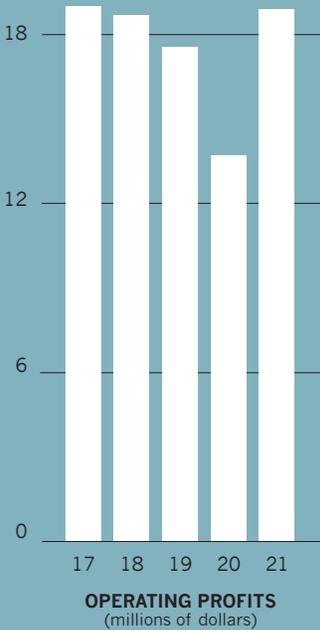
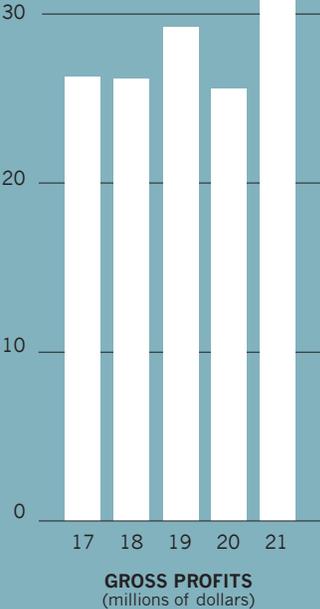
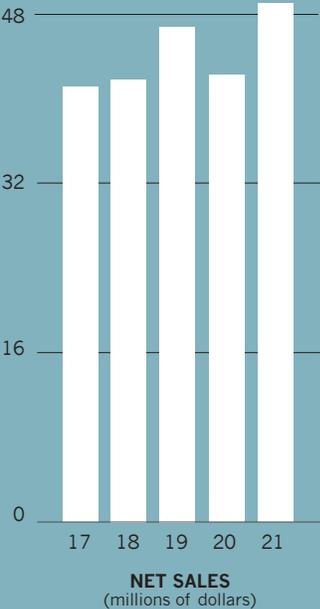


UTAH MEDICAL  
PRODUCTS, INC.  
**2021** Annual  
Report



# UTAH MEDICAL PRODUCTS, INC.

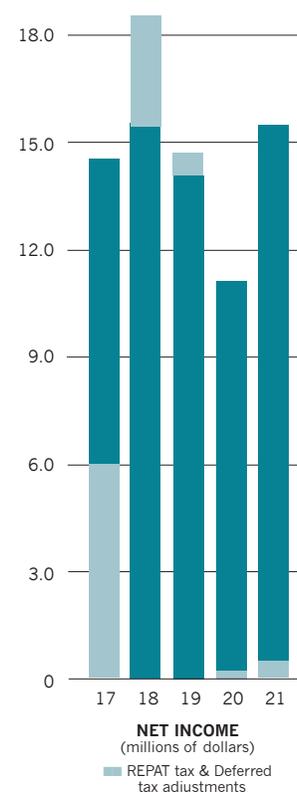
Utah Medical Products, Inc., with particular interest in health care for women and their babies, develops, manufactures and markets a broad range of disposable and reusable specialty medical devices recognized by clinicians in over one hundred countries around the world as the standard for obtaining optimal long term outcomes for their patients.



## 5 Year Summary of Operations

(In thousands, except per share amounts)

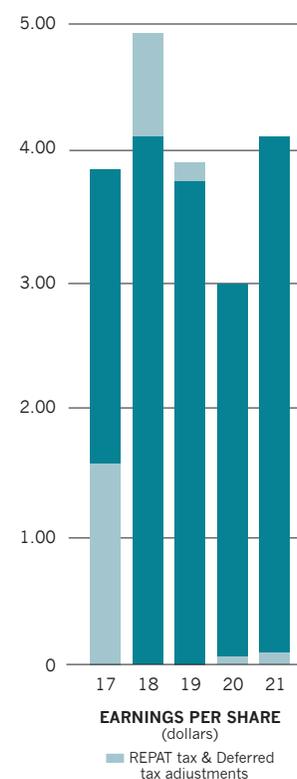
	2021	2020	2019	2018	2017
Net sales	\$49,054	\$42,178	\$46,904	\$41,998	\$41,414
Net income – GAAP	14,788	10,798	14,727	18,555	8,505
<i>Net income before REPAT tax &amp; DTL adj's</i>	<i>15,178</i>	<i>11,023</i>	<i>14,145</i>	<i>15,504</i>	<i>14,562</i>
Total assets	115,636	111,745	109,787	99,768	93,015
Stockholders' equity	107,138	102,822	101,092	88,992	78,122
Earnings per common share – GAAP (diluted)	\$ 4.04	\$ 2.94	\$ 3.94	\$ 4.95	\$ 2.28
<i>Earnings per common share before REPAT tax &amp; DTL adj's (diluted)</i>	<i>\$ 4.15</i>	<i>\$ 3.00</i>	<i>\$ 3.78</i>	<i>\$ 4.14</i>	<i>\$ 3.90</i>
Cash dividends per share	\$ 1.13	\$ 1.13	\$ 1.11	\$ 1.09	\$ 1.07
Weighted average common shares (diluted)	3,660	3,672	3,739	3,749	3,737



## Quarterly Income Statement Summaries

(In thousands, except per share amounts)

	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
<b>2021</b>				
Net sales	\$10,964	\$12,604	\$12,572	\$12,914
Gross profit	6,947	7,785	8,073	8,112
Net income	3,024	3,426	4,206	4,131
Earnings per share	\$ 0.83	\$ 0.94	\$ 1.15	\$ 1.13
<b>2020</b>				
Net sales	\$10,902	\$ 8,787	\$10,479	\$12,010
Gross profit	6,836	4,950	6,497	7,276
Net income	3,140	1,313	2,933	3,412
Earnings per share	\$ 0.84	\$ 0.36	\$ 0.80	\$ 0.94
<b>2019</b>				
Net sales	\$10,732	\$11,847	\$12,494	\$11,831
Gross profit	6,773	7,500	7,379	7,814
Net income	3,139	3,525	3,705	4,359
Earnings per share	\$ 0.84	\$ 0.94	\$ 0.99	\$ 1.17



# Message from the President

## To UTMD Stockholders

Our aim at the beginning of 2021, which seemed overly optimistic at the time, was to return to 2019 levels of performance after a difficult year in 2020. But UTMD did it! It may be a surprise to some stockholders that the primary impediment to even better sales and profit growth in 2021 was the lack of available labor. To describe the market in the greater Salt Lake City area as tight would be an understatement. Of the many recruitment methods used for key open positions, none were able to turn up more than an occasional marginally qualified candidate. In addition to the commitment of remaining employees to work harder, part-time workers became a key.

I'm sure you have read and heard a lot of words about inflation. In the case of UTMD, it was real and higher than in my nearly 30 years as CEO. No element of UTMD's cost structure escaped. Labor costs are now higher by 10%; material costs are up more than 20% and shipping costs up 50%, not to mention the unpredictable delivery delays which disrupt production scheduling. In the case of the plastic and silicone compounds that we use extensively, lead times have doubled.

I'll limit my comments about government malfeasance despite my inclination to rend my garments and shout from the rooftops. Perhaps passing a basic macroeconomics course should be a requirement for those entrusted with a position that will affect the well-being of the American public.

Despite the economic challenges in the U.S., I am pleased to report that UTMD's Ireland manufacturing operation had a stellar 2021. The facility was built to accommodate significant expansion, and UTMD is now making use of that capacity and the experience of its management staff. We were better able to recruit quality production employees in Ireland, another plus for that location.

Although reluctant to participate in accelerating unwanted inflation or to make it more difficult for patients to afford UTMD's specialized devices, UTMD has made pricing changes as the evolving situation demands. Fortunately, as a matter of policy, we have over the years generally avoided making long-term fixed pricing commitments on our products. Without further description, please read the full 2021 financial details compared to both 2020 and 2019 in the Management Discussion and Analysis section later in this report and in the Company's SEC Form 10-K which will be filed in March.

After mentioning some of the major challenges of the past and current year, it's important to emphasize that UTMD continues to diligently pursue manufacturing improvements, new product and process development and possible acquisition opportunities. The last item of course is contingent on market conditions. As we are looking for accretion in stockholder value, we are not prepared to overpay for opportunities which have demonstrated only low probabilities of success and/or synergy with UTMD's market strategy.

I am quite proud of the fact that the Company has generally been able to fulfill its commitment to stockholders for excellent returns, particularly over the last few years. Although we were not able to repurchase UTMD shares in 2021 at an attractive price that would greatly benefit remaining stockholders, the Company distributed \$3.14 per share in cash dividends, representing 78% of 2021 net profits. UTMD did this even while retaining about \$61 million in cash at year-end. Although the high cash balance reduced the important Return on Stockholder Equity (ROE) metric, which maximizing is a key management objective, having the cash is vital for longer term stability and flexibility in times of high economic uncertainty. It is nice to have the advantage of doing both - returning cash to

stockholders and retaining a significant cash balance - which maximizes the opportunity for future excellent returns.

I think the special dividend in December probably helped UTMD's stock price end the 2021 year at \$100/ share, up 19% from the end of 2020. However, some stockholders may have questions about the recent fluctuations in UTMD's stock price. I don't presume to have any insight into the rationale of short-term stock market trading. We estimate that circa 90% of UTMD's stock is in the hands of long-term holders, which has been beneficial over the years. What I can say is that UTMD is consistently solidly profitable, has a strong balance sheet and is in the top tier of the medical device industry in both those categories. The Company is in a good position to achieve another excellent year in 2022 with prospects for managing a continued growth in earnings. If there is a rotation to "value" in the stock market, as opposed to "growth," especially the profitless-type, that should be a plus for UTMD stockholders.

Thank you for your ownership in UTMD.



**Kevin L. Cornwell**  
*Chairman & CEO*

# Management's Discussion and Analysis

Currency amounts are in thousands except per-share amounts and where noted. Currencies are abbreviated as follows: the U.S. Dollar (USD or \$), the Great Britain Pound (GBP or £), the Euro (EUR or €), the Australian Dollar (AUD or A\$), the New Zealand Dollar (NZD) and the Canadian Dollar (CAD or C\$).

The following comments should be read in conjunction with the accompanying financial statements.

## Overview

The 2021 year financial results demonstrate Utah Medical Products, Inc.'s (Nasdaq: UTMD's) continuing performance improvement despite many challenges related to the COVID-19 pandemic including on-again/off-again restrictions on so-called nonessential medical procedures, supply chain disruption, high inflation on raw materials, freight and labor costs as well as a continued shortage of labor from higher employee turnover. Because of UTMD's unusual dip in 2020 financial performance, UTMD continues to report its income statement results compared to the same periods not only for 2021 compared to 2020, but also for 2021 compared to the pre-pandemic year of 2019. In that regard, the Company exceeded its stated objective for 2021 to try to fully recover back to its 2019 financial performance.

UTMD management believes that the presentation of three years of annual income statement comparisons provides meaningful supplemental information to both management and investors due to the impact of several factors related to the COVID-19 pandemic including economic variations affecting foreign currency exchange rates for sales invoiced in foreign currencies, uneven customer demand from the timing of ups and downs in government restrictions on "nonessential" medical procedures, supply disruptions and inflation in input costs.

Consolidated Income Statement					
	2021	2021 Compared to 2020	2020	2021 Compared to 2019	2019
Worldwide Revenues	\$49,054	+16.3%	\$ 42,178	+ 4.6%	\$ 46,904
Gross Profit	30,917	+21.0%	25,548	+ 4.9%	29,466
Operating Income	18,880	+37.7%	13,708	+ 7.1%	17,633
Earnings Before Income Tax	19,061	+37.7%	13,840	+ 0.4%	17,884
Net Income (US GAAP)	14,788	+37.0%	10,798	+ 0.4%	14,727
Earnings Per Share (US GAAP)	\$ 4.041	+37.4%	\$ 2.941	+ 4.6%	29,466

For perspective, as stockholders may recall, total worldwide revenues for the 2020 pandemic year were 10% lower than in pre-pandemic 2019. Sales outside the U.S. (OUS) were more negatively affected by the reaction to the pandemic than inside the U.S., and recovered more slowly in 2021. Direct to end-user sales, which drive UTMD's overall profitability, were 14% lower for the 2020 pandemic year. Operating Income in 2020 was 22% lower than in pre-pandemic 2019. UTMD maintained its manufacturing operations in the U.S. and Ireland throughout the pandemic,

without government assistance, in order to support important clinical needs of patients. During the pandemic, UTMD protected its critical mass of overhead resources and did not adjust relative to the decline in sales, which proved to be a good decision given 2021 results and future resource needs.

A comparison of 2021 bottom line results with the results of 2020 and 2019, according to U.S. Generally Accepted Accounting Principles (US GAAP), is affected by some income tax provision adjustments not related to normal operations: 1) in 4Q 2019, net income was increased \$582 (\$.156 increase in EPS) as a result of final adjustments made to state of Utah tax estimates following the December 2017 U.S. "Tax Cuts and Jobs Act" (TCJA), enacted in late 2017; 2) in 2Q 2020, net income was decreased \$225 (\$.061 decrease in EPS) by a long term deferred tax liability increase on the balance of Femcare intangible assets (the amortization of which is not tax-deductible in the UK) as a result of a delay in the enacted UK income tax rate reduction, and 3) in 2Q 2021, net income was decreased \$390 (\$.107 decrease in EPS) by a long term deferred tax liability increase on the balance of Femcare intangible assets (the amortization of which is not tax-deductible in the UK) as a result of an enacted increase in the UK income tax rate effective in 2023. The 2020 \$225 increase in deferred UK taxes over the following six years, and the 2021 \$390 increase in deferred UK taxes from 2023 through 2026, according to US GAAP, must be booked in the quarter in which the tax law change was enacted. The UK decided to not reduce its corporate income tax rate from 19% to 17% beginning in 2Q 2020, as was previously enacted, and then in 2Q 2021 decided to increase its corporate income tax rate to 25% as of April 1, 2023. UTMD management believes that the presentation of results excluding the unfavorable deferred tax liability adjustment to its 2020 and 2021 net income and the favorable U.S. tax-related adjustment to 2019 net income provides meaningful supplemental information to both management and investors that is more clearly indicative of UTMD's operating results in 2021 compared to 2020 and 2019. Please note that the non-US GAAP exclusions only affects Net Income and Earnings Per Share. All other income statement categories at and above the EBT line were unaffected by the UK tax rate adjustments.

Excluding the 2021 and 2020 deferred tax liability increases and concomitant "one-time" income statement tax provision increase resulting from the enactment of the UK corporate income tax changes, and favorable tax provision adjustment in 2019 related to the U.S. TCJA, UTMD's non-US GAAP Net Income and Earnings Per Share (EPS) percentage changes follow:

Consolidated Income Statement					
	2021	2021 Compared to 2020	2020	2021 Compared to 2019	2019
Net Income (Non-US GAAP)	\$15,178	+37.7%	\$11,023	+ 7.3%	\$14,145
EPS (Non-US GAAP)	\$4.147	+38.2%	\$3.002	+ 9.6%	\$3.784

# Consolidated Balance Sheet

(In thousands)

December 31,	2021	2020
<b>Assets</b>		
Current assets:		
Cash	\$ 60,974	\$ 51,590
Accounts and other receivables, net (note 2)	5,132	4,104
Inventories (note 2)	6,596	6,222
Prepaid expenses and other current assets	456	346
Total current assets	73,158	62,262
Property and equipment, net (notes 4 and 10)	11,067	11,326
Goodwill	14,098	14,164
Other intangible assets (note 2)	55,865	56,159
Other intangible assets — accumulated amortization	(38,552)	(32,166)
Other intangible assets — net (note 2)	17,313	23,993
Total assets	\$ 115,636	\$ 111,745
<b>Liabilities and Stockholders' Equity</b>		
Current liabilities:		
Accounts payable	\$ 761	\$ 788
Accrued expenses (note 2)	2,985	3,003
Total current liabilities	3,745	3,791
Long term lease liability	396	335
Long term income tax payable (REPAT tax) (note 7)	1,675	1,995
Deferred tax liability - intangible assets	2,105	2,151
Deferred income taxes (note 7)	577	651
Total liabilities	8,498	8,923
Commitments and contingencies (notes 6 and 12)	—	—
Stockholders' equity:		
Common stock, \$.01 par value; 50,000 shares authorized, 3,655 shares issued and outstanding in 2021 and 3,655 shares in 2020	37	36
Accumulated other comprehensive loss	(9,054)	(8,281)
Additional paid-in capital	841	115
Retained earnings	115,314	110,952
Total stockholders' equity	107,138	102,822
Total liabilities and stockholders' equity	\$ 115,636	\$ 111,745

See accompanying notes to financial statements.

