order to plan our audit procedures, but not to express an opinion on the effectiveness of the Group's internal controls;
- evaluate the appropriateness of the accounting policies used and the reasonableness of the estimates and related disclosures made by the Parent Company's Management;
- conclude on the appropriateness of the Parent Company Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether material uncertainty exists related to events or conditions that may cast significant doubt on 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 consolidated 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 Group to cease to continue as a going concern;

- evaluate the overall presentation, structure and contents of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group in order to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group's audit and remain solely responsible for our audit opinion.

We provide the Audit Committee of the Parent Company's Supervisory Board with information about, among others, the planned scope and timing of the audit and significant audit findings, including any significant weaknesses of internal controls that we identify during our audit.

We provide the Audit Committee with a statement that we have complied with the relevant ethical requirements relating to independence, and that we will communicate to them all relationships and other matters that may reasonably be considered to constitute a threat to our independence, and where applicable, inform them of the related safety measures.

From the matters communicated to the Audit Committee we determined those matters that were of the most significance to the audit of the consolidated financial statements for the current reporting period and were therefore chosen as key audit matters. We describe these matters in our auditor's report, unless law or regulations prohibit their public disclosure or when, in exceptional cases, we find that a given matter should not be presented in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such information.

Other Information, Including Report on Activities

Other information comprises the report on the activities of the Group for the financial year ended 31 December 2020 ("Report on Activities") along with the Statement of Compliance with Rules of Corporate Governance referred to in Article 49b par. 1 of the Accounting Act, which constitutes a separate section of that Report, as well as the Annual Report for the financial year ended 31 December 2020 ("Annual Report") (together "Other Information").

Based on the regulations of Article 55 par. 2a of the Accounting Act and par. 71 point 8 of the Minister's of Finance Decree of 29 March 2018 on the current and periodic information reported by the issuers of securities and on the conditions for recognizing as equally valid the information required by the regulations of a state that is not a member state ("the Current Information Decree" - 2018 Journal of Laws, item 757 with subsequent amendments), in the Report on Activities the Parent Company's Management included information on the Parent Company.

Responsibilities of the Parent Company's Management and Supervisory Board

The Parent Company's Management is responsible for the preparation of Other Information in accordance with binding regulations.

The Parent Company's Management and members of its Supervisory Board are required to ensure that the Report on Activities along with its separate section meets the requirements of the Accounting Act.

Responsibilities of the Auditor

Our opinion on the consolidated financial statements does not cover Other Information. In connection with our audit of the consolidated financial statements, our responsibility is to read the Other Information and, in doing so, consider whether it is materially inconsistent with the consolidated financial statements or with our knowledge obtained during the audit, or otherwise appears to be materially misstated. If based on the work we have performed, we find a material misstatement of Other Information, we are required to state this fact in our auditor's report. In accordance with the requirements of the Certified Auditors Act, it is also our responsibility to issue an opinion whether the Report on Activities has been prepared in accordance with binding regulations, and whether it is consistent with the information presented in the consolidated financial statements. We are also required to issue an opinion whether the Statement of Compliance with Rules of Corporate Governance contains the required information.

We received the Report on Activities prior to the issue of the present auditor's report, whereas the Annual Report will be available after this date. In the event that we find a material misstatement in the Annual Report, we are required to communicate this to the Parent Company's Supervisory Board.

Opinion on the Report on Activities

Based on the work we have performed during the audit, in our opinion the Report on Activities:

- has been prepared in accordance with Article 49 of the Accounting Act and par. 71 of the Minister's of Finance Decree of 29 March 2018 on the current and periodic information reported by the issuers of securities and on the conditions for recognizing as equally valid the information required by the regulations of a state that is not a member state;
- is consistent with the information presented in the consolidated financial statements.

Furthermore, based on our knowledge obtained during the audit about the Group and its environment we have identified no material misstatements in the Report on Activities.

Opinion on the Statement of Compliance with Rules of Corporate Governance

In our opinion, the Group's Statement of Compliance with Rules of Corporate Governance contains all of the information specified in paragraph 70 section 6 point 5 of the Current Information Decree. In addition, in our opinion, the information indicated in paragraph 70 section 6 point 5 letters c-f, h and letter i of the Decree, contained in the Statement of Compliance with Rules of Corporate Governance is consistent with the applicable regulations and with the information contained in the consolidated financial statements.

Report on Non-financial Information

In the absence of such requirement, the Group and the Parent Company have not prepared the Report on Non-financial Information referred to in Article 49b par. 1 of the Accounting Act as a separate section of the Report on Activities.

Report on Other Legal and Regulatory Requirements

Declaration on the Provision of Non-audit Services

To the best of our knowledge and belief we declare that any non-audit services we have provided to the Group were consistent with the law and the regulations binding in Poland, and that we have not provided any non-audit services prohibited by virtue of Article 5 par. 1 of Regulation EU and Article 136 of the of the Certified Auditors Act.

The non-audit services we have provided to the Parent Company and its subsidiaries in the audited period are listed in point I.12 of the Report on Activities.

Appointment of the Auditor

We were first appointed as auditors of the Group's consolidated financial statements in a resolution passed by the Parent Company's Supervisory Board on 25 June 2019. We have audited the Group's financial statements for the second time.

The engagement partner on the audit resulting in this independent auditor's report is Krzysztof Maksymik.

BDO spółka z ograniczoną odpowiedzialnością sp.k. with its registered office in Warsaw
entered on the list of audit firms in number **3355**

represented by the engagement partner

Signed with e-signature on the Polish original

Signed with e-signature on the Polish original

Krzysztof Maksymik
Certified Auditor No. 11380

Dr. André Helin
Managing Partner of the General Partner
Certified Auditor No. 90004

Warsaw, 30 March 2021