

Life Sciences Fund Amsterdam B.V.

Financial statements for filing
for the year 2018

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Limited balance sheet as at 31 December 2018

Assets	31 December 2018	31 December 2017
(in euros)		
Financial Fixed Assets	13,529,472	12,400,693
Current Assets	25,187	172,383
	13,554,659	12,573,076

Liabilities	31 December 2018	31 December 2017
(in euros)		
Equity		
<i>Issued Capital</i>	198,908	198,908
<i>Share premium</i>	9,742,846	9,742,846
<i>Revaluation reserve</i>	8,532,127	7,347,192
<i>Accumulated losses</i>	(5,120,762)	(4,730,148)
	13,353,119	12,558,798
Current liabilities	201,540	14,278
	13,554,659	12,573,076

NOTES

General

Life Sciences Fund Amsterdam B.V. is an independent venture capital fund, founded on 3 February 2009. Its goal is to provide investment capital to fund biomedical entrepreneurial activity in the greater Amsterdam area.

The fund targets companies that are developing commercially promising products and technologies in life sciences, including: pharmaceuticals, biotechnology and other high technology opportunities that offer venture capital returns.

The fund focuses on seed and early stage companies, but also on pre-seed commercially viable academic projects. The benefits of this early funding means that emerging medical breakthroughs in research and technology businesses can be sustained by sufficient venture capital to optimize their chances of success and ultimately provide revenue to the fund's investors and the research groups involved. Once these companies are established with seed funding, the fund will seek to work with other traditional venture capital companies to partner in the effort to advance these technologies.

The fund's office address is: Meibergdreef 5, 1105 AZ Amsterdam, the Netherlands. The fund's postal address is: Johan Schoonderbeeklaan 12, 1411 JA Naarden.

The fund is registered at the Chamber of Commerce with number 32146281.

Changes in accounting policies

Changes in accounting policies with valuation of participations

Until 1 January 2018, participations were valued without taking into account the liquidation preferences given to preferent shareholders.

In accordance with the current (December 2018) International Private Equity and Venture Capital ("IPEV") Guidelines as issued by the IPEV and endorsed by Invest Europe (the European Private Equity and Venture Capital Association ("EVCA")) Life Sciences Fund Amsterdam B.V. decided to change the accounting policies with valuation of participations as of 1 January 2018.

Based on the new accounting principles, the book value of the participations should be recalculated as per 1 January 2018.

The value of participations per 1 January 2017 is € 691.902 higher than the value per 1 January 2017. This increase is processed in the revaluation reserve as part of the equity as an effect of the change in accounting policies.

The impact of the change in accounting policy on shareholders' equity at the opening balance of 2018 was € 794.185 positive and on the participations at 31 December 2018 € 1.876.837 positive. The impact of the change in accounting policy on the 2018 result after tax was € 1.184.935 positive.

The comparative figures 2017 are adjusted

Estimates

The preparation of financial statements in conformity with the relevant rules requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. If necessary for the purposes of providing the view required under Section 362, subsection 1, Book 2 of the Dutch Civil Code, the nature of these estimates and

judgements, including the related assumptions, is disclosed in the notes to the financial statement items in question.

Consolidation principles

Participations in which a majority interest is held, are not consolidated based on the exemption of article 2:407 part 1 BW (Dutch Civil Code). Participations are held to exit at a certain moment, which exit is typically defined by a concrete exit strategy.

Principles of accounting

The accompanying financial statements have been prepared in accordance with the statutory provisions of Part 9, Book 2 of the Dutch Civil Code and the firm pronouncements in the Guidelines for Annual Reporting in the Netherlands as issued by the Dutch Accounting Standards Board.

In general, assets and liabilities are stated at the amounts at which they were acquired or incurred, or current value. The financial statements are presented in euro.

Foreign exchange translation

Other assets and liabilities, denominated in foreign currency, are translated into Euros at the exchange rates on balance sheet date.

Any results from foreign currency translation are included in the profit and loss account except for fixed assets related transactions.

Financial fixed assets

Participations

The participations, that are held for trading, are stated at fair value according to the latest International Private Equity and Venture Capital Valuation Guidelines (IPEV Valuation Guidelines). In the first period after the investment has taken place this value is in most cases the historical cost. In due course this value will be adjusted fair value including liquidation preferences given to preferred shareholders. . Changes in the fair value are recognised directly in the income statement. The fair value is based on the following principles:

- Stock quote on balance sheet date if publicly traded;
- Price paid by third party in new financing round;
- Valuation prepared by independent professional third party;
- Estimated future result is significantly lower than the previously expected performance, leading to a permanent decrease in value.