# Management's Discussion and Analysis *(continued)*

Key profit margins (profits as a percentage of sales) in 2021 compared to 2020 and 2019 calendar years follow:

	2021	2020	2019
Gross Profit (GP)	63.0%	60.6%	62.8%
Operating Income Margin	38.5%	32.5%	37.6%
Income Before Tax Margin	38.9%	32.8%	38.1%
Net Income Margin before tax adjusts	30.9%	26.1%	30.2%
Net Income per US GAAP	30.1%	25.6%	31.4%

Profit margins in 2021 recovered to be consistent with UTMD's pre-pandemic performance. In 2020, Gross Profit declined more than Sales as a result of less absorption of fixed overheads and marginal costs associated with the pandemic including personal protective equipment for employees, cleaning supplies, extra pay to encourage employees to come to work, pay continuation beyond normal sick pay and accrued vacation pay for those quarantined with symptoms or exposed to someone with symptoms, lower productivity as a result of social distancing and higher costs levied by some suppliers and service providers. In contrast and despite higher variable costs in 2021, UTMD's 2021 Gross Profit increased more than Sales due to lower U.S. employee medical plan costs and improved labor productivity, in addition to better absorption of fixed manufacturing overhead expenses.

In 2020, Operating Income was leveraged down from lower Gross Profit compared to 2019 primarily due to the fixed \$6,470 noncash expense resulting from amortizing Identifiable Intangible Assets (IIA) which resulted from the purchase of Femcare in 2011 and the remaining life of the U.S. exclusive distribution rights for the Filshie Clip System from CooperSurgical Inc. (CSI) in 2019. Also, the CSI IIA amortization expense in 2019 was only \$6,089 because of a partial year of amortization plus a stronger USD in 2019 which reduced fixed GBP Femcare IIA amortization expense in USD terms. In contrast, the fixed IIA amortization expenses, which are included in General & Administrative (G&A) operating expense, were diluted by substantially higher sales in 2021 than in 2020 and a 6.6% stronger GBP in 2021 relative to the 2020 USD, which reduced the USD value of the fixed GBP Femcare IIA amortization expense.

Non-US GAAP Net Income and EPS increased the same as Operating Income in 2021 compared to 2020 because the consolidated total income tax rate prior to US GAAP tax adjustments was the same in both years at 20.4%.

Measures of the Company's liquidity and overall financial condition improved as of the end of 2021 compared to the end of 2020 with year-end working capital up 19% and Stockholders' Equity up 4% despite a \$7,309 special dividend paid to stockholders near the end of 2021 which reduced both cash and Stockholders' Equity by that same amount. The improvement was the result of continued strong positive cash flow from normal operations. In total, UTMD paid \$11,465 in stockholder cash dividends in 2021 compared to \$4,116 in 2020. In 2020, the

Company also used \$6,976 of its cash to repurchase its shares. UTMD did not repurchase shares in 2021. The Company also used \$552 in cash in 2021 to invest in new manufacturing equipment for a future need in addition to maintaining Property, Plant and Equipment (PP&E) in good working order.

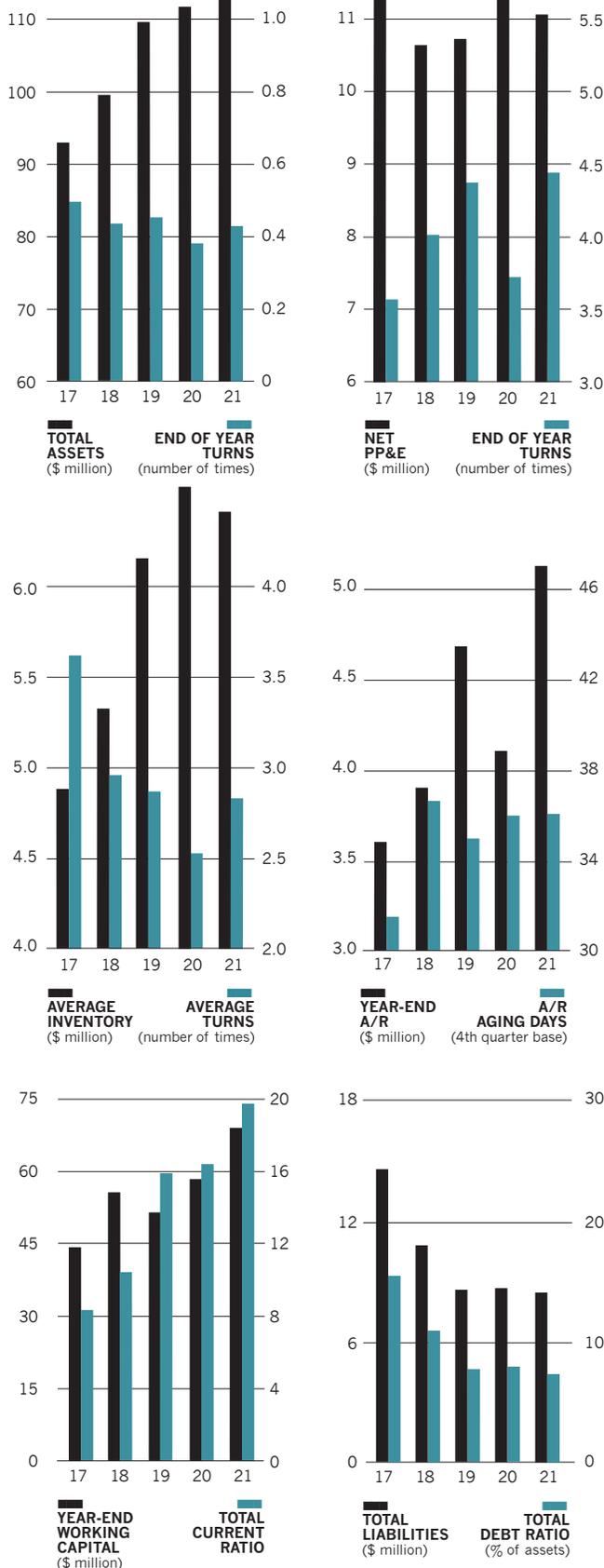
In spite of the combined \$12,017 use of cash for stockholder dividends and capital expenditures, UTMD's cash equivalent balances at the end of 2021 increased \$9,384 to \$60,974 from \$51,590 at the end of 2020. Working capital increased \$10,941 to \$69,412 at the end of 2021 from \$58,471 at the end of 2020. Total liabilities declined \$425. The Company remained without debt. UTMD's total debt ratio (total liabilities to total assets) was 7% at the end of 2021 compared to 8% at the end of 2020. Stockholders' Equity at the end of 2021 increased to \$107,138 from \$102,822 at the end of 2020, despite the \$11,465 in 2021 cash dividends to stockholders which reduce Stockholders' Equity.

## Productivity of Fixed Assets and Working Capital Assets.

**Assets.** Year-end 2021 total consolidated assets were \$115,636 comprised of \$73,158 in current assets, \$11,067 in consolidated net PP&E and \$31,412 in net intangible assets. This compares to \$111,745 total assets at the end of 2020 comprised of \$62,262 in current assets, \$11,326 in consolidated net PP&E and \$38,157 in net intangible assets. Total asset turns (total consolidated sales divided by average total assets for the year) in 2021 were 43% compared to 38% in 2020, as sales increased faster than the increase in average assets.

Current assets increased \$10,896 due to the \$9,384 increase in year-end cash and investments, \$1,028 higher accounts and other receivables, \$374 higher year-end inventories and \$110 higher other current assets, all due to the higher sales activity. Year-end 2021 and 2020 cash and investment balances were \$60,974 and \$51,590, representing 53% and 46% of total assets, respectively. Net (after allowance for doubtful accounts) year-end trade accounts receivable (A/R) balances were \$1,025 higher at the end of 2021 compared to 2020. This was due to 4Q 2021 sales \$903 higher than in 4Q 2020, and average days in A/R of 36 days based on 4Q trade sales instead of 31 days at the end of 2020. Average days in A/R from date of invoice of 36 days is well within UTMD's objective. A/R over 90 days from invoice date rose from 1.7% of total A/R at the end of 2020 to 2.4% at the end of 2021. The Company believes any older A/R will be collected or are within its reserve balances for uncollectible amounts. Inventories at 2021 year-end were only 6% higher from the end of 2020, despite a 16% increase in annual shipments.

Working capital (current assets minus current liabilities) at year-end 2021 was 19% higher at \$69,412 compared to \$58,471 at year-end 2020. Consistent with Federal and State rules, the TCJA repatriation tax current liability at the end of 2021 was \$220 compared to \$80 at the end of 2020. The end of 2021 working capital exceeds UTMD's needs for normal operations in an uncertain



economic environment, funding of future organic growth and timely payment of accrued tax liabilities, in addition to allowing for substantial funding of any future acquisition without diluting stockholder interest, as well as continued payment of stockholder dividends and repurchase of UTMD shares. Despite a negative impact on Return on Stockholders' Equity of retaining a high cash balance, UTMD believes that in times of high economic uncertainty and change, maintaining substantial cash balances increases its likelihood of being able to take advantage of opportunities that will benefit stockholders in the longer term, and retain key resources that will help ensure continued excellent long term performance.

December 31, 2021 net \$11,067 total PP&E includes Utah, Ireland and England manufacturing molds, production tooling and equipment, test equipment, and product development laboratory equipment. In addition, PP&E includes computers and software, warehouse equipment, furniture and fixtures, facilities and real estate for all five locations in Utah, Ireland, UK, Canada and Australia. Manufacturing facilities in Utah, Ireland and the UK are standalone buildings with a combined 220,000 square feet on 15 acres of land. The distribution facilities in Australia and Canada with a combined 8,000 square feet are part of larger industrial condominiums. Management estimates the fair market value of the five owned facilities to be at least \$25 million excluding the contents, the fungible value of which increases stockholder enterprise value relative to most of UTMD's industry peers which lease their facilities.

Ending 2021 net consolidated PP&E (depreciated book value of all fixed assets) declined \$259 as a result of the combination of capital expenditures of \$552, depreciation of \$636 and the effect of foreign currency exchange (FX) rates on year-end foreign subsidiary asset balances.

The following end-of-year FX rates to USD were applied to assets and liabilities of each applicable foreign subsidiary:

	12-31-21	12-31-20
EUR	1.1377	1.2228
GBP	1.3536	1.3663
AUD	0.7268	0.7708
CAD	0.7902	0.7841

The year-end 2021 net book value (after accumulated depreciation) of consolidated PP&E was 33% of purchase cost. End-of-year PP&E turns (Net Sales divided by Net PP&E) was 4.4 in 2021 compared to 3.7 in 2020 due to 16% higher 2021 sales and lower USD asset values of foreign subsidiaries, offset by investment in new PP&E assets needed for the future which are not in use yet. A future leverage in productivity of fixed assets which will not have to be further increased to support new business activity will be a source of continued incremental profitability.

# Management's Discussion and Analysis *(continued)*

Net intangible assets (after accumulated amortization) are comprised of the capitalized costs of obtaining patents and other intellectual property, as well as the value of identifiable intangible assets (IIA) and goodwill resulting from acquisitions. Net intangible assets were \$31,412 (27% of total assets) at the end of 2021 compared to \$38,157 (34% of total assets) at the end of 2020. Per US GAAP, intangible assets are categorized as either 1) IIA, which are amortized over the estimated useful life of the assets, or 2) goodwill, which is not amortized or expensed until the associated economic value of the acquired asset becomes impaired. Those two categories of Femcare intangibles at year-end 2021 were net IIA of \$9,064 and goodwill of \$6,907. The accumulated amortization of Femcare IIA as of December 31, 2021 since the March 18, 2011 acquisition was \$23,419. The remaining Femcare IIA will be fully amortized in 4 more years. The goodwill portion of intangible assets resulting from the Femcare acquisition, which is not amortized, declined \$65 due to a weaker GBP at year-end, i.e. the different FX rate on fixed goodwill in GBP terms. In early 2019, UTMD acquired an additional \$21,000 IIA from the purchase of the remaining life of exclusive U.S. distribution rights for the Filshie Clip System from CSI, of which \$12,895 has been amortized through year-end 2021. The remaining CSI IIA will be fully amortized in less than 2 more years. UTMD's goodwill balance from prior acquisitions including Femcare, Columbia Medical, Gesco and Abcorp was \$14,098 at the end of 2021.

Because the products associated with UTMD's acquisitions of Columbia Medical in 1997, Gesco in 1998, Abcorp in 2004 and Femcare in 2011 continue to be viable parts of UTMD's overall business, UTMD does not expect the current goodwill value associated with the four acquisitions to become impaired in 2022. Amortization of IIA was \$6,645 in 2021 compared to \$6,515 in 2020. The difference was due to £5 lower Femcare IIA amortization and the GBP FX difference on all Femcare IIA amortization. Specifically, the 2021 non-cash amortization expense of Femcare IIA was \$2,189 (£1,590) compared to \$2,049 (£1,595) in 2020. The 2022 non-cash amortization expense (included as part of consolidated G&A operating expenses) of Femcare IIA will be £1,589, or \$2,161 if the USD/GBP average FX rate is 1.36. In other words, the 2022 Femcare IIA amortization expense is expected to be about \$28 lower because of a slightly lower GBP amount and a projected weaker GBP relative to the USD. Both the 2021 and 2020 non-cash amortization expense of CSI IIA was \$4,421. The 2022 operating expense resulting from amortization of CSI IIA will again be \$4,421.

**Liabilities.** As a reminder, payments for the Federal and State repatriation (REPAT) tax liability which resulted from the U.S. TCJA enacted in 2017 is 8% of the respective tax liability per year for the first five years, 15% in the sixth year, 20% in the seventh year and 25% in the eighth year. Calendar year 2022 represents the fifth year, but the \$220 current liability is somewhat less than 8% of UTMD's \$2,792 total REPAT tax liability due to earlier overpayment because earlier Federal and State payments were

based on an initial estimate which was conservatively too high at \$6,288 compared to the final adjusted estimate of \$2,792. The long term \$1,675 REPAT tax liability, to be paid in years 2023-2025, represents 60% of the total liability.

Year-end 2021 current liabilities were \$45 lower than at the end of 2020. Ending accrued liabilities were \$159 lower due primarily to \$585 higher OEM customer deposits and \$279 higher accrued payroll and bonuses offset by \$1,038 lower dividends payable. The \$1,038 stockholder dividend declared in 4Q 2020 was paid in January 2021, whereas the \$7,309 dividend declared in 4Q 2021 was paid in December 2021. Total liabilities were \$425 lower at the end of 2021 compared to the end of 2020. The resulting 2021 year-end total debt ratio was 7% compared to 8% at the end of 2020.

The year-end 2021 DTL balance created as a result of the fifteen-year deferred tax consequence of the amortization of Femcare's IIA was \$2,105, down from \$2,151 at the end of 2020. The relatively small \$47 decline in this DTL considering the \$2,189 in 2021 amortization of IIA was due to the UK tax law change in 2Q 2021 which increased the DTL \$390, together with a difference in GBP FX rate at the end of 2021. Without the tax law change, the theoretical tax effect at the 2021 19% tax rate for the 2021 IIA amortization expense would have been \$416. In addition to liabilities stated on the balance sheet, UTMD has operating lease and purchase obligations described in Note 14 and Note 12, respectively, to the financial statements.

## Results of Operations

**a) Revenues.** Under accounting standards applicable for 2021, the Company believed that revenue should be recognized at the time of shipment as title generally passes to the customer at the time of shipment, or completion of services performed under contract. Revenue recognized by UTMD is based upon documented arrangements and fixed contracts in which the selling price is fixed prior to acceptance and completion of an order. Revenue from product or service sales is generally recognized at the time the product is shipped or service completed and invoiced, and collectability is reasonably assured. Over 99% of UTMD's revenue is recognized at the time UTMD ships a physical device to a customer's designated location, where the selling price for the item shipped was agreed prior to UTMD's acceptance and completion of the customer order. There are no post-shipment obligations which have been or are expected to be material to financial results.

