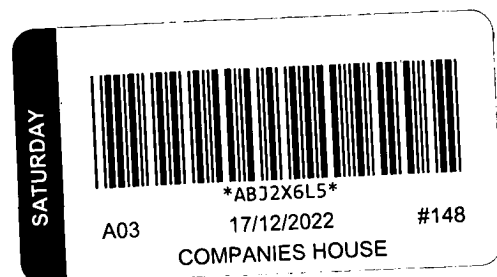


Company Registration No. 2693603

**ARJO HUNTLEIGH INTERNATIONAL
LIMITED**

Report and Financial Statements

For the year ended 31 December 2021



ARJO HUNTLEIGH INTERNATIONAL LIMITED

Report and financial statements 2021

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ARJO HUNTLEIGH INTERNATIONAL LIMITED

OFFICERS AND PROFESSIONAL ADVISORS

Directors

K Ibrahim
S S Gill
P Lyon
G A Nix

Secretary

K I Ibrahim

Registered Office

ArjoHuntleigh House
Houghton Hall Business Park
Houghton Regis
Dunstable
Bedfordshire
LU5 5XF

Bankers

SEB
One Carter Lane
London
EC4V 5 AN

Solicitors

Gowling WLG
Two Snowhill
Birmingham
B4 6WR

Auditors

RSM UK Audit LLP
Chartered Accountants
The Pinnacle
170 Midsummer Boulevard
Milton Keynes
MK9 1BP

ARJO HUNTLEIGH INTERNATIONAL LIMITED

DIRECTORS REPORT

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

K Ibrahim
P Lyon
G A Nix
S S Gill

BUSINESS REVIEW

The principal activity of the company during the year has been the sale of medical equipment.

The results for the year are set out in the profit and loss account on page 8.

GOING CONCERN

The directors were satisfied with the company's financial performance for the year ended 31 December 2021, the directors have also concluded that it remains appropriate to prepare the financial statements on a going concern basis. The company is reliant on support received/receivable from Arjo AB Group.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the directors report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards, comprising FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

RSM UK Audit LLP were appointed as auditor to the company during the year. Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed reappointed and therefore RSM UK Audit LLP will continue in office.

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

Directors' Report (continued)

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption

Approved by the Board of Directors and signed on behalf of the Board.

Khizher ibrahim

K I Ibrahim
Director

15/12/22

ARJO HUNTLEIGH INTERNATIONAL LIMITED

AUDIT REPORT

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARJO HUNTLEIGH INTERNATIONAL LIMITED

Opinion

We have audited the financial statements of Arjo Huntleigh International Limited (the 'company') for the year ended 31 December 2021 which comprise the Profit and Loss Account, Balance Sheet and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other matter - prior period financial statements not audited

The company did not have an audit in the period ended 31 December 2020 and consequently the corresponding figures are unaudited.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

Audit Report (continued)

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report or in preparing the directors' report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are 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 unless the directors either intend to liquidate the company or to cease operations, or have 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 (UK) 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.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

Audit Report (continued)

The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the company operates in and how the company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, recalculating tax provisions.

The audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to any significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities> This description forms part of our auditor's report.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

David Olsson

DAVID OLSSON (Senior Statutory Auditor)

For and on behalf of RSM UK Audit LLP, Statutory Auditor

Chartered Accountants

The Pinnacle

170 Midsummer Boulevard

Milton Keynes

Buckinghamshire

MK9 1BP

Date 15/12/22

ARJO HUNTLEIGH INTERNATIONAL LIMITED

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2021

	Note	2021 £'000	2020 £'000
TURNOVER		3,647	4,890
Cost of sales		(2,790)	(3,804)
GROSS PROFIT		857	1,086
Administrative expenses		(618)	(1,156)
OPERATING PROFIT /(LOSS)	2	239	(70)
Interest receivable and similar income		6	3
Interest payable and similar charges	3	(87)	(85)
PROFIT/(LOSS) BEFORE TAXATION		158	(152)
Tax on profit/(loss)		(7)	47
PROFIT / (LOSS) FOR THE FINANCIAL YEAR		151	(105)

