



Xellia Pharmaceuticals ApS

CVR no. 61 09 46 28

Dalslandsgade 11, DK-2300 Copenhagen S

Annual report for 2025

Adopted at the annual general meeting on 3
June 2026

Søren Hostrup
chairman

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Statement by management on the annual report

The Board of Directors and Executive Board: have today discussed and approved the annual report of Xellia Pharmaceuticals ApS for the financial year 1 January - 31 December 2025.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2025 and of the results of the company's operations for the financial year 1 January - 31 December 2025.

In our opinion, Management's review includes the required description and information about significant changes in the year in accordance with Danish Financial Statements Act.

Management recommends that the Annual Report should be approved at the general meeting.

Copenhagen, 29 April 2026

Executive Board:

Michael Kocher
Chief Executive Officer

Board of Directors:

Søren Hostrup
chairman

Michael Kocher

Eva Blem

Michael Uhd

Lars Beck Madsen

Martin Bech

Independent Auditor's Report

To the Shareholder of Xellia Pharmaceuticals ApS

Opinion

We have audited the financial statements of Xellia Pharmaceuticals ApS for the financial year 1 January - 31 December 2025, which comprise income statement, balance sheet, statement of changes in equity, notes and summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

We have audited the Financial Statements of Xellia Pharmaceuticals ApS for the financial year 1 January - 31 December, 2025, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' international Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management's Review.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements, that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Independent Auditor's Report

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

Independent Auditor's Report

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Hellerup, 29 April 2026

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Torben Jensen
State Authorised Public Accountant
mne18651

Allan Knudsen
State Authorised Public Accountant
mne29465

Company details

The company

Xellia Pharmaceuticals ApS
Dalslandsgade 11
DK-2300 Copenhagen S

Telephone: +45 32 64 55 00

Website: www.xellia.com

CVR no.: 61094628

Reporting period: 1 January - 31 December 2025

Domicile: Copenhagen

Board of Directors:

Søren Hostrup, chairman
Michael Kocher
Eva Blem
Michael Uhd
Lars Beck Madsen
Martin Bech

Executive Board:

Michael Kocher

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no.: 33771231
Strandvejen 44
2900 Hellerup

Consolidated financial statements The company is included in the Group Report of Novo Nordisk Fonden.

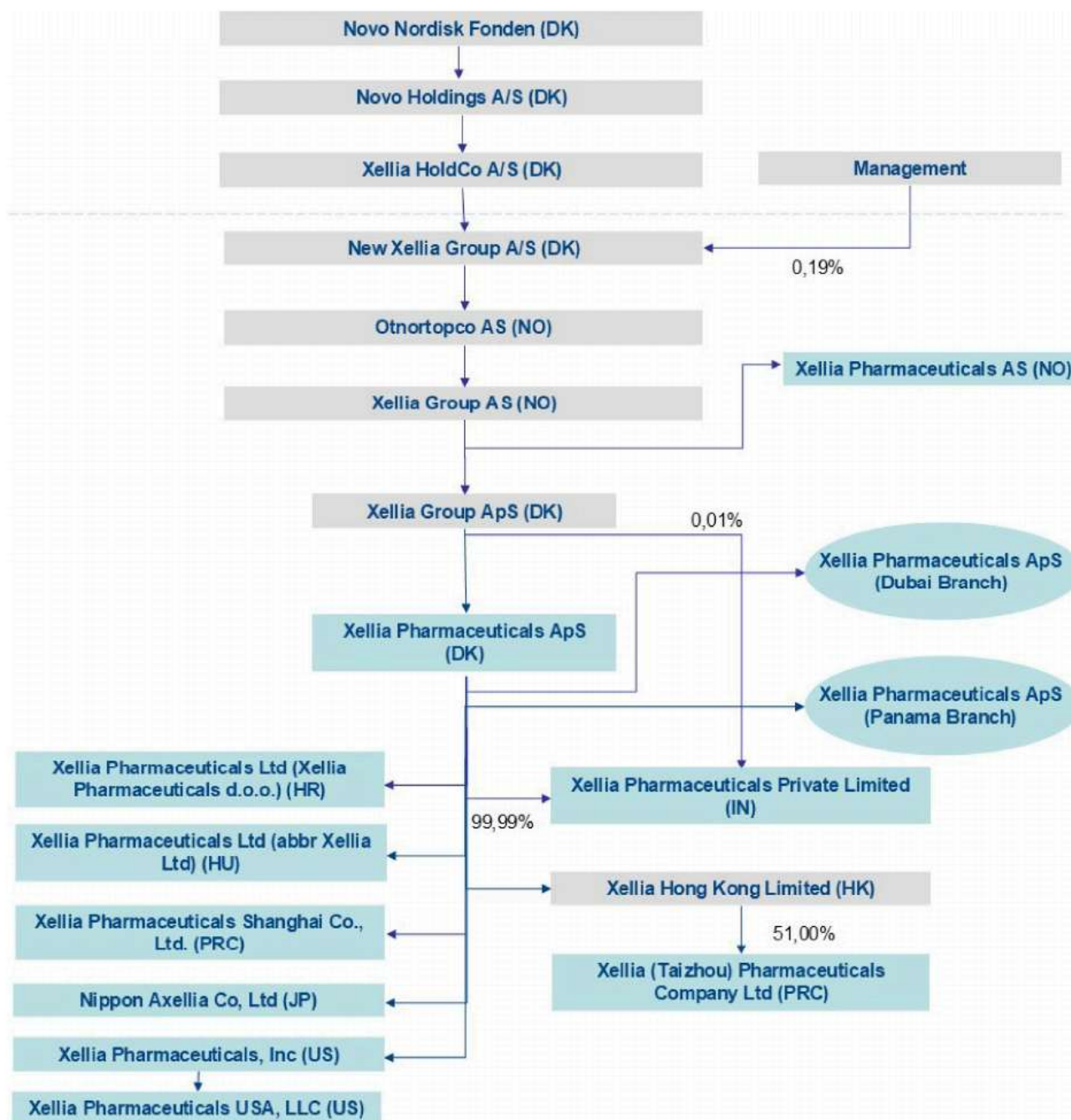
The Group Annual Report of Novo Nordisk Fonden may be obtained at the following address:

Novo Nordisk Fonden, Tuborg Havnevej 19, DK-2900 Hellerup

Parent Company

The company's parent company is Xellia Group ApS, Denmark.
The ultimate owner of Xellia Group ApS is Novo Nordisk Fonden.

