## APOLLO LIFE SCIENCES HOLDINGS (PTY) LTD (Registration number 2016/470529/07)

Annual Financial Statements for the year ended 31 March 2022

These annual financial statements were prepared by: J.H. Coetzer Chartered Accountant (S.A.)

DNL Associates Inc.
Chartered Accountants (SA)
Registered Auditors

These annual financial statements have been independently reviewed in compliance with the applicable requirements of the Companies Act 71 of 2008.

Issued \_ 19 July 2022

(Registration number: 2016/470529/07)

Annual Financial Statements for the year ended 31 March 2022

#### **General Information**

Country of incorporation and domicile South Africa

Nature of business and principal activities Marketing and sale of pharmaceutical products

**Directors** G.R.N. Simaan

S. Kahanovitz

Registered office 3 Palmiet Street

Potchefstroom North West 2531

Postal address 3 Palmiet Street

Potchefstroom North West 2531

Holding company Trinity Pharma (Pty) Ltd

incorporated in South Africa

Ultimate holding company Strides Pharma Science Ltd (a company listed on the National Stock

Exchange of India Limited and the BSE Limited)

incorporated in India

Reviewers DNL Associates Inc.

Chartered Accountant (S.A.)

Registered Auditor

280 Brooks Street

Brooklyn Pretoria, 0181

PO Box 2523 Brooklyn Square

0075

Tax reference number 9301468170

Level of assurance These annual financial statements have been independently reviewed

in compliance with the applicable requirements of the Companies Act

71 of 2008.

**Preparer** The annual financial statements were internally compiled by:

J.H. Coetzer

Chartered Accountant (S.A.)

### **Contents**

The reports and statements set out below comprise the annual financial statements presented to the shareholder:

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Annual Financial Statements for the year ended 31 March 2022

## **Directors' Responsibilities and Approval**

The directors are required by the Companies Act 71 of 2008, to maintain adequate accounting records and are responsible for the content and integrity of the annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with the International Financial Reporting Standard for Small and Medium-sized Entities.

The annual financial statements are prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board of directors sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the annual financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow forecast for the year to 31 March 2023 and, in the light of this review and the current financial position, They are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The independent reviewer is responsible for independently reviewing and reporting on the company's annual financial statements. The annual financial statements have been examined by the company's independent reviewer and their report is presented on page 6.

The annual financial statements set out on pages 7 to 17, which have been prepared on the going concern basis, were approved by the board of directors on  $\frac{19 \text{ July } 2022}{19 \text{ July } 2022}$  and were signed on its behalf by:

G.R.N. Simaan	S. Kahanovitz
GRN SIMAAN (Jul 19, 2022 07:39 GMT+2)	Selwyn Kahanovitz Selwyn Kahanovitz (Jul 19, 2022 07:10 GMT+2)

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Annual Financial Statements for the year ended 31 March 2022

### **Directors' Report**

The directors have pleasure in submitting their report on the annual financial statements of Apollo Life Sciences Holdings (Pty) Ltd for the year ended 31 March 2022.

#### 1. Nature of business

Apollo Life Sciences Holdings (Pty) Ltd was incorporated in South Africa with interests in the pharmaceutical industry. The company operates in South Africa.

During the current year, the company sold its portfolio dossiers to the holding company, Trinity Pharma (Pty) Ltd at the market value as part of its decision to cease operations and wind down the company.

#### 2. Review of financial results and activities

The annual financial statements have been prepared in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the company are set out in these annual financial statements.

#### 3. Share capital

There have been no changes to the authorised or issued share capital during the year under review.

#### 4. Control over unissued shares

The unissued ordinary shares are the subject of a general authority granted to the directors in terms of section 38 of the Companies Act 71 of 2008. As this general authority remains valid only until the next AGM, the shareholder will be asked at that meeting to consider an ordinary resolution placing the said unissued ordinary shares under the control of the directors until the next AGM.

#### 5. Dividends

A dividend of R227 817 was approved and declared by the board of directors in respect of the year ended 31 March 2022.

#### 6. Directors

The directors in office at the date of this report are as follows:

Directors Changes

G.R.N. Simaan S. Kahanovitz

A.J. Mehta Resigned 23 June 2021

There have been no other changes to the directorate for the period under review.

