Scanorto A/S

Nymøllevej 50
2800 Kgs. Lyngby

CVR no. 12 68 76 48

Annual report for the period 1 January – 31 December 2017

The annual report was presented and approved at the Company's annual general meeting on

18 May 2018

Steven Schwarz
chairman

Contents

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Scanorto A/S for the financial year 1 January – 31 December 2017.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2017 and of the results of the Company's operations for the financial year 1 January – 31 December 2017.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Kgs. Lyngby, 18 May 2018
Executive Board:

Steven Schwarz

Board of Directors:

Xavier Cherbavaz Chairman	Steven Schwarz	Maria Luisa Caggiula

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Kgs. Lyngby, 18 May 2018
Executive Board:

Steven Schwarz

Board of Directors:

Xavier Cherbavaz Chairman	Steven Schwarz	Maria Luisa Caggiula

Independent auditor's report

To the shareholders of Scanorto A/S

Opinion

We have audited the financial statements of Scanorto A/S for the financial year 1 January – 31 December 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January – 31 December 2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Management's responsibility for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

— identify and assess the risks of material misstatement of the company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

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

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

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

Copenhagen, 18 May 2018
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Henrik Kronborg Iversen State Authorised Public Accountant MNE no.: mne24687	Rasmus Bloch Jespersen State Authorised Public Accountant MNE no.: mne35503

Management's review

Company details

Scanorto A/S
Nymøllevej 50
2800 Kgs. Lyngby

Telephone:	39971100
Fax:	39971111
CVR no.:	12 68 76 48
Established:	1 January 1989
Registered office:	Kgs. Lyngby
Financial year:	1 January – 31 December

Board of Directors

Xavier Cherbavaz, Chairman
Steven Schwarz
Maria Luisa Caggiula

Executive Board

Steven Schwarz

Auditor

ERNST & YOUNG
Godkendt Revisionspartnerselskab
Osvald Helmuths Vej 4
2000 Frederiksberg

Management's review

Operating review

Main activities

The Company's activities consists of trade with dental and hospital items.

Development in activities and financial position

The income statement of the Company for 2017 shows a profit of DKK 264,498, and at 31 December 2017 the balance sheet of the company shows equity at DKK 4,121,610.

Capital resources

The Company's capital resources are considered satisfactory.

Strategy

The Company's strategy is to resell products within the dental- and hospital segment.

Targets and expectations for the year ahead

On the basis of the Company's development so far, the Company expects a year with a reasonable development and an improved result of primary activity compared to 2017.

Uncertainty regarding recognition and measurement

Recognition and measurement in the annual report have not been subject to any significant uncertainty.

Subsequent events

No events materially affecting the assessment of the annual report have occured after the balance sheet date.

Financial statements 1 January – 31 December

Income statement

DKK	Note	1/1 – 31/12 2017	1/7 2015 – 31/12 2016
Gross profit		8,586,717	16,314,065
Staff costs	2	-7,333,457	-12,407,323
Depreciation, amortisation and impairment	3	-889,815	-1,216,443
Ordinary operating profit		363,445	2,690,299
Other operating costs		0	-21,496
Operating profit		363,445	2,668,803
Financial income	4	0	14,103
Financial costs	5	-18,761	-1,068,217
Profit before tax		344,684	1,614,689
Tax on profit/loss for the year	6	-80,186	-373,700
Profit for the year		264,498	1,240,989

Proposed profit appropriation

Retained earnings		264,498	1,240,989
		264,498	1,240,989

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	2017	2016
ASSETS			
Fixed assets			
Intangible assets	7		
Software		0	863,931
		0	863,931
Property, plant and equipment	8		
Fixtures and fittings, tools and equipment		412,725	181,599
		412,725	181,599
Investments	9		
Deposits		118,500	118,500
		118,500	118,500
Total fixed assets		531,225	1,164,030
Current assets			
Receivables			
Trade receivables		1,910,730	2,371,149
Receivables from group entities		5,001,461	5,535,873
Other receivables		48,071	54,321
Deferred tax asset		186,914	267,100
Prepayments		173,584	253,266
		7,320,760	8,481,709
Cash at bank and in hand		0	72
Total current assets		7,320,760	8,481,781
TOTAL ASSETS		7,851,985	9,645,811