Group chart



Financial highlights

Seen over a 5-year period, the development of the Company may be described by means of the following financial highlights:

	2025	2024	2023	2022	2021
	MDKK	MDKK	MDKK	MDKK	MDKK
Key figures					
Revenue	1,462	1,599	1,987	2,245	1,622
Profit/loss before amortisation/depreciation and impairment losses	14	-236	-910	-218	-465
Net financials	244	1,028	-1,455	-103	-16
Profit/loss for the year	214	829	-2,385	-371	-503
Balance sheet					
Non-current assets	1,837	1,804	782	2,389	2,424
Current assets	992	1,396	1,323	1,071	1,310
Balance sheet total	2,829	3,200	2,105	3,460	3,734
Equity	405	162	-598	1,751	2,083
Provisions	35	70	121	55	63
Long-term debt	474	569	538	560	680
Short-term debt	1,903	2,400	2,043	1,095	909
Financial ratios					
EBIT margin	1%	-21%	-60%	-24%	-10%
Gross margin	22%	2%	-32%	-2%	23%
Return on assets	1%	-13%	-43%	-15%	-4%
Solvency ratio	15%	6%	-28%	51%	56%
Return on equity	78%	-381%	-414%	-19%	-21%
Average number of employees	453	547	650	648	640
Investment in tangible assets	25	42	135	139	108

The financial ratios are calculated in accordance with the definitions described under accounting policies.

Management's review

Business review

Xellia Pharmaceuticals ApS ("Xellia") is part of the New Xellia Group A/S (Xellia Group), a global leader in the supply of life-saving anti-infective treatments. The Group is a highly specialized pharmaceutical company engaged in the development, manufacturing, and commercialization of Active Pharmaceutical Ingredients (APIs) and Finished Dosage Forms (FDFs) used in the treatment of serious and often life-threatening bacterial and fungal infections.

The World Health Organization and the European Union recognize a variety of the Group's products as essential and critical medicines, serving as crucial resources in the fight against severe infections and antimicrobial resistance including vancomycin, tobramycin, amphotericin and colistimethate sodium (CMS).

Xellia Group is committed to ensuring security, consistency, and high quality in the supply of critical medicines to patients worldwide. Reliable access to essential antibiotics remains fundamental to healthcare systems, and the Group considers it a core responsibility to contribute to improved supply security and supply chain resilience. This is supported by a diversified and geographically distributed manufacturing footprint.

The Group operates API manufacturing facilities in Copenhagen (Denmark), Budapest (Hungary), and Taizhou (China). All sites comply with current Good Manufacturing Practice (cGMP) standards and are subject to regular inspections by relevant regulatory health authorities.

Xellia Group is owned by Novo Holdings A/S, employs more than 1,100 full-time employees, and is headquartered in Copenhagen (Denmark). The Group maintains a global presence, with commercial operations across Europe, Asia, the Middle East, and North America, as well as a Research & Development center in Norway.

The Group supplies products to more than 80 countries and serves over 500 customers worldwide. Operating as a Business-to-Business (B2B) organization, the Xellia Group provides APIs to pharmaceutical companies globally. Its global sales organization covers all key geographic markets and oversees the coordination with the three production sites. In addition to supporting existing customers, the organization continuously works to expand the reach of the core product portfolio into new markets, in alignment with the Group's growth strategy.

Further information is available at:
www.xellia.com

Recognition and measurement uncertainties

The recognition and measurement of items in the Annual Report is not subject to material uncertainties that could significantly impact the Annual Report.

Financial review

The company's income statement for the year ended 31 December 2025 shows a profit of TDKK 213,738, and the balance sheet at 31 December 2025 shows equity of TDKK 404,569.

Management's review

Investments

In 2025, Xellia invested MDKK 25,5 in tangible assets to maintain and upgrade current production facilities and to meet compliance requirements.

Uncertainties relating to going concern

Management's going concern assessment is based on the approved 2026 budget and liquidity forecasts, which show satisfactory liquidity, together with the Letter of Support from the parent company, under which the parent company will provide the support necessary for Xellia Pharmaceuticals ApS to fulfil its obligations until 1 January 2027.

Based on the circumstances described above, the financial statements are prepared on a going concern basis.

Subsequent events

After the balance sheet date, no significant subsequent events occurred in the period between the end of the financial year and the Board of Directors' adoption of the annual report.

The company's knowledge resources if of particular importance to its future earnings

Xellia Group's strong market position is supported by more than 120 years of experience in the pharmaceutical industry, with a sustained focus on patient needs. The Group applies a leadership model based on distributed accountability and empowerment, facilitating effective execution across the organization. Emphasis on cross-functional collaboration and coordination across sites is a key enabler for achieving strategic and operational targets.

Development in activities and financial position

Xellia Pharmaceuticals ApS experienced a revenue decrease in 2025 compared to 2024. Revenue decreased from MDKK 1,599 in 2024 to MDKK 1,462 in 2025, primarily due to the divestment of the US B2i activities, which were discontinued in September 2024, and lower customer demand leading to reduced delivered volumes during the year. Profit for the year amounted to MDKK 213.7 (2024: MDKK 829.0).

The year-on-year comparison of the net result was materially affected by special items, including effects from divested activities and reversal of impairment losses on investments in subsidiaries, as described in Note 3. The related investment in the subsidiary was impaired in 2023.

Profit/(loss) for the year relative to the expectations most recently expressed

The result for 2025 was in line with the expectations most recently expressed. Revenue decreased compared with 2024, primarily due to the divestment of the US B2i activities and lower customer demand. Profit for the year amounted to MDKK 213.7 (2024: MDKK 829.0). The year-on-year decrease in net profit primarily reflects the high level of one-off gains recognized in 2024, including gains related to divested activities and reversal of impairment losses on investments in subsidiaries.



Management's review

Outlook

For 2026, Xellia Pharmaceuticals ApS expects revenue to remain broadly in line with 2025 in reported DKK terms, while reflecting low single-digit underlying growth. Based on the approved 2026 budget, revenue is expected to amount to approximately MDKK 1,475.

EBITDA is expected to remain broadly in line with 2025, hence approximately MDKK 14-15 is expected. This development is supported by pricing initiatives, incremental volume growth, and continued productivity and cost-efficiency measures across the business. The outlook assumes lower milestone and other one-off revenue compared to 2025 and remains sensitive to foreign exchange developments, particularly the USD against DKK and EUR. Liquidity is expected to remain satisfactory, and operating cash flow is expected to fund the majority of the planned investment program in 2026.

Special risks apart from generally occurring risks in industry

Operating risks

In addition to the general pricing pressure and competition in the generic pharmaceutical industry, the 2026 outlook is sensitive to pricing execution, demand development for key products, tender outcomes, manufacturing stability and product release timing, including sterile supply disruptions and other quality-related incidents, as well as realization of planned productivity and procurement savings.

Currency risks

A substantial share of the Group's revenue is denominated in USD, while a significant part of the cost base is incurred in DKK, EUR and HUF. Consequently, earnings and cash flows are sensitive to movements in exchange rates, in particular USD against DKK and EUR. The company hedges expected net cash flow exposures in relevant currencies through forward exchange contracts in accordance with its treasury policy.

The hedging is made by forward exchange contracts in USD to DKK and HUF for the next 12 - 30 months.

Statutory statement regarding ESG in accordance with section 99b of the Danish Financial Statements Act

Xellia aims to run a business that contributes positively to society and collaborates closely with essential stakeholders to tackle worldwide issues. Sustainability aspects are considered across our entire value chain.