The formal and / or practical restrictions concerning the tradability are taken into account if necessary.

Loans

Other receivables disclosed under financial assets include issued loans and are initially measured at fair value and subsequently carried at amortised cost.

Receivables

Receivables are recognised initially at fair value and subsequently measured at amortised cost. Provision for uncollectible, is credited against receivables.

Cash and cash equivalents

Cash and cash equivalents include cash in hand and bank balances. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet. Cash and cash equivalents are stated at face value.

Liabilities

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost, being the amount received taking account of any premium or discount, less transaction costs.

Other assets and liabilities

In general, assets and liabilities are stated at the amounts at which they were acquired or incurred, or current value. If not specifically stated otherwise, they are recognised at the amounts at which they were acquired or incurred.

Results

Income and expenses are allocated to the financial year to which they relate, except dividend and supervisory board remuneration from investments, which are allocated to the year they are made payable.

Income and expenses are allocated to the financial year they relate to. Expenses are based on the historical cost convention. All amounts are in euros, unless otherwise stated.

Interest paid and received

Interest paid and received is recognised on a time-weighted basis, taking account of the effective interest rate of the assets and liabilities concerned.

Taxes

Taxes are calculated on the result, taking into account existing tax facilities (including losses carried forward, and exempt items and non-deductible expense).

No deferred tax debit caused by fiscal compensable tax losses will be capitalized as long no (fiscal) profits are to be expected.

Limited balance sheet as at 31 December 2018

Financial fixed assets

	2018	2017
	€	€
Purchase price as at 1 January	6,810,389	5,911,473
Accumulated revaluation as at 1 January	5,590,304	4,954,182
Book value as at 1 January	12,400,693	10,865,655
Revaluation because of change accounting policies	-	691,902
Adjusted book value as at 1 January	12,400,693	11,557,557
Investments	118,845	898,916
Divestments	-	-
Revaluation	(175,000)	(55,780)
Revaluation because of change accounting policies	1,184,934	-
Changes in book value	1,128,779	843,136
Purchase price as at 31 December	6,929,234	6,810,389
Accumulated revaluation as at 31 December	6,600,238	5,590,304
Book value as at 31 December	13,529,472	12,400,693

Participations in which Life Sciences Fund Amsterdam B.V. holds an interest of more than 20%:

	Interest
Sigmascreening B.V., Amsterdam, The Netherlands	38.08%
Regenesance B.V., Amsterdam, The Netherlands	33.61%
ACS Biomarker B.V., Amsterdam, The Netherlands	25.93%
Mirnext B.V., Amsterdam, The Netherlands	24.00%
Caelus Pharmaceuticals B.V., The Netherlands	34.01%

Current assets

All current assets are receivable within 1 year.

Shareholders' equity

(in euros)	Issued Capital	Share premium common shares	Share premium preferred shares	Revaluation reserve	Accumulated losses	Total
Balance 31 December 2016	198,908	88,887	8,358,004	6,655,290	(4,430,103)	10,870,986
Revaluation.re change of accounting policies	-	-	-	691,902	-	691,902
Balance 1 January 2017	198,908	88,887	8,358,004	7,347,192	(4,430,103)	11,562,889
Changes during the year:						
Contribution share premium	-	-	1.295.955	-	-	1.295.955
Profit (loss) for the year	-	-	-	-	(300,046)	(300,046)
Balance 31 December 2017	198,908	88,887	9.653.959	7,347,192	(4,730,148)	12,558,798
Changes during the year:						
Profit (loss) for the year	-	-	-	1,184,935	(390,614)	794,321
Balance 31 December 2018	198,908	88,887	9.653.959	8,532,127	(5,120,762)	13,353,119

Issued capital

The authorized capital of the Life Sciences Fund Amsterdam B.V. amounts to € 450,000 divided into 225,000 common shares with a par value of € 1.00 and 22,500,000 preferred shares with a par value of € 0.01.

The issued and fully paid-up capital consists of 100.072 common shares and 9.883.601 preferred shares.

Share premium

The share premium consists of the proceeds of issuance of shares over and above their nominal value.

Current liabilities

All current liabilities are due within 1 year.

Employees

The company has no employees.

Contingent liabilities

There are no contingent liabilities.

Amsterdam, 15 May 2019

Seed Fund Management B.V