ARJO HUNTLEIGH INTERNATIONAL LIMITED

BALANCE SHEET

As at 31 December 2021

		2021 £'000	2020 £'000
	Note		
FIXED ASSETS			
Intangible assets	6	66	-
Tangible assets	7	-	1
		<u>66</u>	<u>1</u>
CURRENT ASSETS			
Cash at bank		446	-
Debtors	8	2,564	3,771
		<u>3,010</u>	<u>3,771</u>
CREDITORS: amounts falling due within one year	9	<u>(3,807)</u>	<u>(5,095)</u>
NET CURRENT LIABILITIES		<u>(797)</u>	<u>(1,324)</u>
CREDITORS: amounts falling due after one year	10	(1,012)	(504)
PROVISIONS FOR LIABILITIES		<u>(3)</u>	<u>(70)</u>
NET LIABILITIES		<u>(1,746)</u>	<u>(1,897)</u>
CAPITAL AND RESERVES			
Called up share capital		-	-
Profit and loss account		(1,746)	(1,897)
TOTAL EQUITY		<u>(1,746)</u>	<u>(1,897)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 8 to 17 were approved by the Board of Directors on 15/12/22 and signed on its behalf by:

Khizher ibrahim

K I Ibrahim

Director

The notes on pages 10 to 17 form part of these financial statements

Company Registration Number: 2693603

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

1. ACCOUNTING POLICIES

General information

The principal activity of the company is selling medical equipment to Central & Eastern Europe and Latin America. The company is a private company limited by shares and is incorporated and domiciled in the UK. The registered address is ArjoHuntleigh House, Houghton Hall Business Park, Houghton Regis, Dunstable, Bedfordshire, LU5 5XF.

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Statement of compliance

These financial statements of Arjo Huntleigh International Limited have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102 Section 1A, "The Financial Reporting Standard applicable to the UK and Republic of Ireland" and the Companies Act 2006.

Basis of preparation

The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in sterling, which is the functional currency of the company rounded to the nearest thousand.

Going concern

The company has a letter of support in place with its ultimate parent undertaking, Arjo AB, which irrevocably guarantees to provide financial support to the company as may from time to time be necessary to enable the company to perform its business and satisfy its financial obligations as they fall due for the foreseeable future. The directors have assessed the ability of Arjo AB to provide that support and, on that basis, have concluded that the application of the going concern basis of preparation of the financial statements is appropriate.

Intangible fixed assets

Intangible Fixed assets are shown at cost net of amortisation.

Amortisation is provided on the cost of all intangible fixed assets, at a rate calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Product Registrations	- 10 years
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Tangible fixed assets

Fixed assets are shown at cost net of depreciation and any provision for impairment.

Depreciation is provided on the cost of all tangible fixed assets, at a rate calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and machinery	- 3 to 10 years
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ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

1 ACCOUNTING POLICIES (CONTINUED)

Financial instruments

The company has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of financial instruments.

i) *Financial assets*

Basic financial assets including trade and other receivables, cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financial transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

ii) *Financial liabilities*

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at market rate of interest.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially cost using the effective at transaction price and subsequently measured at amortised interest rate.

Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

i) *Current tax*

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The taxation assets and liabilities of the branch may be reduced wholly or in part by the surrender of losses to or from fellow group undertakings. The tax benefits arising from group relief are recognised in the financial statements of the surrendering or recipient companies, as appropriate.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

1. ACCOUNTING POLICIES (CONTINUED)

ii) *Deferred tax*

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

Deferred tax assets and liabilities are not discounted.

Foreign currency

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account. Foreign exchange gains and losses are presented in the profit and loss account within 'Other operating (losses)/gains'.

Turnover

Income from the sale of goods is recognised either at the point at which the goods are ready for collection or goods are delivered and the rights and rewards of ownership are transferred. Turnover is stated net of VAT and other sales-related taxes, and intra-group transactional discounts.

Leases

Rentals paid under operating leases are charged against income on a straight-line basis over the lease term.