We are dedicated to conducting business in a responsible manner, working to minimize our environmental footprint through responsible manufacturing practices. Ensuring patient and product safety remains paramount, through rigorous quality standards and safe production protocols. Ethical business conduct is fundamental, as well as safeguarding human rights by maintaining safe working environments, combating corruption, and promoting fair labor practices across all Xellia sites within the supply chain.



Management's review

Business model

Xellia places strong emphasis on customer relationships and aims to be the preferred partner for the global supply of critical anti-infectives to the pharmaceutical industry. This is achieved through the delivery of a reliable and unique level of service.

The Group serves a broad customer base, including both branded specialty and generic pharmaceutical companies. Customers rely on Xellia to ensure a consistent and robust supply of high-quality products, supporting both patient safety and the protection of their own market reputation.

The Group's business performance is underpinned by high levels of customer satisfaction and loyalty, as evidenced by long-standing relationships and recurring multi-product orders. Xellia maintains these relationships through a continued focus on product quality, regulatory compliance, and service excellence, supported by dedicated global customer service and technical support functions.

Xellia's technical services teams work closely with customers to support product development and regulatory registration processes, as well as to address technical challenges. This collaboration contributes to business continuity and supports customers' growth initiatives. In parallel, the Group continues to expand the reach of its core product portfolio into new markets, in line with its growth strategy into new markets.

Xellia's work with environment and climate change

Risks related to environment and climate change:

The Group's manufacturing processes require significant energy input and result in associated carbon emissions. Xellia is committed to reducing its environmental footprint through the ongoing implementation of more sustainable practices across sourcing, manufacturing, and development.

Our approach to working with environment and climate change:

Xellia strives to be a sustainable business. We are always looking for ways to reduce our negative impact on the environment and find sustainable solutions in our sourcing, manufacturing, and development practices.

Activities and results obtained in the reporting period regarding environment and climate change:

In 2025, Xellia's environmental performance improved across its three manufacturing sites. Energy consumption, water withdrawal and waste generation all decreased, primarily reflecting lower production output.

Management's review

Expectations for the work related to environment and climate change going forward:

Xellia Group has committed to long term targets towards 2030 and maintain high focus reducing environmental impacts in the years to come.

Environmental targets include:

- 40% reduction in Scope 1 & 2 emissions from 2023
- >50% waste recycled
- 20% reduction of water withdrawal since 2023

Xellia's work with social and employee issues

Risks related to social and employee issues:

As a manufacturer of critical anti-infective medicines, Xellia operates in a context where antimicrobial resistance (AMR) represents a significant global health risk. It is therefore essential that the Group conducts its activities in accordance with responsible business practices and actively promotes awareness of AMR, both internally and externally. This includes ensuring a reliable supply of essential antibiotics and engaging in relevant industry and policy initiatives.

Xellia's operations also depend on maintaining a safe, secure, and healthy working environment. Key risks relate to employee health and safety, as well as the ability to attract and retain qualified talent. The Group mitigates these risks through structured health and safety programs, a continued focus on high safety standards to reduce workplace incidents, and initiatives aimed at employee engagement and development. In 2025, Xellia maintained total RI rate below 0.8 in line with target.

In addition, Xellia supports patient advocacy efforts to promote appropriate access to and use of critical anti-infective treatments.

Our approach to working with social and employee issues:

As a producer of important anti-infective drugs, it is pivotal that Xellia follows responsible business practices and highlights the criticality of AMR – both externally and internally. At Xellia, we continually work to provide a healthy, secure, and safe working environment for our employees, and we are determined to maintain high health and safety standards to reduce the risk of accidents.

Activities and results obtained in the reporting period regarding social and employee issues:

As part of Xellia announced the planned gradual closure of its Copenhagen, Xellia is committed to managing this process responsibly and in line with ILO Convention No. 158 and local labor law on Termination of Employment. Measures initiated to date include early consultation and continuous dialogue with the works council (samarbejdsudvalg) and unions. Where possible, Xellia will be offering affected employees the opportunity to transition to roles elsewhere in the organization



Management's review

Expectations for the work related to social and employee issues going forward:

AMR, patient advocacy and a healthy workplace remain important focus areas in years to come.

Xellia's work with human rights (responsible sourcing, diversity, inclusion and belonging)

Risks related to human rights (responsible sourcing, diversity, inclusion and belonging):

As an international company, Xellia benefits from a diverse and multicultural workforce across its sites in Denmark, Norway, Hungary, Croatia, China, India, Japan, and the United Arab Emirates. This geographic footprint requires a consistent and structured approach to managing human rights risks across different regulatory and cultural contexts.

Key risks relate to ensuring responsible sourcing, maintaining ethical working conditions, and safeguarding human rights throughout the supply chain. Xellia Group addresses these risks by promoting ethical supplier relationships, setting clear expectations for labor standards, and integrating responsible business practices into its sourcing and procurement processes.

In parallel, Xellia Group is committed to fostering a diverse, inclusive, and respectful workplace, recognizing that inclusion and belonging are essential to employee well-being and organizational performance.

Our approach to working with human rights (responsible sourcing, diversity, inclusion and belonging):

Diversity and equal opportunities for all are key to our success. We have an integrated, open, and transparent culture built on mutual respect, trust, and accountability. We benefit from a diverse and multicultural workforce across the Xellia sites. All employees in Xellia Group are responsible for treating each other with dignity and respect. This is integrated in our values and is included in our Code of Conduct.



Management's review

Activities and results obtained in the reporting period regarding human rights (responsible sourcing, diversity, inclusion and belonging):

By the end of 2025, the Xellia Group employed a total of 1,188 individuals, consisting of 477 females and 711 males, representing 40.2% and 59.8% of the workforce, respectively. The gender distribution has changed compared to 2024, where 43.5% employee were female. Among people managers, there were 61 females and 132 males, comprising 31.6% and 68.4% of the leadership, respectively.

A key long-term objective is to strengthen gender equality by ensuring a minimum of 45% female representation across management positions, high-potential employees, and succession pipelines.

In 2025, our company continued to raise awareness about important issues such as gender equality, unconscious bias, Diversity and Inclusion, and LGBTQI+ rights through different initiatives. At Xellia, we strongly believe in the right of every individual to bring their whole selves to work.

In 2025, Xellia continued its EHS (Environment, Health, and Safety) and Sustainability audit program, aligning with the framework established by the Pharmaceutical Supply Chain Initiative (PSCI). As a committed advocate for ethical business practices, we recognize the importance of fostering transparent and sustainable relationships with our suppliers. Upholding ethical labor standards and safeguarding human rights throughout our supply chain remains central to our corporate values. Actively participating in PSCI, Xellia collaborates with industry peers to champion transparency and advance responsible supply chain practices.

Building upon our commitment from 2022, Xellia continued the Xellia Responsible Sourcing policy, underpinning our dedication to ethical business conduct. Our objective is to assess the sustainability maturity of our key suppliers and diligently monitor their alignment with our Responsible Sourcing Policy. Through these initiatives, we strive to cultivate a supply chain characterized by integrity, sustainability, and social responsibility.