#### 7. Directors interests in shares

As at 31 March 2022, the directors of the company held indirect beneficial interests in 10% (2021: 10%) of its issued ordinary shares.

The register of interests of directors and others in shares of the company is available to the shareholder on request.

There have been no changes in beneficial interests that occurred between the end of the reporting period and the date of this report.

#### 8. Holding company

The company's holding company is Trinity Pharma (Pty) Ltd which holds 100% (2021: 100%) of the company's equity. Trinity Pharma (Pty) Ltd is incorporated in South Africa.

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Annual Financial Statements for the year ended 31 March 2022

### **Directors' Report**

#### 9. Ultimate holding company

The company's ultimate holding company is Strides Pharma Science Ltd (a company listed on the National Stock Exchange of India Limited and the BSE Limited) which is incorporated in India.

#### 10. Consolidation

Consolidated financial statements are prepared by the ultimate holding company on a group level.

#### 11. Events after the reporting period

The directors are not aware of any other material event which occurred after the reporting date and up to the date of this report.

#### 12. Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the annual financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.







Chartered Accountants (SA) & Registered Auditors

Registration Number: 2013/186618/21 • SAICA Firm Number: 08258422 • IRBA Practice Number: 902003
Directors: AJJ de Lange - B.Com(Hons), M.Com(Tax), CA(SA), RA • JH Coetzer - B.Com(Hons), CA(SA), RA
280 Brooks Street, Brooklyn, Pretoria, 0181 • PO Box 2523, Brooklyn Square, 0075
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### **Independent Reviewer's Report**

#### To the Shareholder of Apollo Life Sciences Holdings (Pty) Ltd

We have reviewed the annual financial statements of Apollo Life Sciences Holdings (Pty) Ltd, set out on pages 7 to 16, which comprise the statement of financial position as at 31 March 2022 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the annual financial statements, including a summary of significant accounting policies.

#### **Directors' Responsibility for the Annual Financial Statements**

The directors are responsible for the preparation and fair presentation of these annual financial statements in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008, and for such internal control as the directors determine is necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

#### **Independent Reviewer's Responsibility**

Our responsibility is to express a conclusion on these annual financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2400 (Revised), Engagements to Review Historical Financial Statements (ISRE 2400 (Revised)). ISRE 2400 (Revised) requires us to conclude whether anything has come to our attention that causes us to believe that the annual financial statements, taken as a whole, are not prepared in all material respects in accordance with the applicable financial reporting framework. This Standard also requires us to comply with relevant ethical requirements.

A review of annual financial statements in accordance with ISRE 2400 (Revised) is a limited assurance engagement. The independent reviewer performs procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these annual financial statements.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that these annual financial statements do not present fairly, in all material respects the financial position of Apollo Life Sciences Holdings (Pty) Ltd as at 31 March 2022, and its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008.

#### Other Reports Required by the Companies Act 71 of 2008

The annual financial statements include the Directors' Report as required by the Companies Act 71 of 2008. The directors are responsible for the Directors' Report. Our conclusion on the annual financial statements does not cover the Directors' Report and we do not express any form of assurance conclusion thereon.

Albert da Lange (Jul 19, 2022 07:40 GMT+2)

DNL Associates Inc.
A.J.J. de Lange
Director
Chartered Accountant (S.A.)
Registered Auditor

Date: 19 July 2022

280 Brooks Street Brooklyn Pretoria, 0181

## **Statement of Financial Position as at 31 March 2022**

Figures in Rand	Note(s)	2022	2021
Assets			
Non-Current Assets			
Intangible assets	2	<u> </u>	161 988
Current Assets			
Trade and other receivables	4	358 810	102 052
Cash and cash equivalents	5	1 000	137 089
		359 810	239 141
Total Assets		359 810	401 129
Equity and Liabilities			
Equity			
Share capital	6	100	100
Retained income		<u>-</u>	(412 270)
		100	(412 170)
Liabilities			
Non-Current Liabilities			
Loans from shareholders	3	202 825	407 812
Current Liabilities			
Trade and other payables	7	156 885	405 487
Total Liabilities		359 710	813 299
Total Equity and Liabilities		359 810	401 129