Pension costs

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown either as accruals or prepayments in the balance sheet.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

2. Operating Profit/ (LOSS)

	2021 £'000	2020 £'000
Operating profit/(loss) is stated after charging		
Depreciation and amortisation of owned fixed assets	2	1
Foreign exchange loss/(gain)	(26)	34
Operating lease charges	33	40
	<u>33</u>	<u>40</u>

3. Interest payable and similar charges

	2021 £'000	2020 £'000
Interest payable to group undertakings	44	48
Bank interest payable	43	37
	<u>87</u>	<u>85</u>

4. Directors' emoluments

	2021 £'000	2020 £'000
Directors' remuneration		
Aggregate emoluments	455	304
	<u>455</u>	<u>304</u>

	2021 No.	2020 No.
The number of directors who:		
Are accruing benefits under a defined contribution scheme	-	-
	<u>-</u>	<u>-</u>

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

5. Staff costs

	2021 £'000	2020 £'000
Wages and salaries	1,024	910
Social security costs	79	82
Other pension costs	44	42
	<u>1,147</u>	<u>1,034</u>

Average monthly number of employees during the year was:

	2021 No.	2020 No.
Sales	2	2
Administration	9	9
	<u>11</u>	<u>11</u>

6. INTANGIBLE FIXED ASSETS

	Product Registrations £'000
Cost	
At 1 January 2021	-
Additions	67
	<u>67</u>
At 31 December 2021	67
Accumulated depreciation	
At 1 January 2021	-
Charge for the year	(1)
	<u>(1)</u>
At 31 December 2021	(1)
Net book value	
At 31 December 2021	<u>66</u>
At 31 December 2020	<u>-</u>

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

7. TANGIBLE FIXED ASSETS

	Plant and machinery £'000
Cost	
At 1 January 2021	71
Disposals	(2)
At 31 December 2021	69
Accumulated depreciation	
At 1 January 2021	(69)
Charge for the year	(1)
Disposals	1
At 31 December 2021	(69)
Net book value	
At 31 December 2021	-
At 31 December 2020	1

8. Debtors

	2021 £'000	2020 £'000
Trade debtors	874	1,421
Amounts owed by group undertakings	964	1,019
Other debtors	131	672
Deferred tax	-	25
Corporation tax	497	476
Prepayments and accrued income	98	158
	2,564	3,771

Amounts owed by parent and fellow subsidiary undertakings are unsecured, interest free and repayable on demand.

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

9. Creditors: amounts falling due within one year

	2021 £'000	2020 £'000
Bank overdraft	2,233	1,385
Trade creditors	36	660
Amounts owed to group undertakings	1,040	2,661
Other creditors	163	167
Accruals and deferred income	335	222
	<u>3,807</u>	<u>5,095</u>

Amounts owed to parent and fellow subsidiary undertakings are unsecured, interest free and payable on demand with the exception of loan of £504,330 (2020: £504,287) from Arjo AB Treasury for which interest was charged at an effective fixed rate of 3.06% (2020: 3.06%).

10. Creditors: amounts falling due AFTER one year

	2021 £'000	2020 £'000
Amounts owed to group undertakings	1,012	504
	<u>1,012</u>	<u>504</u>

Amount owed to parent undertaking of £1,011,991 (2020: £1,012,960) from Arjo AB Treasury attracts an interest charged at an effective fixed rate of 2.78% (2020: 2.92%). The loan is unsecured and on 3 year terms.

11. Operating lease arrangements

As at 31 December the company had total commitments for future lease payments under non-cancellable operating leases, expiring as follows:

	2021 £'000	2020 £'000
Within 1 year	4	23
Within 2-5 years	-	2
	<u>4</u>	<u>25</u>

ARJO HUNTLEIGH INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2021

12. Ultimate parent company and controlling party

ArjoHuntleigh International Limited is a subsidiary of Huntleigh Healthcare Limited, a company incorporated in UK. The ultimate parent company is Arjo AB, a company incorporated in Sweden.

The smallest and largest group in which the results of the company are consolidated for the year ended 31 December 2021 is that headed by Arjo AB. Copies of the consolidated financial statements of Arjo AB which include the results of the company can be obtained from Arjo AB, Hans Michelsensgatan 10-211 20 Malmö, Sweden.