Xellia's work with anti-corruption

Risks related to anti-corruption:

Xellia operates in countries where there is risk of being exposed to corruption and general violations of our Code of Conduct and policies.



Management's review

Our approach to working with anti-corruption:

Xellia is committed to integrity, transparency, and full compliance across all areas of its business. The Group maintains a zero-tolerance approach to bribery and corruption and expects the same standard from employees and third parties acting on its behalf, in line with expectations from customers, owners, and regulators.

Xellia's anti-bribery and anti-corruption program is designed to ensure compliance with applicable laws and covers key risk areas, including interactions with healthcare professionals and organizations, sales and marketing practices, third-party management, and gifts and hospitality. The program includes regular risk assessments, due diligence on third parties, and mandatory training for relevant employees as part of the Code of Conduct framework.

To support ethical conduct, Xellia Group operates a whistleblower system that enables employees and third parties to report concerns confidentially. This supports early detection of potential misconduct, limits potential impact, and strengthens preventive measures

Activities and results obtained in the reporting period regarding anti-corruption:

In 2025, 100% of Xellia Group's employees have received training on our Code of Conduct including our zero tolerance towards bribery and corruption.

The appointed compliance function has investigated any alleged or suspected cases where the guidelines may have been violated, as stated in the Whistleblower System Policy.

Expectations for the work related to anti-corruption going forward:

Xellia will continue with periodic risk assessments, due diligence procedures, and employee training and regularly assess if further activities are required.



Management's review

Statutory statement regarding data ethics in accordance with section 99d of the Danish Financial Statements Act

Xellia has implemented policies and procedures related to the EU General Data Protection Regulation (GDPR) in all areas, which are supported by training on our policies. The Xellia Data Privacy Policy sets out roles, responsibilities, and requirements when processing personal data to ensure compliance with the GDPR and EU Member States' data protection legislation.

Further, the Xellia Data Ethics Policy also included in the Xellia Sustainability Policy, applies to all forms of data processing, and describes how data ethics are considered and included in the use of data and design and implementation of technologies; especially new technologies used for processing data within Xellia. The policies apply to all employees at Xellia Pharmaceuticals (New Xellia Group A/S and its subsidiaries).

Our data ethical values:

- We work with data minimization and data protection by design and default when we develop new products.
- We strive to ensure that our use of data is not discriminatory, for example, against gender, ethnicity, or communities.
- We work with data in an open and transparent manner.
- We strive to ensure that data is not used in a way that misleads customers.
- We strive to ensure that our users get the most value possible from the data we collect.
- We are conscious that the data we collect can be useful for some, a burden for others, and be misused unintentionally.
- We strive to ensure diversity in our staff with data expertise – regarding skills, environment, and background.
- We strive to ensure that we possess the necessary competencies to manage data ethical dilemmas.
- We strive to ensure that our partners process data as we would ourselves in compliance with the GDPR and our standards.

During 2025, Xellia continued to train and inform key employees about its data ethics policy. There have been no cases or needs for decisions regarding data being used for different purposes than they were intended for.



Income statement 1 January - 31 December

	Note	2025 TDKK	2024 TDKK
Revenue	2	1,461,516	1,599,382
Cost of Sales	3	-1,146,605	-1,562,369
Gross profit		314,911	37,013
Distribution costs		-55,428	-62,739
Administrative costs	3	-349,935	-396,518
Research and development costs		-107,776	-185,809
Other operating income and expenses	3	202,163	264,374
Profit/loss before financial income and expenses		3,935	-343,679
Income from investments in subsidiaries		10,040	107,258
Impairment losses on investments in subsidiaries	11	0	-17,314
Reversal of impairment losses on investments in subsidiaries	11	106,359	1,121,116
Financial income	5	281,980	24,141
Financial expenses	6	-154,433	-207,163
Profit/loss before tax		247,881	684,359
Tax on profit/loss for the year	7	-34,143	144,607
Net profit/loss for the year		213,738	828,966
Distribution of profit	8		



Balance sheet 31 December

	Note	2025 TDKK	2024 TDKK
Assets			
Technology and development projects		3,136	6,119
Rights and licenses		58,076	66,066
Software		5,039	8,155
Intangibles under construction		2,315	2,610
Intangible assets	9	68,566	82,950
Land and buildings	10	75,218	86,312
Plant and machinery	10	163,563	226,331
Fixtures and fittings, tools and equipment	10	17,858	24,661
Property, plant and equipment under construction	10	112,845	90,535
Property, plant and equipment		369,484	427,839
Investments in subsidiaries	11	1,399,810	1,293,451
Fixed asset investments		1,399,810	1,293,451
Total non-current assets		1,837,860	1,804,240
Raw materials		60,043	75,473
Work in progress		117,989	156,918
Finished goods		185,619	258,827
Inventories		363,651	491,218
Trade receivables		232,466	272,787
Receivables from group companies		160,940	496,729
Other receivables		57,706	33,171
Corporation tax		0	81,063
Prepayments	12	16,480	20,945
Receivables		467,592	904,695
Cash at bank		160,376	315
Total current assets		991,619	1,396,228
Total assets		2,829,479	3,200,468



Balance sheet 31 December

	Note	2025 TDKK	2024 TDKK
Equity and liabilities			
Share capital		201,000	201,000
Reserve for development expenditure		1,890	3,379
Retained earnings		213,785	-1,442
Derivative		-12,106	-40,483
Equity	13	404,569	162,454
Provision for deferred tax	14	47,776	69,945
Total provisions		47,776	69,945
Mortgage loans		104,802	128,262
Lease obligations		500	681
Holiday allowance		0	42,967
Payables to group companies		306,947	344,919
Deferred income	17	30,036	31,724
Other payables		32,139	19,986
Total non-current liabilities	15	474,424	568,539
Short-term part of long-term debt	15	31,878	23,869
Trade payables		56,113	81,968
Payables to group companies		1,569,870	2,073,420
Corporation tax		31,034	0
Other liabilities	16	213,815	220,273
Total current liabilities		1,902,710	2,399,530
Total liabilities		2,377,134	2,968,069
Total equity and liabilities		2,829,479	3,200,468
Uncertainty about the continued operation (going concern)	18		
Subsequent events	19		
Contingent liabilities	20		
Financial instruments	21		
Related parties and ownership structure	22		
Fee to auditors appointed at the general meeting	23		



Statement of changes in equity

	Share capital	Reserve for development expenditure	Retained earnings	Derivative	Total
TDKK					
Equity at 1 January 2025	201,000	3,379	-1,442	-40,483	162,454
Other equity movements	0	0	0	36,381	36,381
Net profit/loss for the year	0	-1,489	215,227	0	213,738
Changes in equity of tax	0	0	0	-8,004	-8,004
Equity at 31 December 2025	201,000	1,890	213,785	-12,106	404,569

	Share capital	Reserve for development expenditure	Retained earnings	Derivative	Total
TDKK					
Equity at 1 January 2024	201,000	4,868	-831,897	28,254	-597,775
Other equity movements	0	0	0	-88,124	-88,124
Net profit/loss for the year	0	-1,489	830,455	0	828,966
Changes in equity of tax	0	0	0	19,387	19,387
Equity at 31 December 2024	201,000	3,379	-1,442	-40,483	162,454



Notes

1 Accounting policies

The annual report of Xellia Pharmaceuticals ApS for 2025 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The accounting policies applied are consistent with those of last year.