## **Statement of Comprehensive Income**

Figures in Rand	Note(s)	2022	2021
Revenue			
Sale of goods / (credit notes issued)		(64 272)	59 004
Callo of goods / (croak fiotos locada)		(0:2:2)	
Cost of sales			
(Purchases) / supplier returns		65 437	(59 004)
Gross profit		1 165	-
Other income			
Gains on disposal of assets		682 556	
Operating expenses			
Auditors remuneration	10	(38 437)	(20 775)
Bank charges		(1 085)	(1 243)
Professional fees		(2 200)	-
Subscriptions			(2 169)
		(41 722)	(24 187)
Profit (loss) before taxation		641 999	(24 187)
Taxation		(1 912)	-
Profit (loss) for the year		640 087	(24 187)
Other comprehensive income		-	-
Total comprehensive income (loss) for the year		640 087	(24 187)

## **Statement of Changes in Equity**

Figures in Rand	Share capital	Retained income	Total equity
Balance at 01 April 2020	100	(388 083)	(387 983)
Loss for the year Other comprehensive income		(24 187)	(24 187)
Total comprehensive loss for the year		(24 187)	(24 187)
Balance at 01 April 2021	100	(412 270)	(412 170)
Profit for the year Other comprehensive income		640 087	640 087
Total comprehensive income for the year		640 087	640 087
Dividends	-	(227 817)	(227 817)
Total changes		(227 817)	(227 817)
Balance at 31 March 2022	100		100
Note(s)	6		

## **Statement of Cash Flows**

Figures in Rand	Note(s)	2022	2021
Cash flows from operating activities			
Cash receipts from customers Cash paid to suppliers and employees		1 099 885 (1 645 802)	1 181 098 (1 229 078)
Cash used in operations Tax paid	11	(545 917) (1 912)	(47 980) -
Net cash from operating activities		(547 829)	(47 980)
Cash flows from investing activities			
Expenditure on product development Sale of other intangible assets	2 2	82 032 762 512	-
Net cash from investing activities		844 544	-
Cash flows from financing activities			
Repayment of shareholders loan Dividends paid		(204 987) (227 817)	(16 481) -
Net cash from financing activities		(432 804)	(16 481)
Total cash movement for the year Cash at the beginning of the year		<b>(136 089)</b> 137 089	<b>(64 461)</b> 201 550
Total cash at end of the year	5	1 000	137 089

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Annual Financial Statements for the year ended 31 March 2022

### **Accounting Policies**

#### 1. Basis of preparation and summary of significant accounting policies

The annual financial statements have been prepared on a going concern basis in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and the Companies Act 71 of 2008. The annual financial statements have been prepared on the historical cost basis, and incorporate the principal accounting policies set out below. They are presented in South African Rands.

These accounting policies are consistent with the previous period.

#### 1.1 Significant judgements and sources of estimation uncertainty

#### Critical judgements in applying accounting policies

Management did not make critical judgements in the application of accounting policies, apart from those involving estimations, which would significantly affect the annual financial statements.

#### Key sources of estimation uncertainty

#### Impairment testing

The company reviews and tests the carrying value of property, plant and equipment, investment property on the cost model and intangible assets when events or changes in circumstances suggest that the carrying amount may not be recoverable. When such indicators exist, management determine the recoverable amount by performing value in use and fair value calculations. These calculations require the use of estimates and assumptions. When it is not possible to determine the recoverable amount for an individual asset, management assesses the recoverable amount for the cash generating unit to which the asset belongs.

#### 1.2 Intangible assets

Intangible assets are initially recognised at cost and subsequently at cost less accumulated amortisation and accumulated impairment losses.

Research and development costs are recognised as an expense in the period incurred.

#### **Dossiers**

The directors showed their intention to maintain dossiers in a condition which will maintain the future streams of cashflow to the company, that will give it an indefinite life and maintain its residual value in excess of its cost. Such necessary maintenance costs will be undertaken on a regular basis and be charged to the income statement. Capital costs incurred subsequent to add to or to enhance the asset will be capitalised.