There are circumstances under which revenue may be recognized when product is not shipped, which have met the criteria of ASC 606: the Company provides engineering services, for example, design and production of manufacturing tooling that may be used in subsequent UTMD manufacturing of custom components for other companies. This revenue is recognized when UTMD's service has been completed according to a fixed contractual agreement.

# Consolidated Statement of Income and Comprehensive Income

(In thousands except per share amounts)

Years ended December 31,	2021	2020	2019
Sales, net (notes 1, 3, 9 and 11)	\$ 49,054	\$ 42,178	\$ 46,904
Cost of goods sold	18,137	16,630	17,438
Gross profit	30,917	25,548	29,466
Operating expense:			
Sales and marketing	1,414	1,554	1,738
Research and development	526	486	483
General and administrative	10,097	9,800	9,613
Operating income	18,880	13,708	17,632
Other income (expense):			
Dividend and interest income	166	112	254
Royalty income (note 12)	15	20	6
Other, net	—	—	(8)
Income before provision for income taxes	19,061	13,840	17,884
Provision for income taxes (note 7)	4,273	3,042	3,157
Net income	\$ 14,788	\$ 10,798	\$ 14,727
Earnings per common share (basic) (note 1):	\$ 4.05	\$ 2.95	\$ 3.96
Earnings per common share (diluted) (note 1):	\$ 4.04	\$ 2.94	\$ 3.94
Other comprehensive income (loss):			
Foreign currency translation net of taxes of \$0 in all periods	\$ (773)	\$ 1,502	\$ 1,507
Total comprehensive income	\$ 14,015	\$ 12,300	\$ 16,234

See accompanying notes to financial statements.

Management's Discussion and Analysis *(continued)*

Terms of sale are established in advance of UTMD's acceptance of customer orders. In the U.S., Ireland, UK, France, Australia and Canada since the beginning of 2017, UTMD has generally accepted orders directly from and shipped directly to end-user clinical facilities, as well as third party medical/surgical distributors, under UTMD's Standard Terms and Conditions (T&C) of Sale. About 11% of UTMD's domestic end-user sales went through third party med/surg distributors which contract separately with clinical facilities to provide purchasing, storage and scheduled delivery functions for the applicable facility. UTMD's T&C of Sale to end-user medical facilities are substantially the same in the U.S., Canada, Ireland, UK, France, Australia and New Zealand.

UTMD may allow separate discounted pricing agreements with a specific clinical facility or group of affiliated facilities based on volume of purchases. Pricing agreements which are documented arrangements with clinical facilities, or groups of affiliated facilities, if applicable, are established in advance of orders accepted or shipments made. For existing customers, past actual shipment volumes typically determine the fixed price by part number for the next agreement period. For new customers, the customer's best estimate of volume is usually accepted by UTMD for determining the ensuing fixed prices for the agreement period. Prices are not adjusted after an order is accepted. For the sake of clarity, the separate pricing agreements with clinical facilities based on volume of purchases disclosure is not inconsistent with UTMD's disclosure above that the selling price is fixed prior to the acceptance of a specific customer order.

UTMD's global consolidated trade sales are comprised of domestic and OUS sales. Domestic sales in 2021 included 1) direct domestic sales, sales of finished devices to end-user facilities and med/surg distributors in the U.S., and 2) domestic OEM sales, sales of components or finished products, which may not be medical devices, to other companies for inclusion in their products. OUS sales are export sales from UTMD in the U.S. to customers outside the U.S. invoiced in USD, and sales from UTMD subsidiaries in Ireland, Canada, Australia and the UK which may be invoiced in EUR, GBP, CAD, AUD, NZD or USD. The term "trade" means sales to customers which are not part of UTMD. Each UTMD entity had 2021 intercompany sales of components and/or finished devices to other UTMD entities.

The following table shows the 2021 USD denominated revenues by sales channel compared to 2020 and 2019. Australia domestic sales included sales directly to New Zealand medical facilities beginning in 4Q 2020:

Revenue [USD denominated]	2021	2021 Compared to 2020	2020	2021 Compared to 2019	2019
<b>U.S. domestic</b>					
(excluding OEM)	\$21,096	+ 8.9%	\$19,373	+0.7%	\$20,949
Canada domestic	1,382	(6.7%)	1,481	(34.4%)	2,107
Ireland domestic	446	+17.7%	379	(18.8%)	549
UK domestic	2,388	+18.1%	2,023	(24.7%)	3,171
France domestic	1,424	+13.6%	1,253	(20.2%)	1,785
Australia domestic	1,705	+20.0%	1,421	(0.1%)	1,706
<b>Subtotal,</b>					
<b>Direct to End-User:</b>	<b>\$28,441</b>	<b>+9.7%</b>	<b>\$25,930</b>	<b>(6.0%)</b>	<b>\$30,267</b>
<b>All Other OUS (Sales to</b>					
<b>Int'l Distributors)</b>	<b>11,050</b>	<b>+13.3%</b>	<b>9,753</b>	<b>+ 9.5%</b>	<b>10,092</b>
<b>U.S. OEM Sales</b>	<b>9,563</b>	<b>+47.3%</b>	<b>6,495</b>	<b>+46.1%</b>	<b>6,545</b>
<b>Worldwide Revenues</b>	<b>\$49,054</b>	<b>+16.3%</b>	<b>\$42,178</b>	<b>4.6%</b>	<b>\$46,904</b>

Except for Canada, sales in all channel categories rebounded well from 2020. Whereas UTMD total consolidated sales in 2021 were almost 5% higher than in the pre-pandemic year of 2019, direct sales in Europe and Canada remained 20-30% lower than in 2019, indicating a slower recovery from the pandemic in those regions. Global consolidated trade sales in 2021 were \$49,054 compared to \$42,178 in 2020 and \$46,904 in 2019. The \$4,726 (10.1%) lower sales in 2020 from 2019 were primarily the result of restrictions on medical procedures that government officials worldwide deemed nonessential during the COVID-19 pandemic, presumably to conserve medical facility capacity. Total U.S. domestic sales including OEM were up \$4,793 (+18.5%) in 2021, at \$30,659 compared to \$25,866 in 2020, and \$27,493 in 2019. OUS sales were up \$2,083 (+12.8%) at \$18,395 compared to \$16,312 in 2020, and \$19,411 in 2019.

**Domestic Sales.** U.S. domestic sales in 2021 were \$30,659 (63% of total sales) compared to \$25,866 (61% of total sales) in 2020, and \$27,493 (59% of total sales) in 2019. The components of the \$4,793 higher 2021 domestic sales were \$209 (3.3%) lower sales of the Filshie Clip System devices in the U.S., \$3,069 (+47.3%) higher sales of components and finished devices used in other companies' products (OEM customers), and \$1,933 (+14.8%) higher direct sales of all other UTMD (non-Filshie) finished devices to domestic end-users. Domestic sales in 2019 were \$27,493.

Domestic Filshie Clip System sales in 2021 were 20% of total U.S. domestic sales compared to 24% in 2020 and 25% in 2019. Filshie sales did not recover as well as the other domestic sales categories. Looking forward to 2022, despite a continued recovery in overall surgical sterilization procedures including laparoscopic interval procedures, as there is a medical procedure trend in the U.S. to choose salpingectomy versus tubal ligation for permanent contraception post C-Section, UTMD expects U.S. Filshie device sales in 2022 will remain about the same as in 2021.

Domestic OEM sales in 2021 were 31% of total U.S. domestic sales compared to 25% in 2020 and 24% in 2019. UTMD sold components and finished devices to 155 different U.S. companies in 2021, compared to 139 different companies in 2020 and 147

companies in 2019, for use in their product offerings. Sales to UTMD's largest OEM customer represented 82% of total domestic OEM sales in 2021 compared to 75% of total domestic OEM sales in both 2020 and 2019. UTMD's largest OEM customer markets biopharmaceutical manufacturing control systems which exclusively utilize UTMD's pressure monitoring technology, and for which demand is booming. If UTMD had had the manufacturing capacity primarily in terms of assembly operators in 2021, OEM sales would have been much higher. Looking forward to 2022, UTMD again expects substantial growth in OEM sales as engineering projects for manufacturing expansion come to fruition.

Domestic direct end-user sales excluding the Filshie Clip System were 49% of total U.S. domestic sales in 2021 compared to 51% in both 2020 and 2019. Of UTMD's four domestic direct product categories, neonatal products were \$5,343 (22% higher), labor & delivery (L&D) products were \$3,940 (7% higher), gynecology/ electrosurgery/ urology products excluding the Filshie Clip System were \$4,837 (12% higher), and blood pressure monitoring devices were \$873 (25% higher).

**OUS Sales.** Sales OUS in 2021 were \$18,395 (12.8% higher) compared to \$16,312 in 2020. OUS sales were \$19,411 in 2019. Europe and Canada were particularly affected by government restrictions during the pandemic.

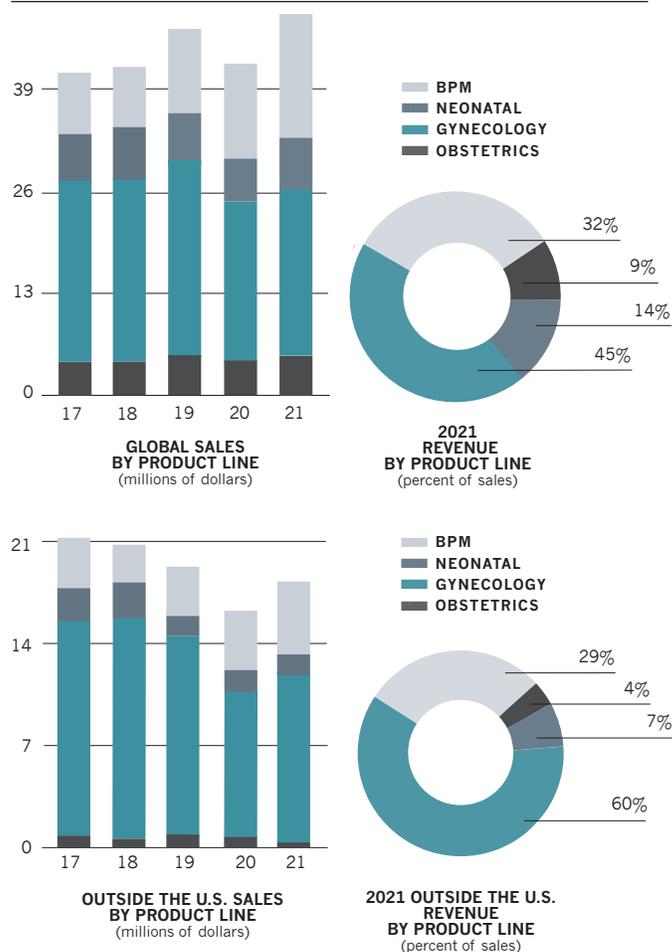
Because a significant portion of UTMD's OUS sales are invoiced in foreign currencies, changes in FX rates can potentially have a material effect on period-to-period USD-denominated sales. Although a weaker USD in the first half of the year helped increase foreign currency sales in USD terms, the FX rate impact for the year 2021 was a minor factor compared to the negative impact of the pandemic on OUS sales. UTMD's FX rates for income statement purposes are transaction-weighted averages. The average rates from the applicable foreign currency to USD during 2021 compared to 2020 follow. The average FX rates for 2019 are also listed for reference:

	2021	Change	2020	2019
GBP	1.376	+6.6%	1.291	1.277
EUR	1.183	+3.2%	1.146	1.119
AUD	0.751	+8.6%	0.692	0.696
CAD	0.798	+6.2%	0.751	0.754

The sales weighted FX rate change in 2021 compared to 2020 was +4.9%. In other words, consolidated USD sales in 2021 were increased \$619 from what they would have been using the prior year's FX rates.

Seventy-two percent of (USD denominated) 2021 OUS sales were invoiced in foreign currencies compared to 58% in 2020 and 66% in 2019. As a portion of total USD consolidated sales, 27% of UTMD's USD-equivalent sales were invoiced in foreign currencies in 2021 compared to 22% in 2020 and 27% in

#### PRODUCT LINE SALES BY SALES CHANNEL



2019. The GBP, EUR, AUD and CAD converted sales represented 6%, 15%, 3% and 3% of total 2021 USD sales, respectively. This compares to 6%, 10%, 3% and 3% of total 2020 USD sales, and to 8% GBP, 11% EUR, 4% AUD and 4% CAD of total 2019 USD sales.

USD-denominated trade (excludes intercompany) sales of devices to OUS customers (excluding France) by UTMD's Ireland facility (UTMD Ltd) were \$7,439 in 2021 (39% higher) compared to \$5,347 in 2020, and were \$5,894 in 2019. In addition, UTMD Ltd also sold devices that it had manufactured directly to France in 2021 due to BREXIT, which in prior years were sold to Femcare Ltd in the UK on an intercompany basis and then sold by Femcare Ltd directly to French medical facilities. USD-denominated sales to France in 2021 were \$1,424 (14% higher) compared to \$1,253 in 2020, and were \$1,785 in 2019. Some sales, mostly to Northern Ireland, were invoiced in GBP which was up 6.6% in 2021 compared to the 2020 USD. In addition, as the 2021 EUR was 3.2% higher relative to the 2020 USD, the total FX impact added \$226 to Ireland's total 2021 sales.

In 2021, UTMD's UK subsidiary, Femcare Ltd., had \$2,451 trade sales of devices to domestic UK and certain international distributor customers, up 12% compared to \$2,183 in 2020. The

Management's Discussion and Analysis *(continued)*

total FX impact added \$170 in USD terms. Femcare USD-denominated sales excluding France in 2019 were \$3,596.

USD-denominated sales of devices to end-users in Australia by Femcare's Australia distribution subsidiary (Femcare Australia Pty Ltd) were \$1,705 (20% higher) in 2021 compared to \$1,421 in 2020. In 4Q 2020, UTMD converted from selling devices by Femcare in the UK to a third party distributor in New Zealand (NZ) to distributing devices directly to NZ medical facilities from Femcare Australia. In addition, an 8.6% stronger AUD in 2021 added \$135 in USD-denominated sales. Femcare Australia sales in 2019, which did not include sales to NZ, were \$1,706.

UTMD's Canada distribution subsidiary (Utah Medical Products Canada, Inc.) had the weakest sales results of UTMD's OUS subsidiaries. USD-denominated sales of devices to end-users in Canada were \$1,382 (7% lower) than \$1,481 in 2020 despite a CAD which was 6.2% stronger than in the prior year. The stronger CAD added \$88, so 2021 sales were \$1,294 (13% lower) in constant currency terms. Canada sales were \$2,107 in 2019.

UTMD groups its sales into four general product categories: 1) obstetrics, comprised of labor and delivery management tools for monitoring fetal and maternal well-being, for reducing risk in performing difficult delivery procedures and for improving clinician and patient safety; 2) gynecology/ electrosurgery/ urology, comprised of tools for gynecological procedures associated primarily with cervical/ uterine disease including LETZ, endometrial tissue sampling, transvaginal uterine sonography, diagnostic laparoscopy, surgical contraception and other MIS procedures; specialty excision and incision tools; conservative urinary incontinence therapy devices; and urology surgical procedure devices; 3) neonatal critical care, comprised of devices that provide developmentally-friendly care to the most critically ill babies, including providing vascular access, enteral feeding, administering vital fluids, oxygen therapy while maintaining a neutral thermal environment, providing protection and assisting in specialized applications; and 4) blood pressure monitoring/ accessories/ other, comprised of specialized transducers and components as well as molded parts and assemblies sold on an OEM basis to other companies. In these four categories, UTMD's primary revenue contributors enjoy significant brand awareness by clinical users.

Global revenues by product category	2021	%	2020	%	2019	%
Obstetrics	\$ 4,675	9	\$4,523	11	\$5,000	11
Gynecology/ Electrosurgery/ Urology	21,973	45	20,552	49	25,354	54
Neonatal	6,691	14	5,870	14	6,066	13
Blood Pressure Monitoring and Accessories*	15,715	32	11,233	26	10,484	22
<b>Total:</b>	<b>\$49,054</b>	<b>100</b>	<b>\$42,178</b>	<b>100</b>	<b>\$46,904</b>	<b>100</b>

OUS revenues by product category	2021	%	2020	%	2019	%
Obstetrics	\$ 735	4	\$ 846	5	\$ 947	5
Gynecology/ Electrosurgery/ Urology	11,053	60	9,934	61	13,731	71
Neonatal	1,347	7	1,490	9	1,412	7
Blood Pressure Monitoring and Accessories*	5,260	29	4,042	25	3,321	17
<b>Total:</b>	<b>\$18,395</b>	<b>100</b>	<b>\$16,312</b>	<b>100</b>	<b>\$19,411</b>	<b>100</b>

\*includes molded components and finished medical and non-medical devices sold to OEM customers.