The Annual Report is presented in TDKK.

Basis of recognition and measurement

Income is recognized in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortization, depreciation, and impairment losses, are recognized in the income statement.

Assets are recognized in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognized in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortized cost using the effective interest method. Amortized cost is calculated as the historic cost less installments and plus/less the accumulated amortization of the variance between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the Annual Report is presented and which confirm or invalidate matters existing at the balance sheet date.

Subsidiaries

Consolidated financial statements

In accordance with the Danish Financial Statements Act section 112, 1, no. 2 Xellia Pharmaceuticals ApS has not prepared consolidated financial statements. Reference is made to the consolidated financial statements of Novo Nordisk Fonden, registered office: Tuborg Havnevej 19, 2900 Hellerup, Denmark.



Notes

1 Accounting policies

Income statement

Revenue

Revenue is derived from contracts with customers through the production and transfer of products across various product categories and within several geographical regions. Revenue is recognized in the income statement when the performance obligation is satisfied, and when all obligations stated in the contract are fulfilled. This is defined as the point in time when control of the products has been transferred to the buyer. The transfer of control to customers takes place according to trade agreement terms, Incoterms, and can vary depending on the customer or the specific trade.

Sales are measured at the fair value of the consideration received or receivable. When sales are recognized, the company records estimates for a variety of sales deductions, including product returns, rebates, and discounts. Sales deductions are recognized as a reduction of gross sales to arrive at net sales, by assessing the expected value of the sales deductions (variable consideration).

The company has entered into agreements with customers where the customer undertakes sales to third parties and the profit is distributed between the customer and the company based on a predetermined formula.

Income from sales & usage-based registration rights, royalties, licenses or similar are recognized as revenue when the company has fulfilled its performance obligation.

Cost of Sales

Cost of sales comprise the cost of goods sold. Cost includes the cost of raw materials, transport costs, consumables, and goods for resale, direct labor, and indirect costs of production, including operating costs, amortization, depreciation and impairments relating to manufacturing facilities, equipment, production related technology and amortization and impairments of development projects related to the company's product portfolio. Cost of sales includes expenses in connection with quality assurance of products and any write-down to net realizable value of unsalable or slow-moving items.

Other operating income and expenses

Other operating income and expenses comprise items of a secondary nature relative to the company's activities.

Distribution costs

Distribution costs comprise costs in the form of salaries to sales and distribution staff, advertising, and marketing expenses as well as depreciation. Amortization of goodwill is included to the extent that goodwill relates to distribution activities.

Administrative costs

Administrative costs comprise expenses for management, administrative staff, office expenses and depreciation. Amortization of goodwill is included to the extent that goodwill relates to administrative activities.

Notes

1 Accounting policies

Impairment losses on investments in subsidiaries

Impairment losses comprise the impairment on subsidiaries companies.

Research and development costs

Research and development costs comprise costs relating to development projects that do not qualify for recognition in the balance sheet and amortization of capitalized development projects.

Income from investments in subsidiaries

Dividends from subsidiaries are recognized as income in the income statement when adopted at the General Meeting of the subsidiary.

Financial income and expenses

Financial income and expenses are recognized in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realized and unrealized capital/exchange gains and losses on securities, liabilities and foreign currency transactions and amortization of financial assets and liabilities.

Tax on profit/loss for the year

Tax for the year, which comprises the current income tax charge for the year and changes in the deferred income tax charge, is recognized in the income statement as regards the portion that relates to the profit/loss for the year.

Balance sheet

Intangible assets

Development projects, patents and licences

Developments projects recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Property, plant and equipment

Property, plant, and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition up until the time when the asset is ready for its intended use. In the case of assets under construction, cost comprises direct and indirect expenses for employee cost, materials, components, and contractors. Borrowing costs relating to both specific and general borrowing directly attributable to assets under construction with a lengthy construction period are recognized in cost during the construction period.

Land and assets under construction are not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.



Notes

1 Accounting policies

Depreciation based on the cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Manufacturing plants	13-40 years
Plant and machinery	5-13 years
Other fixtures and fittings, tools and equipment	3-13 years

Depreciation is recognized in the income statement as of cost of sales, distribution costs and administrative costs respectively.

Gains or losses on the disposal of property, plant and equipment are determined as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains or losses from the disposal of property, plant and equipment are recognized in the income statement as other operating income/expenses.

Right of use assets

Right of use assets are measured at cost less accumulated depreciation and impairment losses adjusted for any re-measurements of the lease liability where initial cost is equal to the initial amount of the related lease liability.

Depreciation is straight-line on basis of the underlying contracts which are 1-10 years.

Investments in subsidiaries

Investment in subsidiaries are recognized and measured at purchase price.

Dividends from subsidiaries are recognized as income in the income statement when adopted at the General Meeting of the subsidiary.

The carrying amounts are reviewed on an annual basis to determine whether there is any indication of impairment or reversal of impairment. If there is indication of impairment, the asset is written down to its lower recoverable amount. The recoverable amount of the asset is calculated as the higher of net selling price and value in use.



Notes

1 Accounting policies

Technology and development projects and Rights and licenses

Technology and development projects are capitalized when the technology and development costs relate to new products or processes that are clearly defined and identifiable and the company can demonstrate a future economic benefit, the technical feasibility, sufficient resources, a future market, and the intention of completing the intangible asset and ability to use or sell it as well as measure reliably the expenditure attributable to the development. Furthermore, acquired technology and development assets, including milestone and upfront payments which are deemed to enhance the company's intellectual productions and sales rights are capitalized. Technology and development projects that do not fulfill these requirements are expensed. Ongoing development and technology projects are until finished classified as assets under construction.

Following the completion of the development work, development costs are amortized on a straight-line basis over the estimated useful life. The amortization period is usually five years.

Gains and losses on the disposal of development projects, patents and licenses are determined as the difference between the selling price less costs to sell and the carrying amount at the date of disposal. Gains or losses are recognized in the income statement as other operating income or other operating expenses, respectively.

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is tested for impairment, other than what is reflected through normal amortization and depreciation, on an annual basis.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets, respectively. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the expected net cash flows from the use of the asset or the group of assets and expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Inventories

Inventories are measured at cost using the FIFO method. Where the net realizable value is lower than the cost, inventories are recognized at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price plus delivery costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct cost of labor and production.



Notes

1 Accounting policies

Production overheads include the indirect cost of materials, wages, and salaries as well as maintenance and depreciation of production machinery, buildings and equipment and expenses relating to plant administration and management.