In cases where management is unable to make a reliable estimate of the useful life of an intangible asset, its best estimate is applied, limited to 10 years.

The residual value, amortisation period and amortisation method for intangible assets are reassessed when there is an indication that there is a change from the previous estimate.

#### 1.3 Financial instruments

#### **Initial measurement**

Financial instruments are initially measured at the transaction price (including transaction costs except in the initial measurement of financial assets and liabilities that are measured at fair value through profit or loss) unless the arrangement constitutes, in effect, a financing transaction in which case it is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

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Annual Financial Statements for the year ended 31 March 2022

## **Accounting Policies**

#### 1.3 Financial instruments (continued)

#### Financial instruments at amortised cost

These include loans, trade receivables and trade payables. Those debt instruments which meet the criteria in section 11.8(b) of the standard, are subsequently measured at amortised cost using the effective interest method. Debt instruments which are classified as current assets or current liabilities are measured at the undiscounted amount of the cash expected to be received or paid, unless the arrangement effectively constitutes a financing transaction.

At each reporting date, the carrying amounts of assets held in this category are reviewed to determine whether there is any objective evidence of impairment. If there is objective evidence, the recoverable amount is estimated and compared with the carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

#### Financial instruments at cost

Equity instruments that are not publicly traded and whose fair value cannot otherwise be measured reliably without undue cost or effort are measured at cost less impairment.

#### Financial instruments at fair value

All other financial instruments, including equity instruments that are publicly traded or whose fair value can otherwise be measured reliably, without undue cost or effort, are measured at fair value through profit and loss.

If a reliable measure of fair value is no longer available without undue cost or effort, then the fair value at the last date that such a reliable measure was available is treated as the cost of the instrument. The instrument is then measured at cost less impairment until management are able to measure fair value without undue cost or effort.

#### 1.4 Tax

#### Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

The tax liability reflects the effect of the possible outcomes of a review by the tax authorities.

#### Deferred tax assets and liabilities

A deferred tax liability is recognised for all taxable temporary differences.

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

#### Tax expenses

Tax expense is recognised in the same component of total comprehensive income or equity as the transaction or other event that resulted in the tax expense.

#### 1.5 Impairment of assets

The company assesses at each reporting date whether there is any indication that intangible assets may be impaired.

(Registration number: 2016/470529/07)

Annual Financial Statements for the year ended 31 March 2022

## **Accounting Policies**

#### 1.5 Impairment of assets (continued)

If there is any such indication, the recoverable amount of any affected asset (or group of related assets) is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset (or group of related assets) is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset (or group of assets) in prior years. A reversal of impairment is recognised immediately in profit or loss.

#### 1.6 Revenue

Revenue is recognised to the extent that the company has transferred the significant risks and rewards of ownership of goods to the buyer, or has rendered services under an agreement provided the amount of revenue can be measured reliably and it is probable that economic benefits associated with the transaction will flow to the company. Revenue is measured at the fair value of the consideration received or receivable, excluding sales taxes and discounts.

Interest is recognised, in profit or loss, using the effective interest rate method.

#### 1.7 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

## **Notes to the Annual Financial Statements**

Figu	ıres in Rand					2022	2021
2.	Intangible assets						
			2022			2021	
		Cost		Carrying value	Cost		Carrying value
	Dossiers	-		<u>-</u>	161 988	-	161 988
	Reconciliation of intangible	e assets - 202	2				
	Dossiers			Opening balance 161 988	Reversal of cost accrual (82 032)	Disposals (79 956)	Total
	D0331013			101 300	(02 002)	(13 330)	<del>-</del>
	Reconciliation of intangibl	e assets - 202	1				
	Dossiers					Opening balance 161 988	Total 161 988
	Dossiers				-	101 300	101 900
3.	Loans to (from) sharehold	ers					
	GRN Simaan The loan is unsecured and i Repayment has been deferr	interest free wi	th no fixed terms	s of repayment.		(202 825)	(202 825
	Trinity Pharma (Pty) Ltd The loan is unsecured and in The loan was settled via the					-	(204 987)
						(202 825)	(407 812
4.	Trade and other receivable	es					
	Trade receivables VAT Intercompany receivable: Tr	inity Pharma (F	Pty) Ltd			348 154 10 656 -	21 072 66 032 14 948
						358 810	102 052
5.	Cash and cash equivalents	6					
	Cash and cash equivalents	consist of:					
	Bank balances					1 000	137 089
6.	Share capital						
	Authorised 1000 Ordinary shares of No	Par value					
	Unissued ordinary shares a annual general meeting. This						ssed at the las
	Issued						