Looking forward to 2022, continuing government restrictions on so-called "non-essential" medical procedures seems unlikely. Although there remains much room for pandemic recovery in UTMD's direct distribution OUS, UTMD projects a 3-4% stronger USD on the average which will offset the unit growth in direct foreign currency sales in USD terms. OUS distributor order patterns vary and are less predictable, but UTMD's largest OUS distributor has placed a fixed 2022 order for BPM devices that is \$550 higher than in 2021 based on an average EUR FX rate of 1.13 in 2022. Domestically, OEM sales are projected to be over \$700 higher with projected capacity limits, but could be even higher if production worker hiring constraints in Utah become less severe. A key to sales results will be retaining U.S. Filshie device sales at a similar level as in 2021. Except for Filshie devices in the U.S., UTMD raised product prices across the board an average of about 5% in late 4Q 2021, which will benefit 2022 sales in comparison to 2021 assuming customer demand remains relatively inelastic. In summary, management's best estimate at this time is that 2022 revenues will be up in the range of mid-single digit percentage growth.

**b) Gross Profit (GP).** UTMD's 2021 consolidated GP, the surplus after subtracting costs of manufacturing, which includes purchasing raw materials, forming components, assembling, inspecting, testing, packaging and sterilizing products, from net revenues, was \$30,917 (63.0% of sales) compared to \$25,548 (60.6% of sales) in 2020 and \$29,466 in 2019 (62.8% of sales). GP in 2021 increased \$5,369 (+21.0%) with a 16.3% increase in revenues.

The Gross Profit Margin (GPM), which is GP divided by sales, expanded primarily due to the fact that a large portion of UTMD's manufacturing expenses were fixed compared to the prior year. Another way to say this is that in 2020, a greater decline in GP than in sales was a result of UTMD's decision to not cut important manufacturing overhead resources in the same proportion as the decline in sales, which would sacrifice future capabilities just to maintain a short term GPM. In addition to the lower absorption of fixed manufacturing overhead costs in 2020, there were two other categories of increased costs that reduced the 2020 GPM compared

to 62.8% in 2019: 1) marginal costs associated with the COVID-19 pandemic including personal protective equipment for employees, cleaning supplies, extra pay to encourage employees to come to work, pay continuation beyond normal sick pay and accrued vacation pay for those quarantined with symptoms or exposed to someone with symptoms, lower productivity as a result of social distancing and higher prices levied by some suppliers and service providers, and 2) an unusually unfavorable year for UTMD's self-insured health care plan in the U.S. Self-insured health care plan costs in 2021 returned to be more consistent with prior years' levels. Despite higher variable costs in 2021, particularly freight on incoming materials and a cost of living adjustment for Utah and Ireland production workers, the GPM in 2021 recovered to be consistent with the pre-pandemic year of 2019.

In 2022, UTMD plans to help manage inflationary manufacturing cost pressures with administering higher prices for its devices, as and when necessary. Nevertheless, management expects that manufacturing costs in 2022 will increase faster than revenues resulting in a lower GPM. However, UTMD also expects that GP will still be higher than in 2021. If sales increase as a mid-single digit percentage, then GP are projected to increase as a low single-digit percentage.

UTMD's Ireland subsidiary's (UTMD Ltd's) GP was EUR 6,788 compared to EUR 4,198 in 2020 and EUR 2,908 in 2019. The associated GPMs were 61.2% in 2021, 54.4% in 2020 and 43.1% in 2019. Femcare UK 2021 GP was GBP 913 compared to GBP 1,495 in 2020 and GBP 3,884 in 2019. The UK 2021 GPM was 46.3% compared to 56.0% in 2020 and 70.2% in 2019. The transfer from the UK to Ireland of direct sales to France primarily explains the GP changes for both Ireland and the UK. Femcare Australia and Femcare Canada are simply distribution facilities for UTMD finished devices in their respective countries. GP is the result of subtracting intercompany purchase prices of devices plus freight from sales. Australia GP was AUD 1,399 (61.6% of sales) compared to AUD 1,194 (58.1% of sales) in 2020 and AUD 1,415 (57.7% of sales) in 2019. Canada GP was CAD 907 (52.4% of sales) in 2021 compared to CAD 1,128 (57.2% of sales) in 2020 and CAD 1,670 (54.5% of sales) in 2019. In the U.S., GP was \$20,100 in 2021, \$17,043 in 2020 and \$19,180 in 2019. UTMD U.S. GPMs were 55.8% in 2021, 54.2% in 2020 and 57.1% in 2019. A summation of the above GP of each subsidiary will not yield UTMD's consolidated total GP because of elimination of profit in inventory of intercompany goods.

**c) Operating Income.** Operating Income results from subtracting operating expenses from GP. Operating Income in 2021 was \$18,880 (38.5% of sales) compared to \$13,708 (32.5% of sales) in 2020 and \$17,632 (37.6% of sales) in 2019. On top of benefitting from a higher GPM, the higher 2021 Operating Income margin (Operating Income divided by sales) additionally reflected better absorption of relatively fixed IIA amortization expense, included in General and Administrative

(G&A) operating expenses, which was 13.5% of sales in 2021 compared to 15.3% of sales in 2020 and 13.0% of sales in 2019. Excluding the non-cash Femcare and CSI IIA amortization expenses, UTMD consolidated operating expenses were \$5,427 (11.1% of sales) compared to \$5,370 (12.7% of sales) in 2020 and \$5,744 (12.2% of sales) in 2019. In other words, holding operating expense (excluding the IIA amortization expense) growth to 1% while sales increased 16% and GP increased 21%, leveraged the overall growth in Operating Income to almost 38% compared to 2020.

The UTMD Ltd (Ireland) Operating Income margin in 2021 was 57.8% compared to 50.5% in 2020 and 38.5% in 2019. Femcare UK's Operating Income margin per US GAAP, which includes the IIA amortization expense of the 2011 acquisition, was negative in both 2021 and 2020 compared to 27.8% in 2019. Femcare Australia's 2021 Operating Income margin was 45.9% compared to 41.7% in 2020 and 38.6% in 2019. Femcare Canada's 2021 Operating Income margin was 34.5% compared to 40.7% in 2020 and 41.9% in 2019. UTMD's 2021 Operating Income margin in the U.S. was 33.2% compared to 28.5% in 2020 and 33.7% in 2019. For clarity, the CSI IIA amortization expense hit the U.S. Operating Income margin, and the Femcare IIA amortization expense hit the Femcare UK Operating Income margin.

Operating expenses include sales and marketing (S&M) expenses, product development (R&D) expenses and G&A expenses. Consolidated operating expenses were \$12,037 (24.5% of sales) in 2021, \$11,840 (28.1% of sales) in 2020 and \$11,834 (25.2% of sales) in 2019. The following table provides a comparison of operating expense categories, as well as further segmentation of G&A expenses, for the last three years.

	2021	2020	2019
S&M expenses	\$ 1,414	\$ 1,554	\$ 1,738
R&D expenses	526	486	483
G&A expenses:			
a) litigation expense provision	22	—	16
b) corporate legal	1	14	32
c) outside directors fees	125	116	118
d) stock option compensation	166	160	113
e) management bonus accrual	448	587	653
f) outside accounting audit/tax	179	223	216
g) Femcare IIA amortization	2,189	2,049	2,037
h) CSI IIA amortization	4,421	4,421	4,053
i) property & liability insurance premiums	99	95	91
j) all other G&A expenses	2,447	2,135	2,284
<b>G&amp;A expenses – total</b>	<b>10,097</b>	<b>9,800</b>	<b>9,613</b>
<b>Total Consolidated</b>			
<b>Operating Expense:</b>	<b>\$12,037</b>	<b>\$11,840</b>	<b>\$11,834</b>
<b>Percent of sales:</b>	<b>24.5%</b>	<b>28.1%</b>	<b>25.2%</b>

# Management’s Discussion and Analysis *(continued)*

## Description of Operating Expense Categories

**1. S&M expenses:** S&M expenses in 2021 were \$1,414 (2.9% of sales) compared to \$1,554 (3.7% of sales) in 2020 and \$1,738 (3.7% of sales) in 2019. UK sales salaries were \$130 lower in 2021 than in 2020 due to a reduction in the UK sales force.

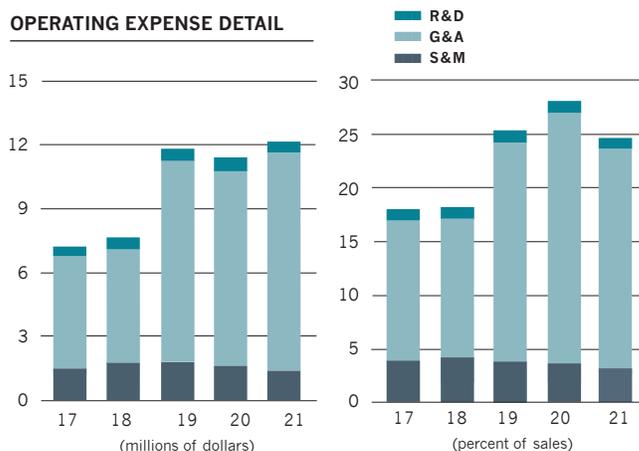
S&M expenses are the costs of communicating UTMD’s differences and product advantages, providing training and other customer service in support of the use of UTMD’s solutions, attending clinical meetings and medical trade shows, administering customer agreements, advertising, processing orders, shipping, and paying commissions to outside independent representatives. In markets where UTMD sells directly to end-users, which in 2019-2021 included the U.S., Ireland, UK, Australia, France and Canada plus New Zealand in 2021, the largest components of S&M expenses were the cost of customer service required to timely process orders and the distribution costs associated with shipping products.

S&M expenses include all customer support costs including training. In general, training is not required for UTMD’s products since they are well-established and have been clinically widely used. Written “Instructions For Use” are packaged with all finished devices. Although UTMD does not have any explicit contracts with customers to provide training, it does provide hospital in-service and clinical training as required and reasonably requested.

UTMD promises prospective customers that it will provide, at no charge in reasonable quantities, electronic media and other instructional materials developed for the use of its products. UTMD provides customer support from offices in the U.S., Canada, Ireland, UK and Australia by telephone to answer user questions and help troubleshoot any user issues. Occasionally, on a case-by-case basis, UTMD may utilize the services of an independent practitioner to provide educational assistance to clinicians. All in-service and training expenses are routinely expensed as they occur. Except for the consulting services of independent practitioners and occasional use of marketing consultants, all of these services are allocated from fixed S&M overhead costs. Historically, additional consulting costs have been immaterial to financial results, which is also UTMD’s expectation for the future.

**2. R&D expenses:** R&D expenses in 2021 were \$526 (1.1% of sales) compared to \$486 (1.2% of sales) in 2020 and \$483 (1.0% of sales) in 2019. R&D expenses include the costs of investigating clinical needs, developing innovative concepts, testing concepts for viability, validating methods of manufacture, completing any necessary premarketing clinical trials, regulatory documentation and other activities required for design control, responding to customer requests for product enhancements, and assisting manufacturing engineering on an ongoing basis in developing new processes or improving existing processes. Although no new UTMD devices were launched in 2021, UTMD continued to customize configurations of its existing devices based on specific clinical requests and R&D played a significant role in manufacturing process improvements that were needed to support fast growing OEM product sales, in addition to

OPERATING EXPENSE DETAIL



continuing work on new product projects. UTMD does not pre-announce new devices that are being developed.

**3. G&A expenses:** G&A expenses in 2021 were \$10,096 (20.6% of sales) compared to \$9,800 (23.2% of sales) in 2020 and \$9,613 (20.5% of sales) in 2019. G&A expenses include the “front office” functional costs of executive management and outside directors, finance and accounting, corporate information systems, human resources, stockholder relations, corporate risk management, corporate governance, protection of intellectual property, amortization of identifiable intangibles and legal costs. The table above helps identify certain specific categories of G&A expenses which might be of interest to stockholders.

As indicated in the table above, amortization of the Femcare IIA acquired in 2011 is part of G&A expenses. The IIA GBP amortization expense in 2021 was £1,590 compared to £1,595 in 2020, practically the same. However, because of a stronger GBP for the year as a whole, the USD 2021 IIA amortization expense was \$140 higher than in 2020. But 16.3% higher consolidated sales allowed better absorption of the resulting 6.8% higher USD Femcare IIA expense, i.e. Femcare IIA amortization expense was 4.5% of sales in 2021 compared to 4.9% of 2020 sales. The G&A noncash amortization expense of Femcare IIA was 4.3% of 2019 total consolidated sales. The Femcare IIA amortization expense will continue until March 2026 (or until the value of any remaining IIA becomes impaired). UTMD estimates that the Femcare IIA amortization expense in 2022 may be \$25 lower due to an average stronger USD in 2022 compared to 2021.

The early 2019 \$21,000 purchase of CSI exclusive Filshie Clip System U.S. distribution rights also represents an IIA which is being amortized on a straight line basis over the remaining life of the Femcare distribution agreement with CSI which will be through 3Q 2023 (unless it becomes impaired before that, which is unlikely). This CSI IIA amortization expense is included in U.S. G&A expenses. In 2021 and 2020, the CSI IIA amortization expense was the same at \$4,421. But again, due to the 16.3% higher consolidated sales, the CSI IIA amortization expense represented only 9.0% of sales compared to 10.5% of sales in

2020. The CSI IIA amortization expense in 2019, which was a partial year due to the timing of the acquisition, was \$4,053 (8.6% of 2019 annual sales). In 2022, the constant \$4,421 CSI IIA amortization expense will lower as a percentage of sales if further diluted by projected higher sales.

It seems worth noting that the combined Filshie Clip System and Femcare non-cash IIA amortization expenses represented more than half of all of UTMD's total consolidated operating expenses during the three years of 2019-2021; 54.9% in 2021, 54.6% in 2020 and 51.5% in 2019.

**d) Non-operating income/Non-operating expense, and Earnings Before Taxes (EBT).** Non-operating income includes royalties from licensing UTMD's technology, rent from leasing underutilized property to others, income earned from investing the Company's excess cash and gains from the sale of assets. Non-operating expense includes interest on bank loans, bank service fees, excise taxes and losses from the sale of assets. Also, the period-to-period remeasured value of EUR cash balances held in the UK, and GBP balances held in Ireland, generates a gain or loss which is booked at reporting period end as non-operating income or expense, as applicable.

Net non-operating income (combination of non-operating income and non-operating expense) was \$181 in 2021, \$132 in 2020 and \$252 in 2019. The higher non-operating income in 2021 compared to 2020 was due to \$142 higher rent income in Ireland from renting unneeded warehouse space. A description of components of UTMD's non-operating income or expense follows:

**1. Interest Expense.** There was no interest expense in 2019-2021. Absent an acquisition or large repurchase of shares that requires new borrowing, UTMD does not expect any interest expense in 2022.

**2. Investment of excess cash.** Consolidated investment income (including gains and losses on sales of investments) was \$46 in 2021, \$64 in 2020 and \$255 in 2019. Interest rates in 2021 remained practically zero, and UTMD had to pay negative interest on EUR bank balances in Ireland. UTMD is expecting interest rates to improve marginally in 2022.

**3. Royalties.** Royalties in 2021 were \$15 compared to \$20 in 2020, and \$5 in 2019. Presently, there is only one arrangement which began in 2020 under which UTMD is receiving royalties on its technology.

**4. Gains/losses from remeasured currency in bank accounts.** UTMD recognized a \$23 loss in 2021 compared to a \$45 gain in 2020 and a \$76 loss in 2019 from gains or losses on remeasured foreign currency bank balances. EUR currency cash balances in the UK, and GBP currency cash bank balances in Ireland, are subject to remeasured currency translation gains/losses as a result of period to period changes in FX rates.

**5. Other non-operating income or expense.** Income received from renting unused warehouse space in Ireland and parking

lot space in Utah for a cell phone tower, offset by bank fees, and other miscellaneous non-operating expenses resulted in net non-operating income of \$124 in 2021 compared to a net non-operating expense of \$10 in 2020 and \$85 in 2019.