The net realizable value of inventories is calculated as the expected selling price less. The net realizable value is determined considering marketability, obsolescence and expected selling price movements.

Trade receivables

Trade receivables are recognized at the invoiced amount less expected losses for amounts considered irrecoverable (amortized cost). Expected losses are measured as the difference between the carrying amount and the present value of anticipated cash flow. Expected losses are assessed on major individual receivables or in groups at portfolio level based on the receivables' age and maturity profile as well as historical records of losses. The calculated expected losses are adjusted for specific significant negative developments in geographical areas.

Payment terms are typically 30 - 45 days.

Other receivables and prepayments

Other receivables and prepayments are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

Receivables from group companies are measured at amortized cost, which is usually equivalent to nominal value.

Equity

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognized as a liability at the date of declaration by the annual general meeting.

Capitalized development cost occurred from January 1, 2016 are reflected as a reserve in equity in accordance with the Danish Financial Act section 83.

Corporation tax

Corporation tax liabilities and corporation tax receivables are recognized in the balance sheet as the estimated income tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred income tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated based on the planned use of the asset and settlement of the liability, respectively.



Notes

1 Accounting policies

Deferred tax assets, including the tax value of tax loss carry forwards, are recognized at the expected value of their utilization; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction.

Changes in deferred income tax due to changes to income tax rates are recognized in the income statement.

The Danish entities in the Group are jointly taxed with the Danish companies owned by Novo Holdings A/S. The joint taxation covers withholding taxes in the form of dividend tax, royalty tax and interest tax. The Danish companies are jointly and severally liable for the joint taxation. Any subsequent adjustments to income taxes and withholding taxes may lead to a larger liability. The tax for the individual companies is allocated in full on the basis of the expected taxable income.

Liabilities

Financial liabilities are recognized on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortized cost, corresponding to the capitalized value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognized in the income statement over the term of the loan.

Other liabilities, which include financial liabilities, trade payables, payables to group entities and other payables, are measured at amortized cost, which is usually equivalent to nominal value.

Deferred income

Deferred income is recognized when the company receive advance payments for delivery of products or services and the performance obligation is satisfied in future.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognized in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognized in the latest financial statements is recognized in the income statement as financial income or financial expenses.

Derivative financial instruments

Derivative financial instruments are initially recognized in the balance sheet at cost and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables and payables, respectively.

Notes

1 Accounting policies

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of the fair value of a recognized asset or liability are recognized in the income statement together with changes in the fair value of the hedged asset or liability.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of future assets and liabilities are recognized in other receivables or other payables and in equity. If the forecast transaction results in the recognition of assets or liabilities, amounts previously recognized in equity are transferred to the cost of the asset or liability, respectively. If the forecast transaction results in income or expenses, amounts previously recognized in equity are transferred to the income statement in the period in which the hedged item affects profit or loss.

Changes in the fair value of financial instruments concerning loans that are designated and qualify as hedges of net investments in independent foreign subsidiaries are recognized directly in equity.

The fair value of derivative financial instruments is calculated using inputs, other than quoted priced observable marked data for the asset or liability, either directly or indirectly. This is level II of the fair value hierarchy.

As for derivative financial instruments that do not qualify for hedge accounting, fair value adjustments are recognized in the income statement on a current basis.

Cash flow statement

Pursuant to section 86 (4) of the Danish Financial Statements Act, the company has not prepared a cash flow statement. The financial statement of Xellia Pharmaceuticals ApS is included in the cash flow statement of the consolidated Annual Report of Novo Nordisk Fonden.

Notes

1 Accounting policies

Financial Highlights

Definitions of financial ratios.

Gross margin ratio	$\frac{\text{Gross Profit} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit/loss before financials} \times 100}{\text{Average Total assets}}$
Return on equity	$\frac{\text{Profit/loss from ordinary operations after tax} \times 100}{\text{Average equity}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year-end}}$
EBIT margin	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$



Notes

	2025	2024
	TDKK	TDKK
2 Revenue		
Revenue	1,461,516	1,599,382
	1,461,516	1,599,382
Europe	529,167	583,954
North America	536,840	535,988
South America	58,661	59,256
Asia	267,944	380,335
Other	68,904	39,849
	1,461,516	1,599,382
Active Pharmaceuticals Ingredient - API	974,473	949,027
Finished Dosage Forms - FDF	416,532	636,614
Royalty	3,674	8,120
License fee	63,790	-544
Profit share	3,047	6,165
Total revenue	1,461,516	1,599,382

The geographical distribution of API revenue is based on the country in which the goods are delivered and FDF revenue is based on the market of authorization.



Notes

	2025	2024
	TDKK	TDKK
3 Special items		
Impairment losses on intangible assets under construction presented as Cost of Sales	-1,092	-5,794
Gain on impairment loss reversal presented as Other operating income and expenses	4,482	0
Costs of services related to disposal of shares and activities presented as Administrative costs	-5,030	-49,196
Gain on sales of activities presented as Other operating income and expenses	202,162	277,748
Loss on sales of activities presented as Other operating income and expenses	0	-6,730
Gain on sale of shares presented as Income from investment in subsidiaries	0	26,062
Impairment losses on investments in subsidiaries	0	-17,314
Reversal of impairment losses on investments in subsidiaries	106,359	1,121,116
	306,881	1,345,892



Notes

	2025	2024
	TDKK	TDKK
4 Staff		
Wages and Salaries	341,574	433,186
Pensions	38,051	45,682
Other social security expenses	5,256	5,500
	384,881	484,368

Wages and Salaries, pensions and other social security expenses are recognised in the following items:

Cost of sales	311,542	387,362
Distribution expenses	17,673	24,211
Administrative expenses	47,346	52,723
Research and development costs	8,320	20,072
	384,881	484,368

Number of fulltime employees on average	453	547
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According to section 98 B(3) of the Danish Financial Statements Act, remuneration to the executive board has not been disclosed.

5 Financial income

Interest received from group companies	36	86
Other financial income	9,088	14,186
Foreign exchange adjustments	272,856	9,869
	281,980	24,141

6 Financial expenses

Interest to group companies	83,818	99,331
Other financial expenses	30,215	10,122
Foreign exchange adjustments	40,400	97,710
	154,433	207,163

Notes

	2025	2024
	TDKK	TDKK
7 Tax on profit/loss for the year		
Current tax on profit / loss for the year	54,296	-115,356
Change in deferred tax	-3,277	-5,908
Adjustments of tax prior years	2,016	3,508
Adjustments of deferred tax prior years	-18,892	-26,851
	34,143	-144,607

8 Distribution of profit		
Transferred to other statutory reserves	-1,489	-1,489
Retained earnings	215,227	830,455
	213,738	828,966