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	2017	2016
EQUITY AND LIABILITIES			
Equity			
Contributed capital		500,000	500,000
Retained earnings		3,621,610	3,357,112
Total equity		4,121,610	3,857,112
Liabilities other than provisions			
Current liabilities other than provisions			
Trade payables		292,049	1,265,314
Payables to group entities		868,772	1,948,814
Other payables		2,569,554	2,574,571
		3,730,375	5,788,699
Total liabilities other than provisions		3,730,375	5,788,699
TOTAL EQUITY AND LIABILITIES		7,851,985	9,645,811
Contractual obligations, contingencies, etc.	10		
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Financial statements 1 January – 31 December

Statement of changes in equity

	Contributed capital	Retained earnings	Total
Equity at 1 January 2017	500,000	3,357,112	3,857,112
Transferred over the profit appropriation	0	264,498	264,498
Equity at 31 December 2017	500,000	3,621,610	4,121,610

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Scanorto A/S for 2017 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in of specific provisions for reporting class C.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

The financial statements for 2017 are presented in DKK.

The Company's financial year was changed last year from 1 July - 30 June to 1 January to 31 December. In the income statement, the Company's operation for 2017 comprise a twelve month period, while the comparable figures for 2015/16 comprise a 18 month period. Consequently, the financial statements for 2017 are to an extend, in comparable with perior years financial statements

Reclassification changes have been made in the financial statements regarding classification of 'other external expenses' and 'other receivables'. The comparative figures have been restated to reflect the classification change. In the income statement for 2016, 'other external expenses' of DKK 756 thousand, previously presented as other staff costs, have been reclassified to other external expenses. In the balance sheet, other receivables of DKK 47 thousand at 31 December 2016, previously presented as cash at bank have been reclassified to other receivables under current assets.

The reclassification change did not impact the total current assets, total assets or equity at 31 December 2016 nor the result of operations for 2016.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

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

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Financial statements 1 January – 31 December

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1 Accounting policies (continued)

Income statement

Gross profit/loss

Pursuant to section 32 of the Danish Financial Statements Act, Management has decided to aggregate revenue, costs of sales and other external costs and instead add an item designated "Gross profit" or "Gross loss" in other operating income.

Revenue

Income from the sale of goods is recognised in the income statement when delivery and transfer of risk to the buyer have taken place and provided that the income can be reliably measured and is expected to be received.

Revenue is measured at fair value of the agreed consideration ex. VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

Cost of sales

Cost of sales comprises costs incurred to achieve the net turnover for the year.

Other external costs

Other external costs comprise costs for distribution, sales, advertising, premises, office expenses, administrative expenses, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pensions and other social security costs etc., for the Company's employees. Staff costs are less government refunds received.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Other operating income and costs

Other operating income- and costs include accounting entries of a secondary nature relative to the company's activities, including gains and losses on disposal of fixed assets.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price less selling costs and the net book value amount at the date of disposal.

Financial statements 1 January – 31 December

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1 Accounting policies (continued)

Financial income and costs

Financial income and costs comprise interest and expense, gains and losses on payables and transactions denominated in foreign currencies etc.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance sheet

Intangible assets

Intangible assets comprising software and acquired licenses are measured initially at cost.

Software and acquired licenses are subsequently measured at cost less accumulated amortization. Software and acquired licenses are amortized over 3-5 years.

Amortization period and residual value are reassessed annually.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

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

Other fixtures and fittings, tools and equipment	3-5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than the expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Fixed asset investments

Fixed asset investments consist of rental deposits are, measured initially at amortized cost.

Balances in the group's cash pool scheeme are not, due to the nature of the scheme, considered cash, but are recognised under 'Receivables from group enterprises' or Payable to group enterprises' as applicable.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Cash and cash equivalents

Cash and cash equivalents comprises cash balances and bank balances.