EBT results from adding net non-operating income or subtracting net non-operating expense from Operating Income. Consolidated EBT was \$19,061 (38.9% of sales) in 2021 compared to \$13,840 (32.8% of sales) in 2020 and \$17,884 (38.1% of sales) in 2019. The 2021 EBT of UTMD Ltd. (Ireland) was €6,277 (56.6% of sales) compared to €3,728 (48.3% of sales) in 2020 and €2,577 (38.2% of sales) in 2019. Femcare Ltd's (UK) 2021 EBT was (£1,003) compared to (£593) in 2020 and £1,566 (28.3% of sales) in 2019. Femcare Ltd, as the legal manufacturer of the Filshie Clip System, supports worldwide regulatory requirements in addition to absorbing the IIA amortization expense of the 2011 Femcare Group acquisition. Femcare AUS's 2021 EBT was AUD 1,042 (45.9% of sales) compared to AUD 857 (41.8% of sales) in 2020 and AUD 952 (38.8% of sales) in 2019. Femcare Canada's 2021 EBT was CAD 592 (34.2% of sales) compared to CAD 798 (40.5% of sales) in 2020 and CAD 1,280 (41.8% of sales) in 2019.

As a side note for clarity of financial results, UTMD's EBT, as well as all other income statement measures above the EBT line in the Income Statements, were unaffected by 2019-2021 adjustments to income tax provisions as a result of income tax rate changes in the UK enacted in 2Q 2020 and 2Q 2021, which increased UTMD's long term deferred tax liability, and the 2019 corrected estimate of the repatriation tax and associated GILTI tax and FDII tax credit, all of which resulted from the U.S. TCJA enacted in December 2017.

EBITDA is a non-US GAAP metric that UTMD management believes is of interest to investors because it provides meaningful supplemental information to both management and investors that represents profitability performance without factoring in effects of financing, accounting decisions regarding non-cash expenses, capital expenditures or tax environments. If the Company were to need to borrow to pay for a major asset or acquisition, the projected EBITDA metric would be of primary interest to a lending institution to determine UTMD's credit worthiness. Although the U.S. Securities and Exchange Commission advises that EBITDA is a non-GAAP metric, UTMD's non-US GAAP EBITDA is the sum of the following elements in the table below, each of which is a US GAAP number:

	2021	2020	2019
EBT	\$19,061	13,840	\$17,884
Depreciation Expense	636	655	700
Femcare IIA Amortization Expense	2,189	2,049	2,037
CSI IIA Amortization Expense	4,421	4,421	4,053
Other Non-Cash Amortization Expense	34	45	54
Stock Option Compensation Expense	166	160	113
Remeasured Foreign Currency Balances	23	(45)	76
<b>UTMD non-US GAAP EBITDA:</b>	<b>\$26,530</b>	<b>\$21,125</b>	<b>\$24,917</b>

# Management's Discussion and Analysis *(continued)*

In summary, UTMD's 2021 non-US GAAP EBITDA increased 25.6% compared to 2020 and 6.5% compared to 2019, when 2021 sales were 16.3% higher than in 2020 and 4.6% higher than in 2019. This metric is expected to also grow faster than the projected increase in sales in 2022.

## **e) Net Income, Earnings Per Share (EPS) and Return on Equity (ROE).**

**Net Income.** Net Income results after subtracting a provision for estimated income taxes from EBT. UTMD's US GAAP Net Income in 2021 was \$14,788 (30.1% of sales) compared to \$10,798 (25.6% of sales) in 2020 and \$14,727 (31.4% of sales) in 2019. Because of changes in UTMD's repatriation tax estimate in the year 2019 due to the TCJA enacted in December 2017, as well as UK income tax changes enacted in 2020 and 2021, management does not believe either that the tax provision adjustments have a direct relationship to sales in the same periods, or that the year-to-year changes in US GAAP Net Income is an accurate measure of UTMD's bottom-line financial performance in the applicable time periods. Ignoring the income tax adjustments, 2021 non-US GAAP Net Income was \$15,178 (30.9% of sales) compared to \$11,023 (26.1% of sales) in 2020 and \$14,145 (30.2% of sales) in 2019. Please see the table below which presents Net Income both according to US GAAP and also prior to recognition of the various tax estimate adjustments.

The US GAAP consolidated income tax provision rate for 2021 was 22.4% compared to 22.0% in 2020 and 17.7% of EBT in 2019. The estimated tax provision adjustments in 2019 reduced the 2019 average rate, whereas the adjustments in 2020 and 2021 increased the average rates. The non-US GAAP consolidated combined income tax provision rate for both 2021 and 2020 was 20.4% compared to 20.9% of EBT in 2019. For clarity, the UK income tax rate change in 2021 from 19% to 25% beginning in April 2023 added \$390 to UTMD's 2021 income tax provision, representing the increased tax which will be due over the remaining life of amortization of Femcare's IIA, which is not a tax deductible expense in the UK. Similarly, the UK income tax rate change in 2020 from 17% to 19% added \$225 to UTMD's 2020 income tax provision, representing the increased tax which will be due over the remaining life of amortization of Femcare's IIA, which is not a tax deductible expense in the UK. The income tax adjustment in 2019 subtracted \$582 from UTMD's 2019 income tax provision due to UTMD's initial estimates of taxes due under the TCJA being too high.

More normally and in general, year-to-year fluctuations in the combined average tax provision rate will result from variation in EBT contribution from subsidiaries in jurisdictions with different corporate income tax rates. Taxes in foreign subsidiaries are based on taxable EBT in those sovereignties,

which can be different from the contribution to consolidated EBT per US GAAP. UTMD expects, barring any new tax law changes which are currently unknown, that its combined income tax rate for 2022 will be within the (non-GAAP) 20.4%-20.9% range of the three years of 2019-2021.

The UK had an income tax rate of 19% for all three years 2019-2021. The UK also allowed a tax deduction for sales of UK patented products which varied from year-to-year based on somewhat complicated rules which are sorted out for UTMD by independent UK tax specialists. The income tax rate for AUS was 30% for all three years. The income tax rate for Canada was about 26% for the three years. Profits of the Ireland subsidiary were taxed at a 12.5% rate on exported manufactured products, and a 25% rate on rental and other types of income including income from sales of medical devices in Ireland domestically. As UTMD stockholders likely remember, in the U.S. the Federal income tax rate was changed after 2017 to 21% from 34% prior to the TCJA. Federal taxes are not 21% of U.S. EBT, however, as income taxes paid to the State are a deductible expense for Federal tax purposes, other expenses are not deductible and there remains an R&D tax credit along with other credits, not to mention a GILTI tax related to foreign income and FDII tax credit related to profits on export sales. The Utah state income tax rate declined to 4.95% from 5% prior to the TCJA, and the State enacted income apportionment rules that provide for additional tax relief.

**Earnings Per Share. (EPS)** EPS are Net Income divided by the number of shares of stock outstanding (diluted to take into consideration stock option awards which are "in the money," i.e., have exercise prices below the applicable period's weighted average market value). Diluted EPS in 2021 per US GAAP were \$4.041 (\$4.147 prior to the UK deferred tax liability adjustment) compared to \$2.941 (\$3.002 prior to the UK deferred tax liability adjustment) in 2020 and \$3.939 (\$3.784 prior to the Utah state TCJA tax correction) in 2019. The 2021 non-US GAAP EPS result exceeded management's projection at the beginning of the year.

The 2021-ending weighted average number of diluted common shares (the number used to calculate diluted EPS) was 3,660 (in thousands) compared to 3,672 in 2020 and 3,739 in 2019. Dilution for "in the money" unexercised options for the year 2021 was 13 (in thousands) shares compared to 14 shares in 2020 and 18 shares in 2019. Actual outstanding common shares as of December 31, 2021 were 3,655.

UTMD management believes the presentation of Net Income and EPS results excluding the tax liability estimate adjustments in 2021, 2020 and 2019 provides meaningful supplemental information to both management and investors that is more clearly indicative of UTMD's bottom line results for comparison purposes.

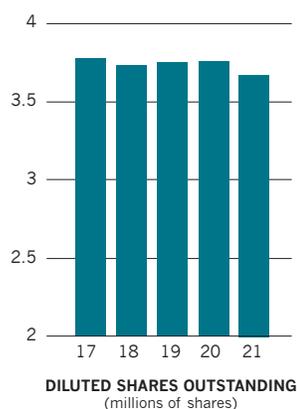
US GAAP	2021	2020	2019
Net Income	\$14,788	\$10,798	\$14,727
Net Income Margin	30.1%	25.6%	31.4%
EPS	\$ 4.041	\$ 2.941	\$ 3.939

NON-US GAAP (excluding 2020 and 2021 UKDTL changes and TCJA tax adjustments in 2019):	2021	2020	2019
Net Income	\$15,178	\$11,023	\$14,145
Net Income Margin	30.9%	26.1%	30.2%
EPS	\$ 4.147	\$ 3.002	\$ 3.784

Please note: The tax provision adjustments only affected UTMD's income tax provision, Net Income and EPS, not consolidated revenues (sales), GP, Operating Income or EBT.

The non-US GAAP financial measures also facilitate management's internal comparisons for purposes of planning future performance. The non-US GAAP financial measures disclosed by UTMD should not be considered a substitute for or superior to financial measures calculated in accordance with US GAAP, and the financial results calculated in accordance with US GAAP and reconciliations to those financial statements should be carefully evaluated.

In short, UTMD realized a substantial recovery in 2021 revenues from 2020, and profitability returned to pre-pandemic levels.



Looking forward to 2022, there remains a significant lack of predictability of demand for UTMD's medical devices due to governments' now entrenched desire to control people's health care as a result of the pandemic. Nevertheless, management believes that 2022 sales are likely to be higher than in 2021 due to UTMD having to raise prices of its devices, offset by a slower recovery OUS combined with a stronger USD reducing foreign currency sales. Because the high rate of inflation in costs and the difficulty in hiring people which resulted from uncontrolled government spending continues to grow at a rate that is likely to exceed the rate of growth in sales, the Company also expects that the rate of growth in Gross Profit in 2021 will be lower

than the growth in sales. A lower GPM will be partially offset by better absorption of UTMD's high fixed IIA amortization expenses. For the sake of specificity and as an example, UTMD estimates that a 5% increase in sales in 2022 will yield a 1% increase in EBT compared to 2021 results.

**ROE.** Maintaining a high ROE remains a key management objective for UTMD in order to grow without diluting stockholder interest. ROE is the quotient of Net Income divided by average Stockholders' Equity, but more specifically it is the product of the Net Income margin, productivity of assets and financial leverage. Although UTMD's high Net Income margin is the primary factor that continues to drive its ROE, cash dividends to stockholders and repurchase of shares help in lowering average Stockholders' Equity, reducing the denominator in calculating ROE. The income tax estimate adjustments in all three years had an impact on the overall ROE ratios using US GAAP Net Income. UTMD's 2021 ROE before stockholder dividends (with US GAAP Net Income) was 14.1%. In comparison, 2020 ROE was 10.6% and 2019 ROE was 15.5%.

Before dividends, UTMD's 2021 ROE (using non-US GAAP Net Income) was 14.5% compared to 10.8% in 2020 and 14.9% in 2019, excluding the effect of the tax adjustments on Net Income. The higher 2021 ROE compared to 2020 was the result of 37.7% higher non-US GAAP Net Income with 3.0% higher average Stockholders' Equity. Average Stockholders' Equity was \$104,980 in 2021 compared to \$101,957 in 2020 and \$95,042 in 2019. UTMD's Stockholders' Equity has more than doubled over the last ten years despite being reduced by \$46 million in dividends and \$14 million in share repurchases over that same period of time.

Maintaining a high ROE with the dilutive effect of rapidly growing Average Stockholders' Equity (despite reductions from dividends and stock repurchases), while maintaining excellent Net Income results, suggests an excellent increase in stockholder value. UTMD's average ROE over the last 29 years was 25%.

## Liquidity and Capital Resources

**Cash Flows.** Net cash provided by operating activities totaled \$21,203 compared to \$20,137 in 2020 and \$17,056 in 2019. Net Profit at \$3,990 higher in 2021 compared to 2020 allowed net cash provided by operating activities in 2020, including adjustments for depreciation and other non-cash operating expenses, along with changes in working capital and the tax benefit attributable to exercise of employee incentive stock options, to be \$1,066 higher than in 2020. Total cash provided by operating activities was not in the magnitude of increased Net Profit as a result of changes in 2021 cash required for operating activities compared to 2020 changes (second order derivative), which were a function of the higher 2021 business activity related to recovering from restrictions on nonessential medical procedures during the pandemic, i.e. 1) a \$1,705 higher

# Consolidated Statement of Stockholders' Equity

(In thousands)

Years Ended December 31, 2021, 2020 and 2019

	Common Stock		Additional Paid-in Capital	Accumulated Other Comprehensive Income	Retained Earnings	Total Stockholders' Equity
	Shares	Amount				
<b>Balance at December 31, 2018</b>	3,720	\$ 37	\$ 122	\$ (11,290)	\$100,123	\$ 88,992
Shares issued upon exercise of employee stock options for cash	7	—	290	—	—	290
Shares received and retired upon exercise of stock options	—	—	(7)	—	—	(7)
Stock option compensation expense	—	—	113	—	—	113
Common stock purchased and retired	(5)	—	(499)	—	101	(398)
Foreign currency translation adjustment	—	—	—	1,507	—	1,507
Common stock dividends	—	—	—	—	(4,132)	(4,132)
Net income	—	—	—	—	14,727	14,727
<b>Balance at December 31, 2019</b>	3,722	\$ 37	\$ 18	\$ (9,782)	\$110,820	\$101,093
Shares issued upon exercise of employee stock options for cash	8	—	358	—	—	358
Stock option compensation expense	—	—	160	—	—	160
Common stock purchased and retired	(87)	(1)	(421)	—	(6,555)	(6,976)
Foreign currency translation adjustment	—	—	—	1,502	—	1,502
Common stock dividends	—	—	—	—	(4,112)	(4,112)
Net income	—	—	—	—	10,798	10,798
<b>Balance at December 31, 2020</b>	3,643	\$ 36	\$ 115	\$ (8,280)	\$110,951	\$102,822
Shares issued upon exercise of employee stock options for cash	14	—	787	—	—	787
Shares received and retired upon exercise of stock options	(2)	—	(227)	—	—	(227)
Stock option compensation expense	—	—	166	—	—	166
Foreign currency translation adjustment	—	—	—	(773)	—	(773)
Common stock dividends	—	—	—	—	(10,425)	10,425
Net income	—	—	—	—	14,788	14,788
<b>Balance at December 31, 2021</b>	3,655	\$ 36	\$ 842	\$ (9,053)	\$115,314	\$107,138

See accompanying notes to financial statements.

# Management’s Discussion and Analysis *(continued)*



use of cash as a result of increasing trade accounts receivable (A/R) \$1,088 instead of the \$617 decrease in 2020, and 2) a \$1,408 higher use of cash as a result of increasing inventories \$485 instead of the \$923 decrease in 2020. Additional changes that consumed more cash in 2021 than in 2020 included a \$66 greater reduction in deferred income taxes, a \$42 reduction in interest and other receivables instead of a \$45 increase in 2020 and an \$81 reduction in prepaid expenses and other current assets instead of a \$108 increase in 2020. In addition to higher Net Profit, greater cash was provided in 2021 compared to 2020 from \$129 higher non-cash amortization expense, a \$32 higher tax benefit attributable to exercise of employee stock options and a \$106 higher increase in accrued expenses.

In investing activities, during 2021 UTMD used \$552 in capital expenditures to purchase new molds and manufacturing equipment for new capabilities as well as to maintain, improve or expand existing operating capabilities, compared to investing \$860 in 2020.

In 2021 UTMD received \$560 and issued 11,702 shares of stock upon the exercise of employee stock options. Employees exercised a total of 13,711 option shares in 2021, with 2,009 shares immediately being retired as a result of optionees trading the shares in payment of the exercise price of the options. Option exercises in 2021 were at an average price of \$57.40 per share. The Company received a \$39 tax benefit from option exercises in 2021. UTMD did not repurchase shares of its stock in the open market during 2021.

In comparison, in 2020 UTMD received \$358 and issued 8,278 shares of stock upon the exercise of employee and director stock options. Option exercises in 2020 were at an average price of \$43.26 per share. The Company received a \$7 tax

benefit from option exercises in 2020. UTMD repurchased 87,000 shares of its stock in the open market during 2020 at an average cost of \$80.19 per share.