## **Notes to the Annual Financial Statements**

Figu	res in Rand	2022	2021
7.	Trade and other payables		_
••	Trade and other payables		
	Trade payables	71 362	169 838
	Accrued expenses	85 523	153 617
	Milestone payments due on dossiers	<del>-</del>	82 032
		156 885	405 487
8.	Revenue		
	Sale of goods / (credit notes issued)	(64 272)	59 004
9.	Operating profit (loss)		
	Operating profit (loss) for the year is stated after accounting for the following:		
	Profit on sale of dossiers	682 556	
10.	Auditors remuneration		
	Fees (including current year accrual)	25 600	18 275
	Tax and secretarial services (including current year accrual)	12 837	2 500
		38 437	20 775
11.	Cash used in operations		
	Profit (loss) before taxation	641 999	(24 187)
	Adjustments for: Profit on sale of assets Changes in working capital:	(682 556)	-
	Trade and other receivables	(256 758)	172 894
	Trade and other payables	(248 602)	(196 687)
		(545 917)	(47 980)

(Registration number: 2016/470529/07)

Annual Financial Statements for the year ended 31 March 2022

### **Notes to the Annual Financial Statements**

Figures in Rand	2022	2021

#### 12. Related parties

Relationships

Ultimate holding company Strides Pharma Science Limited

Holding company Members of key management Trinity Pharma (Pty) Ltd Refer to directors report

#### Related party balances and transactions

#### Related party balances

Loan accounts - Owing (to) by related parties

Trinity Pharma (Pty) Ltd - (204 987) G.R.N. Simaan (202 825) (202 825)

Amounts included in Trade receivable (Trade Payable) regarding related parties

Trinity Pharma (Pty) Ltd - trade payables - (72 888)
Trinity Pharma (Pty) Ltd - trade receivable 348 154 952
Trinity Pharma (Pty) Ltd - intercompany account - 14 948

#### Related party transactions

Purchases from (sales to) related parties

Trinity Pharma (Pty) Ltd - 25 798

Sales of assets to related parties

Trinity Pharma (Pty) Ltd (762 513)

Dividends declared/paid to related parties

Trinity Pharma (Pty) Ltd (227 817)

#### 13. Directors' and prescribed officer's remuneration

No emoluments were paid to the directors or any individuals holding a prescribed office during the year.

# Apollo Life Sciences Holdings (Pty) Ltd (Taxpayer reference number 9301468170) (Registration number: 2016/470529/07) Annual Financial Statements for the year ended 31 March 2022

## **Tax Computation**

Figures in Rand	2022	2021
Net profit per income statement	641 999	(24 187)
Permanent differences (Non-deductible/Non taxable items) Accounting profit on disposal of dossiers	(682 556)	-
Capital gains (Foreign) Proceeds with sale of dossiers Base cost	762 513 (79 956)	- -
Capital gain	682 557	-
Taxable capital gain included @ 80.0% (2021: 80.0%)	546 046	-
Calculated tax profit for the year	505 489	(24 187)
Assessed loss brought forward	(498 659)	(474 472)
Taxable income for 2022	6 830	(498 659)
Tax thereon @ 28% in the Rand	1 912	

## Apollo AFS FY22 v2.1

Final Audit Report 2022-07-19

Created: 2022-07-19

By: Marizette Bezuidenhout (marizette@trinitypharma.co.za)

Status: Signed

Transaction ID: CBJCHBCAABAAqCZN96I6hdstD1yTm8kPmVbtMu-SrQOj

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  Signature Date: 2022-07-19 5:40:06 AM GMT Time Source: server- IP address: 105.186.110.235
- Agreement completed.
   2022-07-19 5:40:06 AM GMT