9 Intangible assets	Technology and development projects	Rights and licenses	Software	Intangibles under construction	Total
Cost at 1 January 2025	229,003	371,257	105,122	320,922	1,026,304
Disposals	0	0	0	-3,159	-3,159
Transfers	0	0	525	-525	0
Cost at 31 December 2025	229,003	371,257	105,647	317,238	1,023,145
Impairment losses and amortisation at 1 January 2025	222,884	305,191	96,967	318,312	943,354
Depreciation for the year	5,924	7,990	3,641	0	17,555
Reversal for the year of previous years' impairment losses	-2,941	0	0	-3,389	-6,330
Impairment losses and amortisation at 31 December 2025	225,867	313,181	100,608	314,923	954,579
Carrying amount at 31 December 2025	3,136	58,076	5,039	2,315	68,566
Useful lives	5-15 years	5-20 years	3-5 years		

Notes

10 Property, plant and equipment

	Land and bu- ildings	Plant and ma- chinery	Fixtures and fittings, tools and equipment	Property, plant and equipment under con- struction	Total
Cost at 1 January 2025	439,877	1,022,737	67,930	394,034	1,924,578
Additions	0	0	0	25,454	25,454
Disposals	0	0	-766	0	-766
Transfers	0	2,024	1,120	-3,144	0
Cost at 31 December 2025	<u>439,877</u>	<u>1,024,761</u>	<u>68,284</u>	<u>416,344</u>	<u>1,949,266</u>
Impairment losses and depreciation at 1 January 2025	353,565	796,406	43,269	303,499	1,496,739
Impairment	157	18,611	0	0	18,768
Depreciation for the year	10,937	46,181	7,923	0	65,041
Reversal of impairment and depreciation of sold assets	0	0	-766	0	-766
Impairment losses and depreciation at 31 December 2025	<u>364,659</u>	<u>861,198</u>	<u>50,426</u>	<u>303,499</u>	<u>1,579,782</u>
Carrying amount at 31 December 2025	<u>75,218</u>	<u>163,563</u>	<u>17,858</u>	<u>112,845</u>	<u>369,484</u>
Useful lives	<u>13-40 years</u>	<u>5-13 years</u>	<u>3-13 years</u>		

In 2025 no interest has been capitalized. In 2024 a capitalization rate of 7,63% has been applied.

The residual value of the company's tangible assets are reviewed annually.

Notes

	2025	2024
	TDKK	TDKK
11 Investments in subsidiaries		
Purchase price at 1 January	1,642,701	1,658,376
Additions	0	19
Disposals for the year	0	-15,694
Purchase price at 31 December	1,642,701	1,642,701
Revaluations at 1 January	-349,250	-1,453,052
Revaluations for the year, net	106,359	1,103,802
Revaluations at 31 December	-242,891	-349,250
Carrying amount at 31 December	1,399,810	1,293,451

Investments in subsidiaries are specified as follows:

Name	Currency	Share capital	Ownership interest	Equity	Profit/loss for the year
Xellia Pharmaceuticals Ltd., Budapest	THUF	5,260,200	100.00%	9,826,115	706,415
Xellia Pharmaceuticals Inc., Delaware	TUSD	240,000	100.00%	270,230	-268
Nippon Axellia Co. Ltd., Tokyo	TJPY	10.000	100.00%	5,335	-55,223
Xellia Hong Kong Ltd., Hong Kong	THKD	10	100.00%	99,100	-1,423
Xellia Pharmaceuticals d.o.o., Zagreb	TEUR	3	100.00%	167	126
- Xellia Pharmaceuticals Private Limited, Bangalore	TINR	100	99.99%	201,891	40,351
- Xellia Pharmaceuticals Shanghai Co., Ltd.*, Shanghai	TCNY	1914	100.00%	2,116	215
Subsidiary of Xellia Pharmaceutical Inc.: - Xellia Pharmaceuticals USA LLC, Delaware	TUSD	16,000	100.00%	157,762	2,869
Subsidiary of Xellia Hong Kong Ltd.: -Xellia (Taizhou) Pharmaceuticals Company Ltd., Taizhou	TCNY	174,547	51.00%	230,265	4,960

Xellia Pharmaceuticals ApS has partially paid the shared capital. The partially paid shared capital amounts to 997 TCNY.

12 Prepayments

Prepayments comprise prepaid expenses related to third-party services and insurance premiums.



Notes

13 Equity

There have been no changes in the share capital during the last 5 years.

14 Provision for deferred tax

Provision for deferred tax at January 1
Change for the year recognised in the income statement
Change for the year recognised in equity

Provision for deferred tax at December 31

2025	2024
TDKK	TDKK
69,945	121,249
-22,169	-32,759
0	-18,545
47,776	69,945

Provisions for deferred tax on:

Intangible assets
Property, plant and equipment
Inventories
Other taxable temporary variances

14,590	20,520
10,435	23,075
41,332	52,581
-18,582	-26,231
47,776	69,945

15 Non-current liabilities

	Non-current liabilities, at Jan. 1, 2025	Non-current liabilities, at Dec. 31, 2025	Instalment next year	Debt outstanding after 5 years
Mortgage loans	128,262	104,802	23,381	6,494
Lease obligations	681	500	551	0
Holiday allowance	42,967	0	0	0
Payables to group companies	344,919	306,947	0	0
Deferred income	31,724	30,036	0	0
Other payables	19,986	32,139	7,946	0
	568,539	474,424	31,878	6,494



Notes

	2025	2024
	TDKK	TDKK
16 Other liabilities		
Wages/salaries, salary taxes, holiday allowance and social security contributions	80,784	97,042
Other accrued expenses	133,031	90,497
Derivative financial instruments liabilities	0	32,728
	213,815	220,267

17 Deferred income

The company entered into long-term contracts with customers, where the company received advance payments for non-distinct performance obligations. The performance obligations are to be delivered after 1 year from the balance sheet date.

The long-term contracts include financing elements. The interest rate used is equal to the company's borrowing rate at the commencement dates. The total amount of interest in deferred income for 2025 is TDKK 1,247 (2024: TDKK 1,130).

18 Uncertainty about the continued operation (going concern)

The parent company New Xellia Group A/S has issued a Letter of support to which the parent company will provide any support necessary for Xellia Pharmaceuticals ApS to fulfil its obligations until 1 January 2027.

Based on the circumstances described above, the financial statements are prepared by the Management on the basis that Xellia Pharmaceuticals ApS is a going concern.

19 Subsequent events

After the balance sheet date, no following significant subsequent event occurred in the period between the end of the financial year and the Board of Directors' adoption of the annual report.



Notes

20 Contingent liabilities

Pending disputes, litigations and claims

The Group is currently involved in pending disputes, litigations and claims arising from the normal course of business. For the cases where the Group has an uncapped, indefinite indemnification right from the former owners of the Group, management has taken this into consideration in determining the appropriate provision. Management does not expect any pending claims or investigations to have a material impact on the Group's financial position, operating profit or cash flows.

Joint taxation

The company is jointly taxed with the Danish companies owned by Novo Holdings A/S. The joint taxation covers withholding taxes in the form of dividend tax, royalty tax and interest tax. The Danish companies are jointly and severally liable for the joint taxation. Any subsequent adjustments to income taxes and withholding taxes may lead to a larger liability. The tax for the individual companies is allocated in full on the basis of the expected taxable income.