In further comparison, in 2019 UTMD received \$283 and issued 7,042 shares of stock upon the exercise of employee and director stock options. Employees and directors exercised a total of 7,110 option shares in 2019, with 68 shares immediately being retired as a result of optionees trading the shares in payment of the exercise price of the options. Option exercises in 2019 were at an average price of \$40.80 per share. The Company received a \$23 tax benefit from option exercises in 2019. UTMD repurchased 5,000 shares of its stock in the open market during 2019 at an average cost of \$79.52 per share.

UTMD did not borrow in any of the three years 2019-2021. Cash dividends paid to stockholders were \$11,465 in 2021 compared to \$4,116 in 2020 and \$4,096 in 2019.

Management believes that future income from operations and effective management of working capital will continue to provide the liquidity needed to finance internal growth plans. In an uncertain economic environment, UTMD’s cash balances allow management to operate with the long-term best interest of stockholders in mind. Planned 2022 capital expenditures for ongoing operations are expected to be about the same in magnitude as depreciation of PP&E, although additional capital expenditure opportunities are being considered.

Management plans to utilize cash not needed to support normal operations in one or a combination of the following: 1) in general, to continue to invest at opportune times in ways that will enhance future profitability; 2) to make additional investments in new technology and/or processes; and/or 3) to acquire a product line or company that will augment revenue and EPS growth and better utilize UTMD’s existing infrastructure. If there are no better strategic uses for UTMD’s cash, the Company will continue to return cash to stockholders in the form of dividends and share repurchases when the stock appears undervalued.

## Management’s Outlook

UTMD remains relatively small compared to many other companies, but its employees are experienced and remain diligent in their work. UTMD’s passion is in providing differentiated clinical solutions that will help improve the effectiveness of medical procedures and reduce health risks, particularly for women and their babies.

The safety, reliability and performance of UTMD’s medical devices are high and represent significant clinical benefits while providing minimum total cost of care. UTMD will continue to leverage its reputation as a device innovator and reliable manufacturer which will responsively take on challenges to work with clinicians who use its specialty devices. In doing so, UTMD will continue to differentiate itself, especially from commodity-oriented competitors. In 2022, UTMD again plans to

# Consolidated Statement of Cash Flow

(In thousands)

Years Ended December 31,	2021	2020	2019
<b>Cash flows from operating activities:</b>			
Net income	\$ 14,788	\$ 10,798	\$ 14,727
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation	636	655	700
Amortization	6,645	6,515	6,144
Provision for (recovery of) losses on accounts receivable	24	(5)	14
Amortization of operating lease assets	3	39	38
Loss/(Gain) on disposal of assets	—	1	16
Deferred income taxes	(92)	(26)	(396)
Stock-based compensation expense	166	160	113
Tax benefit attributable to exercise of stock options	39	7	23
(Increase) decrease in:			
Accounts receivable	(1,088)	617	(738)
Other receivables	(42)	45	(16)
Inventories	(485)	924	(1,686)
Prepaid expenses and other current assets	(81)	108	(16)
Increase (decrease) in:			
Accounts payable	(23)	(308)	114
Accrued expenses	713	607	(1,651)
Long-term repatriation tax payable	—	—	(330)
Net cash provided by operating activities	21,203	20,137	17,056
<b>Cash flows from investing activities:</b>			
Capital expenditures for:			
Property and equipment	(552)	(860)	(540)
Intangible assets	—	—	(21,000)
Net cash (used in) investing activities	(552)	(860)	(21,540)
<b>Cash flows from financing activities:</b>			
Proceeds from issuance of common stock — options	560	358	283
Common stock purchased and retired	—	(6,976)	(398)
Dividends paid	(11,465)	(4,116)	(4,112)
Net cash (used in) financing activities	(10,905)	(10,734)	(4,227)
Effect of exchange rate changes on cash	(362)	260	386
Net increase (decrease) in cash and cash equivalents	9,384	8,803	(8,325)
Cash at beginning of year	51,590	42,787	51,112
Cash at end of year	\$ 60,974	\$ 51,590	\$ 42,787
<b>Supplemental Disclosure of Cash Flow Information:</b>			
Cash paid during the year for:			
Income taxes	\$ 4,617	\$ 3,186	\$ 5,304
Interest	—	—	—

See accompanying notes to financial statements.

Management's Discussion and Analysis *(continued)*

- 1) leverage distribution and manufacturing synergies by further integrating capabilities and resources in its multinational operations;
- 2) expand manufacturing capacity at a time when resources are particularly scarce;
- 3) focus on effectively differentiating the benefits of the Filshie Clip System in the U.S.;
- 4) introduce additional products helpful to clinicians through internal product development;
- 5) continue to achieve excellent overall financial operating performance;
- 6) utilize positive cash generation to continue providing cash dividends to stockholders and make open market share repurchases if/when the UTMD share price seems undervalued; and
- 7) remain vigilant for affordable accretive acquisition opportunities which may be brought about by difficult burdens on small, innovative companies.

The Company has a fundamental focus to do an excellent job in meeting clinicians' and patients' needs, while providing stockholders with excellent returns. In the combined form of cash dividends and share repurchases, UTMD "returned" \$11,465 (78% of Net Income) to stockholders in 2021 compared to \$11,092 (103% of Net Income) in 2020 and \$4,494 (31% of Net Income in 2019).

In 2021, the value of UTMD's stock improved 19%, ending the year at \$100.00/ share, while \$3.14 in cash dividends/ share were paid. The DJIA, S&P 500 and NASDAQ (where UTMD is traded) indices were up 19%, 27% and 27% respectively in 2021.

In comparison, in 2020, the value of UTMD's stock declined 22%, ending the year at \$84.30/ share, while \$1.12 in cash dividends/ share were paid. The DJIA, S&P 500 and NASDAQ (where UTMD is traded) indices were up 7%, 16% and 44% respectively in 2020.

In further comparison, in 2019 the value of UTMD's stock increased 30%, ending the year at \$107.90/ share, while \$1.10 in cash dividends/ share were paid. The DJIA, S&P 500 and NASDAQ indices were up 22%, 29% and 35% respectively in 2019.

The average compounded appreciation in UTMD stock value for the last 23 years was 12.6% per year, substantially outpacing all of the major indices. Adding dividends, UTMD stockholder value increased at an annually compounded rate of 13.4% over the last 23 years since 1998.

Combining share price appreciation as a result of a long term financial performance and a capital allocation strategy that includes opportunistic share repurchases with steadily growing quarterly cash dividends paid to stockholders since 2004, longer term UTMD stockholders have experienced excellent returns. Management is committed to continue that performance.

**Off Balance Sheet Arrangements.** None

**Contractual Obligations.** The following is a summary of UTMD's significant contractual obligations and commitments as of December 31, 2021:

Contractual Obligations and Commitments	TOTAL	2022	2023– 2024	2025– 2026	2027 & thereafter
Long-term debt obligations	\$ —	\$ —	\$ —	\$ —	\$ —
Operating lease obligations	523	66	123	98	236
Purchase obligations	4,368	4,353	15	—	—
<b>Total</b>	<b>\$4,891</b>	<b>\$4,419</b>	<b>\$ 138</b>	<b>\$ 98</b>	<b>\$ 236</b>

**Critical Accounting Policies and Estimates.** The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as well as the reported amounts of revenues and expenses during the reporting period.

Management bases its estimates and judgments on historical experience, current economic and industry conditions and on various other factors that are believed to be reasonable under the circumstances. This forms the basis for making judgments about the carrying values of assets and liabilities that are not readily available from other sources. Management has identified the following as the Company's most critical accounting policies which require significant judgment and estimates. Although management believes its estimates are reasonable, actual results may differ from these estimates under different assumptions or conditions.

- Allowance for doubtful accounts: The majority of the Company's receivables are with healthcare facilities and medical device distributors. Although the Company has historically not had significant write-offs of bad debt, the possibility exists, particularly with foreign distributors where collection efforts can be difficult or in the event of widespread hospital bankruptcies.
- Inventory valuation reserves: The Company strives to maintain inventory to 1) meet its customers' needs and 2) optimize manufacturing lot sizes while 3) not tying-up an unnecessary amount of the Company's capital increasing the possibility of, among other things, obsolescence. The Company believes its method of reviewing actual and projected demand for its existing inventory allows it to arrive at a fair inventory valuation reserve. While the Company has historically not had significant inventory write-offs, the possibility exists that one or more of its products may become unexpectedly obsolete for which a reserve has not previously been created. The Company's historical write-offs have not been materially different from its estimates.

**Accounting Policy Changes.** The Company's management has evaluated the recently issued accounting pronouncements through the filing date of these financial statements and has determined that the application of these pronouncements will not have a material impact on the Company's financial position and results of operations.

# Notes to Consolidated Financial Statements

(December 31, 2021, 2020 and 2019 — Currency amounts are in thousands except per-share amounts and where noted.)

## Note 1. Summary of Significant Accounting Policies

**Organization.** Utah Medical Products, Inc. with headquarters in Midvale, Utah and its wholly-owned operating subsidiaries, Femcare Limited located in Romsey, Hampshire, England, Femcare Australia Pty Ltd located in Castle Hill, NSW, Australia, Utah Medical Products Canada, Inc. (dba Femcare Canada) located in Mississauga, Ontario, Canada and Utah Medical Products Ltd., which operates a manufacturing facility in Athlone, Ireland, (in the aggregate, the Company) are in the primary business of developing, manufacturing and globally distributing specialized medical devices for the healthcare industry. The Company's broad range of products includes those used in critical care areas and the labor and delivery departments of hospitals, as well as outpatient clinics and physicians' offices. Products are sold directly to end-user facilities in the U.S., Ireland, UK, Canada, France and Australia, and through third party distributors in other outside the U.S. (OUS) markets. Domestically, until February 1, 2019, Femcare had an exclusive U.S. distribution relationship with CooperSurgical, Inc. (CSI) for the Filshie Clip System. UTMD also sells subcontract manufactured components and finished products to over 150 companies in the U.S. for their medical and non-medical products.

### Use of Estimates in the Preparation of Financial Statements.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although actual results could differ from those estimates, management believes it has considered and disclosed all relevant information in making its estimates that materially affect reported performance and current values.

**Principles of Consolidation.** The consolidated financial statements include those of the Company and its subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation.

**Cash and Cash Equivalents.** For purposes of the consolidated statement of cash flows, the Company considers cash on deposit and short-term investments with original maturities of three months or less to be cash and cash equivalents.

**Concentration of Credit Risk.** The primary concentration of credit risk consists of trade receivables. In the normal course of business, the Company provides credit terms to its customers. Accordingly, the Company performs ongoing credit evaluations of its customers and maintains allowances for possible losses which, when realized, have been within the range of management's expectations as reflected by its reserves.

The Company's customer base consists of hospitals, medical device distributors, physician practices and others directly related to healthcare providers, as well as other manufacturing companies. Although the Company is affected by the well-being of the global healthcare industry, management does not believe significant trade receivable credit risk exists at December 31, 2021 except under an extreme global financial crisis.

The Company maintains its cash in bank deposit accounts in addition to Fidelity Investment money market accounts. The Company has not experienced any losses in such accounts and believes it is not exposed to a significant credit risk on cash and cash equivalent balances.

**Accounts Receivable.** Accounts receivable are amounts due on product sales and are unsecured. Accounts receivable are carried at their estimated collectible amounts. Credit is generally extended on a short-term basis; thus accounts receivable do not bear interest although a late charge may be applied to such receivables that are past the due date. Accounts receivable are periodically evaluated for collectibility based on past credit history of customers and current market conditions. Provisions for losses on accounts receivable are determined on the basis of loss experience, known and inherent risk in the account balance and current economic conditions (see note 2).

**Inventories.** Finished products, work-in-process, raw materials and supplies inventories are stated at the lower of cost and net realizable value (NRV) computed on a first-in, first-out method. Net realizable value is the estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation (see note 2).

**Property and Equipment.** Property and equipment are stated at cost. Depreciation and amortization are computed using the straight-line method over estimated useful lives as follows:

<b>Building and improvements</b>	<b>15-40 years</b>
<b>Furniture, equipment, and tooling</b>	<b>3-10 years</b>

**Long-Lived Assets.** The Company evaluates its long-lived assets in accordance with Accounting Standards Codification (ASC) 360, "Accounting for the Impairment of Long-Lived Assets." Long-lived assets held and used by the Company are reviewed for impairment whenever events or changes in circumstances indicate that their net book value may not be recoverable. When such factors and circumstances exist, the Company compares the projected undiscounted future cash flows associated with the related asset or group of assets over their estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets and is recorded in the period in which the determination was made.

**Intangible Assets.** Costs associated with the acquisition of patents, trademarks, trade names, customer relationships, regulatory approvals and product certifications, license rights and non-compete agreements are capitalized, and are being amortized using the straight-line method over periods ranging from 5 to 20 years. UTMD's goodwill is tested for impairment annually, in the fourth quarter of each year, in accordance with ASC 350. UTMD also performs impairment tests contemporaneously, if circumstances change that would more than likely reduce the fair value of goodwill below its net book value. If UTMD determines that its goodwill is impaired, a second step is completed to measure the amount of the impairment loss. UTMD does not expect its goodwill to become impaired in the foreseeable future. Estimated future amortization expenses on intangible assets held as of December 31, 2021, using the 2021 year-end 1.3536 USD/GBP and .7268 USD/AUD currency exchange rates, is about \$6,542 in 2022, \$5,805 in 2023, \$2,121 in 2024, \$2,121 in 2025, and \$463 in 2026 (see note 2).

In 2019, \$21,000 in intangible assets were acquired from CSI. The future amortization expenses on those assets are estimated to be \$4,421 per year in 2022 and \$3,684 in 2023 (see note 15).

**Stock-Based Compensation.** At December 31, 2021, the Company has stock-based employee compensation plans, which are described more fully in note 8. The Company accounts for stock compensation under ASC 718, Share-Based Payment. This statement requires the Company to recognize compensation cost based on the grant date fair value of options granted to employees and directors. In 2021, the Company recognized \$166 in stock-based compensation cost compared to \$160 in 2020 and \$113 in 2019.

**Revenue Recognition.** The Company recognizes revenue at the time of product shipment as UTMD meets its contractual performance obligations to the customer at the time of shipment. Revenue recognized by UTMD is based upon the consideration to which UTMD is entitled from its customers as a result of shipping a physical product, in accordance with the documented arrangements and fixed contracts in which the selling price was fixed prior to the Company's acceptance of an order. Revenue from service sales, which are immaterial to UTMD, is generally recognized when the service is completed and invoiced. As demonstrated by decades of experience in successful and consistent collections, there is very minor and insignificant uncertainty regarding the collectability of invoiced amounts reasonably within the terms of the Company's contracts. There are circumstances under which insignificant revenue may be recognized when product is not shipped, which meet the criteria of ASC 606: the Company provides engineering services, for example, design and production of manufacturing tooling that may be used in subsequent UTMD manufacturing of custom components for other companies. This revenue is recognized when UTMD's performance obligations have been completed according to a fixed contractual agreement. UTMD includes handling fees charged to customers in revenues.

**Income Taxes.** The Company accounts for income taxes under ASC 740, "Accounting for Income Taxes," whereby deferred taxes are computed under the asset and liability method.

The Company accounts for deferred taxes under ASC 740 "Accounting for Income Taxes", which requires that all deferred income taxes are classified as noncurrent in a classified statement of financial position.

The TCJA contains a deemed repatriation transition tax (REPAT tax) on accumulated earnings and profits of the Company's non-U.S. subsidiaries that have not been subject to U.S. tax. The Company has elected to pay its net REPAT tax over eight years.

The Company or one of its subsidiaries files income tax returns in the U.S. federal jurisdiction, in Utah, in the United Kingdom, in Australia, in Ireland and in Canada.

The Company recognizes interest accrued related to unrecognized tax benefits in interest expense and any related penalties in income taxes. The Company did not recognize any tax-related interest expense or have any tax penalties in 2019 or 2021. In 2020 the Company paid tax penalties of \$4.

**Legal Costs.** The Company has been involved in lawsuits which are an expected consequence of its operations and in the ordinary course of business. The Company maintains a reserve for legal costs which are probable and estimated based on previous experience and known risk. The reserve for legal costs at December 31, 2021 and 2020 was \$96 and \$113, respectively (see note 2).

**Earnings per Share.** The computation of basic earnings per common share is based on the weighted average number of shares outstanding during each year.

The computation of earnings per common share assuming dilution is based on the weighted average number of shares outstanding during the year plus the weighted average common stock equivalents which would arise from the exercise of stock options outstanding using the treasury stock method and the average market price per share during the year.

The shares (in thousands) used in the computation of the Company's basic and diluted earnings per share are reconciled as follows:

December 31,	2021	2020	2019
<b>Weighted average number of shares outstanding – basic</b>	3,647	3,658	3,721
<b>Dilutive effect of stock options</b>	13	14	18
<b>Weighted average number of shares outstanding, assuming dilution</b>	3,660	3,672	3,739

Notes to Consolidated Financial Statements *(continued)*

**Presentation of Sales and Similar Taxes.** Sales tax on revenue-producing transactions is recorded as a liability when the sale occurs. UTMD is not required to withhold sales tax on OUS sales, and at least 90% of domestic 2021 sales were to customers who are tax exempt or who are in jurisdictions where UTMD is not required to withhold sales tax.

**Translation of Foreign Currencies.** Assets and liabilities of the Company's foreign subsidiaries are translated into U.S. dollars at the applicable exchange rates at year-end. Net gains or losses resulting from the translation of the Company's assets and liabilities are reflected as a separate component of stockholders' equity. A negative translation impact on stockholders' equity reflects a current relative U.S. Dollar value higher than at the point in time that assets were actually acquired in a foreign currency. A positive translation impact would result from a U.S. dollar weaker in value than at the point in time foreign assets were acquired. Year-end translation gains or losses of non-functional currency bank account balances, e.g. EUR and AUD balances held by the UK subsidiary, are recognized as non-operating income or expense, as applicable.

Income and expense items are translated at the weighted average rate of exchange (based on when transactions actually occurred) during the year.

## Note 2. Detail of Certain Balance Sheet Accounts

December 31,	2021	2020
<b>Accounts and other receivables:</b>		
Accounts receivable	\$ 5,287	\$ 4,224
Accrued interest and other	39	14
Less allowance for doubtful accounts	(156)	(134)
<b>Total accounts and other receivables</b>	<b>\$ 5,170</b>	<b>\$ 4,104</b>
<b>Inventories:</b>		
Finished products	\$ 1,468	\$ 1,363
Work-in-process	1,398	1,375
Raw materials	3,730	3,484
<b>Total inventories</b>	<b>\$ 6,596</b>	<b>\$ 6,222</b>
<b>Goodwill:</b>		
Balance as of January 1	\$14,164	\$13,961
Effect of foreign exchange	(66)	203
Subtractions as a result of impairment	-	-
<b>Total Goodwill as of December 31</b>	<b>\$14,098</b>	<b>\$14,164</b>
<b>Other identifiable intangible assets:</b>		
Patents	\$ 2,212	\$ 2,201
Non-compete agreements	135	137
Trademark & trade names	9,930	10,021
Customer relationships	9,678	9,769
Distribution agreements	21,000	21,000
Regulatory approvals & product certifications	12,910	13,031

December 31,	2021	2020
<b>Total other identifiable intangible assets</b>	<b>55,865</b>	<b>56,159</b>
Accumulated amortization	(38,552)	(32,166)
<b>Other identifiable intangible assets, net</b>	<b>\$17,313</b>	<b>\$23,993</b>
<b>Accrued expenses:</b>		
Income taxes payable	\$ 36	\$ 3
Payroll and payroll taxes	1,225	946
Reserve for litigation costs	96	113
Other	1,627	1,941
<b>Total accrued expenses</b>	<b>\$ 2,984</b>	<b>\$ 3,003</b>

## Note 3. Quarterly Results of Operations (unaudited)

	UNAUDITED QUARTERLY DATA FOR 2019			
	Quarter 1	Quarter 2	Quarter 3	Quarter 4
Net sales	\$10,964	\$12,604	\$12,572	\$12,914
Gross profit	6,947	7,785	8,073	8,112
Net income	3,024	3,426	4,206	4,131
Earnings per common share (diluted)	.83	.94	1.15	1.13

	UNAUDITED QUARTERLY DATA FOR 2020			
	Quarter 1	Quarter 2	Quarter 3	Quarter 4
Net sales	\$10,902	\$8,787	\$10,479	\$12,010
Gross profit	6,836	4,950	6,497	7,265
Net income	3,140	1,313	2,933	3,412
Earnings per common share (diluted)	.84	.36	.80	.94

	UNAUDITED QUARTERLY DATA FOR 2021			
	Quarter 1	Quarter 2	Quarter 3	Quarter 4
Net Sales	\$10,732	\$11,846	\$12,494	\$11,831
Gross profit	6,773	7,500	7,379	7,814
Net income	3,139	3,525	3,705	4,359
Earnings per common share (diluted)	.84	.94	.99	1.17

## Note 4. Property and Equipment

Property and equipment consists of the following:

December 31,	2021	2020
Land	\$ 1,690	\$ 1,725
Buildings and improvements	14,172	14,531
Furniture, equipment and tooling	16,660	16,750
Right-of-Use Asset	449	377
Construction-in-progress	898	527
<b>Total</b>	<b>33,869</b>	<b>33,910</b>
Accumulated depreciation	(22,802)	(22,584)
<b>Property and equipment, net</b>	<b>\$ 11,067</b>	<b>\$ 11,326</b>

Included in the Company's consolidated balance sheet are the assets of its manufacturing and administrative facilities in Utah, Canada, England, Australia and Ireland. Property and equipment, by geographic area, are as follows:

December 31, 2021	U.S. & Canada	England & Australia	Ireland	Total
Land	\$ 621	\$ 678	\$ 391	\$ 1,690
Buildings and improvements	6,541	3,384	4,247	14,172
Furniture, equipment and tooling	14,608	752	1,300	16,660
Right-of-Use Asset	411	—	38	449
Construction-in-progress	412	2	484	898
Total	22,593	4,816	6,460	33,869
Accumulated depreciation	(18,168)	(1,164)	(3,470)	(22,802)
Property and equipment, net	\$ 4,425	\$ 3,652	\$ 2,990	\$11,067

December 31, 2020	U.S. & Canada	England & Australia	Ireland	Total
Land	\$ 621	\$ 684	\$ 420	\$ 1,725
Buildings and improvements	6,523	3,443	4,565	14,531
Furniture, equipment and tooling	14,632	761	1,357	16,750
Right-of-Use Asset	361	—	16	377
Construction-in-progress	36	—	491	527
Total	22,173	4,888	6,849	33,910
Accumulated depreciation	(17,934)	(974)	(3,676)	(22,584)
Property and Equipment, net	\$ 4,239	\$ 3,914	\$ 3,173	\$11,326

## Note 5. Long-term Debt

None in 2020 and 2021.

## Note 6. Commitments and Contingencies

**Purchase Obligations.** The Company has obligations to purchase raw materials for use in its manufacturing operations. The Company has the right to make changes in, among other things, purchase quantities, delivery schedules and order acceptance.

**Product Liability.** The Company is self-insured for product liability risk. "Product liability" is an insurance industry term for the cost of legal defense and possible damages awarded as a result of use of a company's product during a procedure which results in an injury of a patient. The Company maintains a reserve for product liability litigation and damages consistent with its previous long-term experience. Actual product liability litigation costs and damages during the last three reporting years have been immaterial, which is consistent with the Company's overall history.

The Company absorbs the costs of clinical training and troubleshooting in its on-going operating expenses.

**Warranty Reserve.** The Company's published warranty is: "UTMD warrants its products to conform in all material respects to all published product specifications in effect on the date of shipment, and to be free from defects in material and workmanship for a period of thirty (30) days for supplies, or twenty-four (24) months for equipment, from date of shipment.

During the warranty period UTMD shall, at its option, replace any products shown to UTMD's reasonable satisfaction to be defective at no expense to the Purchaser or refund the purchase price."

UTMD maintains a warranty reserve to provide for estimated costs which are likely to occur. The amount of this reserve is adjusted, as required, to reflect its actual experience. Based on its analysis of historical warranty claims and its estimate that existing warranty obligations are immaterial, no warranty reserve was made at December 31, 2021 or December 31, 2020.

**Litigation.** The Company has been involved in lawsuits which are an expected consequence of its operations and in the ordinary course of business. Presently, there is no litigation or threatened litigation for which the Company believes the outcome may be material to its financial results. The Company applies its accounting policy to accrue legal costs that can be reasonably estimated.

## Note 7. Income Taxes

Deferred tax assets (liabilities) consist of the following temporary differences:

Years ended December 31,	2021	2020	2019
Inventory write-downs and differences due to UNICAP	\$ 88	\$ 86	\$ 84
Allowance for doubtful accounts	31	32	33
Accrued liabilities and reserves	58	68	55
Depreciation and amortization	(2,925)	(3,034)	(2,933)
Deferred income taxes, net	\$(2,748)	\$(2,848)	\$(2,761)

The components of income tax expense are as follows:

Years ended December 31,	2021	2020	2019
Current	\$ 3,983	\$ 3,253	\$ 3,467
Deferred	290	(211)	(310)
Total	\$ 4,273	\$ 3,042	\$ 3,157

Income tax expense differed from amounts computed by applying the statutory federal rate to pretax income as follows:

Years ended December 31,	2021	2020	2019
Federal income tax expense at the statutory rate	\$ 2,521	\$ 1,915	\$ 2,512
State income taxes	448	369	(124)
Foreign income taxes (blended rate)	1,010	550	985
R&D tax credits and manufacturing profit deduction	(6)	(7)	(9)
Deemed repatriation transition tax	—	263	(266)
US Taxes on foreign income	(99)	(35)	59
Change in Rate	391		
Other	9	(13)	—
Total	\$ 4,273	\$ 3,042	\$ 3,157

Notes to Consolidated Financial Statements *(continued)*

The domestic and foreign components of income before income tax expense were as follows:

Years ended December 31,	2021	2020	2019
Domestic	\$ 12,004	\$ 9,031	\$ 11,549
Foreign	7,057	4,809	6,335
<b>Total</b>	<b>\$ 19,061</b>	<b>\$ 13,840</b>	<b>\$ 17,884</b>

### Note 8. Options

The Company has stock option plans which authorize the grant of stock options to eligible employees, directors and other individuals to purchase up to an aggregate of 461 thousand shares of common stock, of which 52 thousand are outstanding as of December 31, 2021. All options granted under the plans are granted at current market value at the date of grant, and may be exercised between six months and ten years following the date of grant. The plans are intended to advance the interest of the Company by attracting and ensuring retention of competent directors, employees and executive personnel, and to provide incentives to those individuals to devote their utmost efforts to the advancement of stockholder value. Changes in stock options were as follows:

	Shares (000's)	Price Range Per Share	
<b>2021</b>			
Granted	—	\$ —	\$ —
Expired or canceled	3	74.64	77.05
Exercised	14	26.52	77.05
Total outstanding at December 31	52	33.30	77.05
Total exercisable at December 31	34	33.30	77.05
<b>2020</b>			
Granted	26	\$77.05	\$77.05
Expired or canceled	1	58.50	77.05
Exercised	8	26.52	74.64
Total outstanding at December 31	69	26.52	77.05
Total exercisable at December 31	33	26.52	74.64
<b>2019</b>			
Granted	—	\$ —	\$ —
Expired or canceled	2	58.50	74.64
Exercised	7	24.00	58.50
Total outstanding at December 31	52	26.52	74.64
Total exercisable at December 31	33	26.52	74.64

For the years ended December 31, 2021, 2020 and 2019, the Company reduced current income taxes payable by \$39, \$7 and \$23, respectively, for the income tax benefit attributable to sale by optionees of common stock received upon the exercise of stock options.

**Stock-Based Compensation.** In 2021, the Company recognized \$166 in equity compensation cost, compared to \$160 in 2020 and \$113 in 2019.

The fair value of each option grant is estimated on the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

Years ended December 31,	2021	2020	2019
Expected dividend amount per quarter	\$ —	\$ .2943	\$ —
Expected stock price volatility	—	27.5%	—
Risk-free interest rate	—	.56%	—
Expected life of options	—	5.3 years	—

The per share weighted average fair value of options granted during 2020 is \$16.17. No options were granted in 2021 or 2019.

All UTMD options vest over a four-year service period. At December 31, 2021 there was \$286 total unrecognized compensation expense related to non-vested stock options under the plans. A \$172 portion of the cost is expected to be recognized over the next twelve months, and the remaining \$114 recognized over the next 2 years. Expected dividend amounts were estimated based on the actual cash dividend rate at the time the options were granted and an estimate of future dividends based on past dividend rate changes as well as management's expectations of future dividend rates over the expected holding period of the options. Expected volatility is based on UTMD's historical volatility over recent periods of time and trends in that volatility, giving weight to more recent periods. Risk free interest rates were estimated based on actual U.S. Treasury Securities Interest rates as reported by the Federal Reserve Bank for periods of time equivalent to the holding periods estimated for the options on the dates the options were granted. Expected term of options were estimated based on historical holding periods for similar options previously granted by UTMD to employees and directors.

The following table summarizes information about stock options outstanding at December 31, 2021:

Range of Exercise Prices	Options Outstanding		Options Exercisable		
	Actual Number Outstanding	Weighted Average Remaining Contractual Life (Years)	Weighted Average Exercise Price	Number Exercisable	Weighted Average Exercise Price
\$33.30 – 58.50	15,024	3.44	\$52.37	15,024	\$52.37
74.64 – 77.05	36,834	7.74	76.12	19,263	75.82
<b>\$33.30 – 77.05</b>	<b>51,858</b>	<b>6.49</b>	<b>\$69.24</b>	<b>34,287</b>	<b>\$65.55</b>

	2021	2020	2019
Intrinsic Value of Stock Options Exercised	\$ 591	\$ 371	\$ 354
Intrinsic Value of Stock Options Outstanding	1,595	1,178	2,553

### Note 9. Geographic Information

The Company had sales in the following geographic areas based on the customer's country of domicile:

	2021	2020	2019
United States	\$30,659	\$25,866	\$27,493
Europe	7,434	6,399	8,906
Other	10,961	9,913	10,505

## Note 10. Long-lived Assets by Geographic Area

The Company's long-lived assets by geographic area were as follows:

	2021	2020	2019
United States	\$19,104	\$23,327	\$27,605
England	19,339	21,871	23,548
Ireland	2,990	3,173	2,639
Australia	392	440	423
Canada	653	672	686

## Note 11. Revenues by Product Category and Geographic Region

Global revenues by product category:

Product Category	2021	2020	2019
Obstetrics	\$ 4,675	\$ 4,523	\$5,000
Gynecology/Electrosurgery/Urology	21,973	20,552	25,354
Neonatal	6,691	5,870	6,066
Blood Pressure Monitoring and Accessories	15,715	11,233	10,484
Total:	\$49,054	\$42,178	\$46,904

Included in the Global revenues (above) were OUS revenues by product category:

Product Category	2021	2020	2019
Obstetrics	\$ 735	\$ 846	\$ 947
Gynecology/Electrosurgery/Urology	11,053	9,934	13,731
Neonatal	1,347	1,490	1,412
Blood Pressure Monitoring and Accessories	5,260	4,042	3,321
Total:	\$18,395	\$16,312	\$19,411

## Note 12. Product Sale and Purchase Commitments

The Company has had license agreements for the rights to develop and market certain products or technologies owned by unrelated parties. The confidential terms of such agreements are unique and varied, depending on many factors relating to the value and stage of development of the technology licensed. Royalties on future product sales are a normal component of such agreements and are included in the Company's cost of goods sold on an ongoing basis.

In 2021, 2020 and 2019, UTMD received royalties of \$15, \$20 and \$6, respectively, for the use of intellectual property.

UTMD had \$4,891 in operating lease and purchase commitments as of December 31, 2021.

## Note 13. Employee Benefit Plans

The Company sponsors a contributory 401(k) savings plan for U.S. employees, and contributory retirement plans for Ireland, UK, Australia and Canada employees. The Company's matching contribution is determined annually by the board of directors.

Company contributions were approximately \$165, \$167 and \$171 for the years ended December 31, 2021, 2020 and 2019, respectively.

## Note 14. Leases

UTMD has operating leases for a portion of its parking lot at its Midvale facility and an automobile at its Ireland facility. The remaining lease term on the parking lot is 10 years and on the automobile is 30 months. There are no options to extend or terminate the leases. The parking lot lease contains a provision that requires an adjustment every five years to the lease payment based on the change in the Consumer Price Index. This adjustment occurred in 2021 requiring an increase of \$87 to the value of the right-of-use asset and lease liabilities. UTMD has no other leases yet to commence. As neither lease contains implicit rates, UTMD's incremental borrowing rate, based on information available at adoption date, was used to determine the present value of the leases.