Contract condition

Xellia has contractual commitments with certain customers to compensate them for additional costs incurred if Xellia fails to meet the agreed minimum delivery requirements. The amount of any such obligation cannot be estimated reliably.

Xellia has entered into supply agreements with third-party suppliers that include non-cancellable minimum purchase commitments for certain raw materials used in production at the Copenhagen site.

At 31 December 2025, Xellia's minimum purchase obligations are not recognised in the balance sheet amounted to MDKK 17,2. These obligations primarily relate to purchases of glucose monohydrate, ethanol, methanol, maize starch, citric acid monohydrate and ammonium sulfate and are expected to be settled during 2026.

The disclosed amount represents Xellia's outstanding contractual minimum purchase commitments at the balance sheet date and does not include forecast purchases in excess of the contractual minimum.

On December 1, 2025, the Group entered into a lease agreement effective from April 1, 2026. The liability related to the lease agreement amounts to 16,6 MDKK.

Borrowings

In December 2024, the parent company New Xellia Group A/S and the company entered into a 200,0 MUSD Club Facilities Agreement with Danske Bank and Nordea. The facilities consist of a 100,0 MUSD committed term loan facility and a 100,0 MUSD committed revolving loan facility. The termination date is December 23, 2027 with an option to extend the loan with 1+1 years subject to lender consent. The 200,0 MUSD Club Facilities agreement with Danske Bank and Nordea replaces the 430,0 MUSD Senior Club Facilities agreement with Danske Bank and Nordea, which was signed in November 2022. The outstanding loans under the previous 430,0 MUSD Senior Club Facilities were repaid in connection with the closing transactions of the 200,0 MUSD Club Facilities Agreement with Danske Bank and Nordea.



Notes

20 Contingent liabilities (Fortsat)

Per 31 December 2025 the Group has utilized 100,0 MUSD of the 100,0 MUSD committed term loan facility and the remaining available commitment under the term loan facility is 0,0 MUSD. The rate of interest is the aggregate of a 1,1% margin and the reference rate (3M SOFR). Per 31 December 2025, the interest rate is 4,79%.

The borrowed amount is utilized and presented as borrowings by the parent company New Xellia Group A/S.

The Group has an overdraft credit line. The Group's overdraft facility at Danske Bank is MUSD 10,0 of which a total of MUSD 0 is drawn.

Xellia Pharmaceuticals ApS and New Xellia Group A/S have joint and several liability for the unsecured Facilities Agreement with Danske Bank and Nordea. In addition, the Group has a negative pledge associated with the Facilities Agreement with Danske Bank and Nordea which limits the amount of security which the Group may offer to 3rd parties.

In 2016, Xellia Pharmaceuticals ApS entered a mortgage loan of MDKK 240,0 with Realkredit Danmark covering the buildings and equipment owned by Xellia Pharmaceuticals ApS. In 2025, Xellia Pharmaceuticals ApS has repaid MDKK 22,8, and the mortgage principal was reduced to MDKK 128,9 by the end of 2025. Furthermore, Xellia Pharmaceuticals ApS has capitalized mortgage loan cost which will be amortized over the period of the mortgage loan. As per end 2025, the capitalized mortgage loan cost is MDKK 0,7.

The mortgage loan is based on a 15 year loan period. The initial 5 years are based on interest only followed by 10 years of annuity. The mortgage loan carries a rate which is hedged by a fixed interest rate at 1.142% p.a. for the whole loan period. In addition, Xellia pay a contribution fee of 0.725% p.a. to the mortgage institute.

Xellia Pharmaceuticals ApS and New Xellia Group A/S have joint and several liability for the secured mortgage loan with Realkredit Danmark and the unsecured overdraft facility with Danske Bank as well the derivatives agreements with Danske Bank and Nordea.



Notes

21 Financial instruments

Forward exchange contracts

The overall objective of foreign exchange risk management is to reduce the short-term negative impact of exchange rate fluctuations on EBITDA and cash flow, thereby contributing to the predictability of the financial results.

The company hedges future expected EBITDA cash flows up to 12 months forward. Hedge accounting is applied to match the impact of the hedged item and the hedging instrument in the income statement.

The foreign exchange contracts are entered into to hedge the functional currency equivalent of the predominantly USD dominated sales.

Xellia Pharmaceuticals ApS are exposed to variability in foreign currency on highly probable USD future income as well as highly probable future payments in DKK and HUF. Xellia Pharmaceuticals ApS expenses in DKK cover salaries and purchase of raw materials and services. Xellia Pharmaceuticals ApS expenses in HUF cover purchase of products manufactured by Xellia Pharmaceuticals Ltd. (Hungary) and services delivered by Xellia Pharmaceuticals Ltd. (Hungary).

During 2025, the hedging horizon varied between 1 and 12 months for DKK and HUF. The average hedged rate for the forward foreign currency hedge contracts are 6,77 USD/DKK and 377 USD/HUF in 2025 and 6,33 USD/DKK and 333 USD/HUF in 2026.

There is no ineffectiveness at 31 December 2025, primarily because hedging instruments match currencies of hedged cash flows.

Derivative financial instruments are recognized at fair value based on a valuation report prepared by an external party who values the instruments based on discounted cash flows.

The company's foreign exchange contracts at the end of December are:

		Contractual value		Realized gains and losses recognised in income statement	
TDKK	Period	2025	2024	2025	2024
USD/DKK	< 1 year	609,600	685,714	28,814	-58,737
USD/HUF	< 1 year	264,600	85,714	4,951	0
		874,200	771,428	33,765	-58,737



Notes

22 Related parties and ownership structure

Controlling interest

Xellia Group ApS, Denmark holds the majority of the share capital in the company.

Xellia Group AS, Norway holds the majority of the share capital in Xellia Group ApS.

Otnortopco AS, Norway holds the majority of the share capital i Xellia Group AS.

New Xellia Group A/S, Denmark holds the majority of the share capital in Otnortopco AS.

Xellia Holdco A/S, Denmark holds the majority of the share capital in New Xellia Group A/S.

Novo Holdings A/S, Denmark holds the majority of the share capital in Xellia Holdco A/S.

Novo Nordisk Fonden, Denmark holds the majority of the share capital in Novo Holdings A/S.

Transactions

Pursuant to section 98c(7) of the Danish Financial Statements Act, transactions with related parties have not been disclosed in the financial statements as they have been made on an arm's length basis.

Ownership structure

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

Xellia Group ApS, Dalslandsgade 11, DK-2300 Copenhagen S.

The company is included in the Group Annual Report of Novo Nordisk Fonden.

The Group Annual Report of Novo Nordisk Fonden may be obtained at the following address:

Novo Nordisk Fonden, Tuborg Havnevej 19, DK-2900 Hellerup.

23 Fee to auditors appointed at the general meeting

	2025	2024
	TDKK	TDKK
Audit fee	1,142	1,065
Tax services	1,715	5,134
Other audit related fees	280	2,595
	3,137	8,794