Operating lease costs for the years ended December 31, 2021, 2020, and 2019 were \$63, \$61, and \$60, respectively.

Supplemental balance sheet information related to operating leases was as follows (*in thousands*):

### As of December 31, 2021

Operating lease right-of-use assets	\$ 449
Operating lease liabilities, current	52
Operating lease liabilities, long-term	396
Total operating lease liabilities	\$ 449

Maturities of operating lease liabilities at December 31, 2021 were as follows (*in thousands*):

### As of December 31, 2021

2022	\$ 66
2023	66
2024	57
2025	49
2026	49
Thereafter	227
Total lease payments	\$51
Less: imputed interest	(65)
Total lease liabilities	\$449

The following table provides information on the lease terms and discount rates:

Weighted-average remaining lease term (in years)	9.1
Weighted-average discount rate	3.6%

## Note 15. Distribution Agreement Purchase

UTMD completed the purchase of exclusive U.S. distribution rights for the Filshie Clip System from CooperSurgical, Inc. (CSI) on February 1, 2019, after which CSI no longer sells the Filshie Clip System and UTMD distributes the Filshie Clip System directly to clinical facilities in the U.S. The \$21,000 purchase price represents an identifiable intangible asset which will be straight-line amortized and recognized as part of G&A expenses over the

Notes to Consolidated Financial Statements *(continued)*

4.75 year remaining life of the prior CSI distribution agreement with Femcare. As part of the agreement, UTMD also purchased the remaining CSI inventory for approximately \$2,100.

**Note 16. Earnings Per Share**

Basic earnings per share is calculated by dividing net income attributable to the common stockholders of the company by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by assuming the exercise of stock options at the closing price of stock at the end of 2021.

The following table reconciles the numerator and the denominator used to calculate basic and diluted earnings per share:

	2021	2020	2019
<b>Numerator (in thousands)</b>			
<b>Net income</b>	<b>14,788</b>	<b>10,798</b>	<b>14,727</b>
<b>Denominator</b>			
<b>Weighted average shares, basic</b>	<b>3,647</b>	<b>3,658</b>	<b>3,721</b>
<b>Dilutive effect of stock options</b>	<b>13</b>	<b>14</b>	<b>18</b>
<b>Diluted Shares</b>	<b>3,660</b>	<b>3,672</b>	<b>3,739</b>
<b>Earnings per share, basic</b>	<b>4.05</b>	<b>2.95</b>	<b>3.96</b>
<b>Earnings per share, diluted</b>	<b>4.04</b>	<b>2.94</b>	<b>3.94</b>

**Note 17. Recent Accounting Pronouncements**

The Company has determined that other recently issued accounting standards will either have no material impact on its consolidated financial position, results of operations or cash flows, or it will not apply to its operations.

**Note 18. Subsequent Events**

The Company evaluated its December 31, 2021 financial statements for subsequent events through the date the financial statements were issued. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

**FORWARD LOOKING INFORMATION**

This report contains certain forward-looking statements and information relating to the Company that are based on the beliefs of management as well as assumptions made by management based on information currently available. When used in this document, the words “anticipate,” “believe,” “project,” “estimate,” “expect,” “intend” and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. Such statements reflect the current view of the Company respecting future events and are subject to certain risks, uncertainties and assumptions, including the risks and uncertainties stated throughout the document. Although the Company has attempted to identify important factors that could cause the actual results to differ materially, there may be other factors that cause the forward statement not to come true as anticipated, believed, projected, expected, or intended. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may differ materially from those described herein as anticipated, believed, projected, estimated, expected or intended. Financial estimates are subject to change and are not intended to be relied upon as predictions of future operating results, and the Company assumes no obligation to update or disclose revisions to those estimates.

**RISK FACTORS**

*Legislative or executive order healthcare interference in the United States* renders the U.S. medical device marketplace unpredictable. A fully government-run healthcare system would likely eliminate healthcare consumer choice as well as commercial incentives for innovation. Restrictions on “nonessential” medical procedures during a pandemic reduce the demand for certain of UTMD’s medical devices.

*Increasing regulatory burdens, including premarketing approval delays, may result in significant loss of revenue, unpredictable costs and loss of management focus on developing and marketing products that improve the quality of healthcare:*

Thousands of small focused medical device manufacturers including UTMD that do not have the overhead structure that the few large medical device companies can afford are increasingly burdened with bureaucratic and underqualified regulator demands that are not reasonably related to assuring the safety or effectiveness of the devices that they provide. Premarketing submission administrative burdens, and substantial “user fees” or notified body review fees, represent a significant non-clinical and/or non-scientific barrier to new product introduction, resulting in lack of investment or delays to revenues from

new or improved devices. The risks associated with such circumstances relate not only to substantial out-of-pocket costs, including potential litigation in millions of dollars, but also loss of business and a diversion of attention of key employees for an extended period of time from managing their normal responsibilities, particularly in new product development and routine quality assurance activities.

***Group Purchasing Organizations (GPOs) add non-productive costs, weaken the Company's marketing and sales efforts and cause lower revenues by restricting access:***

GPOs, theoretically acting as bargaining agents for member hospitals, but actually collecting revenues from the companies that they are negotiating with, have made a concerted effort to turn medical devices that convey special patient safety advantages and better health outcomes, like UTMD's, into undifferentiated commodities. GPOs have been granted an antitrust exemption by the U.S. Congress. Otherwise, their business model based on "kickbacks" would be a violation of law. Despite rhetoric otherwise, these bureaucratic entities do not recognize or understand the overall cost of care as it relates to safety and effectiveness of devices, and they create a substantial administrative burden that is primarily driven by collection of administrative fees.

***The Company's business strategy may not be successful in the future:***

As the level of complexity and uncertainty in the medical device industry increases, evidenced, for example, by the unpredictable and overly cumbersome regulatory environment, the Company's views of the future and product/ market strategy may not yield financial results consistent with the past.

***As the healthcare industry becomes increasingly bureaucratic it puts smaller companies like UTMD at a competitive disadvantage:***

An aging population is placing greater burdens on healthcare systems, particularly hospitals. The length of time and number of administrative steps required in adopting new products for use in hospitals has grown substantially in recent years. Smaller companies like UTMD typically do not have the administrative resources to deal with broad new administrative requirements, resulting in either loss of revenue or increased costs. As UTMD introduces new products it believes are safer and more effective, it may find itself excluded from certain clinical users because of the existence of long term supply agreements for preexisting products, particularly from competitors which offer hospitals a broader range of products and services. Restrictions used by hospital administrators to limit clinician involvement in device purchasing decisions makes communicating UTMD's clinical advantages much more difficult.

***A product liability lawsuit could result in significant legal expenses and a large award against the Company:***

UTMD's devices are frequently used in inherently risky situations to help physicians achieve a more positive outcome than what might otherwise be the case. In any lawsuit where an individual plaintiff suffered permanent physical injury, the possibility of a large award for damages exists whether or not a causal relationship exists.

***The Company's reliance on third party distributors in some markets may result in less predictable revenues:***

UTMD's distributors have varying expertise in marketing and selling specialty medical devices. They also sell other devices that may result in less focus on the Company's products. In some countries, notably China, Pakistan and India not subject to similarly rigorous standards, a distributor of UTMD's products may eventually become a competitor with a cheaper but lower quality version of UTMD's devices.

***The loss of one or more key employees could negatively affect UTMD performance:***

In a small company with limited resources, the distraction or loss of key personnel at any point in time may be disruptive to performance. The Company's benefits programs are key to recruiting and retaining talented employees. An increase in UTMD's employee healthcare plan costs, for example, may cause the Company to have to reduce coverages which in turn represents a risk to retaining key employees.

***Fluctuations in foreign currencies relative to the USD can result in significant differences in period-to-period financial results:***

Since a significant portion of UTMD's sales are invoiced in foreign currencies and consolidated financial results are reported in USD terms, a stronger USD can have negative revenue effects. Conversely, a weaker USD would increase foreign subsidiary operating costs in USD terms. For the portion of sales to foreign entities made in fixed USD terms, a stronger USD makes the devices more expensive and weakens demand. For the portion invoiced in a foreign currency, not only USD-denominated sales are reduced, but also gross profits may be reduced because finished distributed devices and/or U.S. made raw materials and components are likely being purchased in fixed USD.

***Trade restrictions and/or tariffs resulting from changing government trade policies have the potential to disrupt UTMD's supply chain.***

***The COVID-19 pandemic could continue to disrupt UTMD's supply chain or interfere with normal business operations due to the loss of employee availability.***

To the Board of Directors and  
Stockholders of Utah Medical Products, Inc.

## Opinion on the Financial Statements

We have audited the accompanying balance sheets of Utah Medical Products, Inc. (the Company) as of December 31, 2021 and 2020, and the related statements of income, comprehensive income, stockholders' equity, and cash flows for each of the years in the two-year period ended December 31, 2021 and the related notes (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and the results of its operations and its cash flows for each of the years in the two-year period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

We did not audit portions of the consolidated financial statements for Femcare Group Limited, a wholly owned subsidiary. The portions not audited by us include assets of \$26,752,000 and \$28,666,000 as of December 31, 2021 and 2020, respectively and total revenues of \$4,419,000 and \$4,871,000 for the years ended December 31, 2021 and 2020, respectively. Those portions of the consolidated financial statements were audited by other auditors whose reports have been furnished to us, and our opinions, insofar as they relate to the amounts included for Femcare Group Limited is based solely on the reports of the other auditors.

## Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB. We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

## Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

### Evaluation of revenue recognition

#### Description of the Matter:

As discussed in Note 1 to the consolidated financial statements, the Company operates in many parts in the world through its' subsidiaries. The Company or one of its' subsidiaries will file a tax return in the U.S. federal jurisdiction, in the United Kingdom, in Australia, in Ireland, and in Canada. Due to the complexity with dealing in multiple currencies/countries, along with the various tax laws and significant management judgment, we believe the account to be a critical audit matter.

#### How We Addressed the Matter in Our Audit:

We evaluated the appropriateness and consistency of management's methods and assumptions used in the identification, recognition, measurement, and disclosures of its' taxes. We read and evaluated management's documentation, including relevant accounting policies and information obtained by management from the outside tax specialists engaged to assist with their taxes.



HAYNIE & COMPANY

Salt Lake City, Utah

March 25, 2022

We have served as Utah Medical Products, Inc.'s auditor since 2018.

# Management's Report On Internal Control Over Financial Reporting

Management of the Company is responsible for establishing and maintaining adequate internal control over financial reporting as defined in Rules 13a-15(f) and 15d-15(f) under the Securities Exchange Act of 1934. The Company's internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America ("GAAP"). The Company's internal control over financial reporting includes those policies and procedures that

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with GAAP, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Company's management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2021. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in Internal Control-Integrated Framework (2013).

Based on its assessment and those criteria, management believes that the Company maintained effective internal control over financial reporting as of December 31, 2021.



**Kevin L. Cornwell**  
Chief Executive Officer



**Brian L. Koopman**  
Principal Financial Officer

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

**Kevin L. Cornwell**  
Chairman and CEO

**James H. Beeson, Ph.D., M.D., FACOG**  
Retired, Maternal-Fetal Medicine Physician

**Ernst G. Hoyer**  
Retired, General Manager  
Petersen Precision Engineering Co.

**Barbara A. Payne, Ph.D.**  
Retired Consultant

**Paul O. Richins**  
Retired Company Officer

## OFFICERS

**Kevin L. Cornwell**  
President and Secretary

**Marcena H. Clawson**  
Vice President, Corporate Sales

**Brian L. Koopman**  
Principal Financial Officer

**Ben D. Shirley**  
Vice President,  
Product Development and Quality Assurance

**Mark L. Fox**  
Vice President, Marketing

The Company has a Code of Ethics for applicable executive officers and outside directors and a Code of Conduct which applies to all employees. Both are available at [www.utahmed.com](http://www.utahmed.com).

## INVESTOR INFORMATION

**Corporate Headquarters**  
**Utah Medical Products, Inc.**  
7043 South 300 West  
Midvale, Utah 84047

**Foreign Operations**  
**Utah Medical Products Ltd.**  
Athlone Business & Technology Park  
Dublin Road  
Athlone, County Westmeath, N37 XK74, Ireland

**Femcare Limited**  
32 Premier Way  
Romsey, Hampshire SO51 9DQ  
United Kingdom

**Femcare Australia Pty Ltd**  
Unit 12, 5 Gladstone Rd  
Castle Hill, NSW 2154  
Australia

**Femcare Canada**  
6355 Kennedy Road #15  
Mississauga, ON L5T 2L5  
Canada

**Transfer Agent**  
**Computershare**  
150 Royall Street  
Canton, Mass 02021

**Financial Auditors**  
**Haynie & Co.**  
Salt Lake City, Utah

**Corporate Counsel**  
**Michael Best & Friedrich LLP**  
Salt Lake City, Utah

## CORPORATE STOCK

The Company's common stock trades on the Nasdaq Global Market (symbol: UTMD). The following table sets forth the high and low sales price information as reported by Nasdaq for the periods indicated.

**UTMD**  
Nasdaq Listed

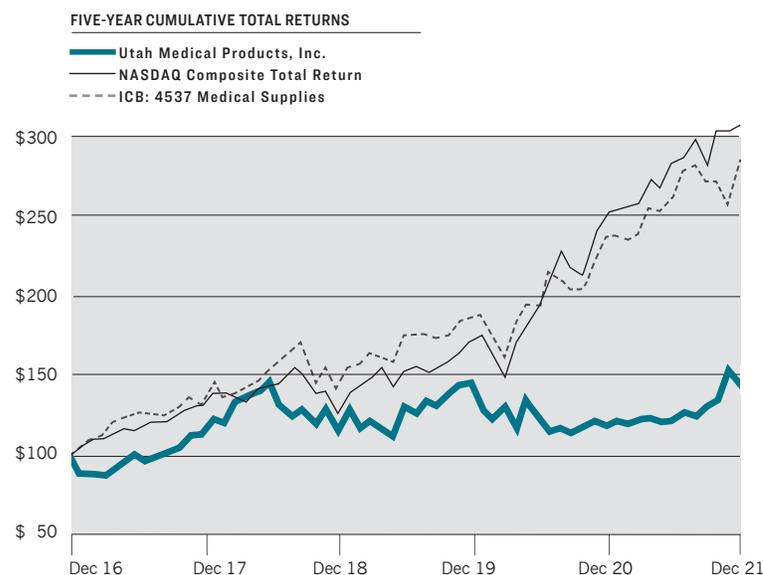
	2021		2020	
	High	Low	High	Low
1st Quarter	\$95.64	\$82.18	\$109.99	\$75.33
2nd Quarter	90.46	81.01	109.00	77.27
3rd Quarter	97.79	84.60	93.82	77.22
4th Quarter	133.87	88.29	94.87	78.90

For stockholder information contact: Investor Relations, (801) 566-1200.  
Website: [www.utahmed.com](http://www.utahmed.com), e-mail: [info@utahmed.com](mailto:info@utahmed.com)

## STOCK PERFORMANCE CHART

The following chart compares what an investor's five-year cumulative total return (assuming reinvestment of dividends) would have been assuming initial \$100 investments on December 31, 2016, for the Company's Common Stock and the two indicated indices. The Company's Common Stock trades on the Nasdaq Global Market.

Cumulative stockholder return data respecting the Nasdaq Composite Total Return are included as the comparable broad market index. The peer group index, ICB: 4537 Medical Supplies, is comprised of Nasdaq Stocks in the Medical Supplies subsector of medical device industry stocks traded on Nasdaq, of which UTMD belongs.



December 31	2016	2017	2018	2019	2020	2021
Utah Medical Products, Inc.	100.0	111.4	111.4	145.2	118.8	140.6
NASDAQ Composite Total Return	100.0	129.6	126.6	172.2	249.5	304.9
Nasdaq ICB: 4537 Medical Supplies	100.0	131.4	141.0	185.9	235.9	283.2



UTAH MEDICAL PRODUCTS, INC.

7043 South 300 West | Midvale, Utah 84047 U.S.A. | [www.utahmed.com](http://www.utahmed.com) | e-mail: [info@utahmed.com](mailto:info@utahmed.com)

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