Balances in the group's cash pool scheme are not, due to the nature of the scheme, considered cash, but are recognised under "Receivables to group enterprises" or "Payables to group enterprises" as applicable.

Prepayments

Prepayments comprise prepaid costs concerning rent, insurance premiums, subscriptions and interest.

Equity

Dividends

Proposed dividends are recognised as a liability at the date when they are adopted at the annual general meeting (declaration date). The expected dividend payment for the year is disclosed as a separate item under equity.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the onaccount taxation scheme are recognised in the income statement in financial income and expenses.

Liabilities

Liabilities other than provisions are measured at amortized cost which substantially corresponds to nominal value.

2 Staff costs

DKK	1/1 – 31/12 2017	1/7 2015 – 31/12 2016
Wages and salaries	6,679,918	11,511,514
Pensions	434,926	748,846
Other staff costs	218,613	146,963
	7,333,457	12,407,323
Average number of full-time employees	11	16

3 Depreciation, amortisation and impairment

Intangible assets	863,931	715,615
Property, plant and equipment	25,884	500,828
	889,815	1,216,443

4 Financial income

Interest income from group entities	0	12,063
Other financial income	0	2,040
	0	14,103

5 Financial costs

Interest expense to group entities	0	674
Other financial costs	7,459	135,371
Exchange adjustments	11,302	932,172
	18,761	1,068,217

Financial statements 1 January – 31 December

Notes

6 Tax on profit/loss for the year

Deferred tax for the year	80,186	373,700
	80,186	373,700

7 Intangible assets

DKK	Software
Cost at 1 January 2017	1,996,100
	-1,996,100
Cost at 31 December 2017	0
Amortisation and impairment losses at 1 January 2017	-1,132,169
Amortisation for the year	-863,931
Reversed amortisation and impairment losses on assets sold	1,996,100
Carrying amount at 31 December 2017	0

8 Property, plant and equipment

DKK	Fixtures and fittings, tools and equipment	Leasehold improve-ments	Total
Cost at 1 January 2017	1,255,406	560,333	1,815,739
Additions for the year	257,010	0	257,010
Disposals for the year	-868,144	-560,333	-1,428,477
Cost at 31 December 2017	644,272	0	644,272
Depreciation and impairment losses at 1 January 2017	-1,073,807	-560,333	-1,634,140
Depreciation for the year	-25,884	0	-25,884
Reversed depreciation and impairment losses on assets sold	868,144	560,333	1,428,477
Depreciation and impairment losses at 31 December 2017	-231,547	0	-231,547
Carrying amount at 31 December 2017	412,725	0	412,725

9 Investments

DKK	Deposits
Cost at 1 January 2017	118,500
Cost at 31 December 2017	118,500
Carrying amount at 31 December 2017	118,500

Financial statements 1 January – 31 December

Notes

10 Contractual obligations, contingencies, etc.

Joint taxation

The Company is jointly taxed with Danaher Tax Administration ApS, which is the management company (Administrationsselskab) for the Danish joint taxation. The company is jointly and severally unlimited liable with the other jointly taxed companies for payment of corporation tax for the income year 2013 and later, and for withholding tax on interest, royalties and dividends, which are payable on 1 July 2012 and later.

At 31 December 2017, the jointly taxed companies' net laibility to SKAT is disclosed in Administration ApS, registration number - 28 31 68 87. Any subsequent assessments of the taxable income subject to joint taxation or withholding taxes on dividends, interest and royalties may entail that the Company's liability will increase.

Operating lease obligations

Lease obligations under operating leases. Total future lease payments:

DKK	2017	31/12 2016
Within 1 year	788,619	351,000
Between 1 and 5 years	501,989	169,000
	1,290,608	520,000

11 Related party disclosures

Consolidated financial statements

The Company is included in the Group Annual Report of the Ultimate Parent Company:

Danaher Corporation
2200 Pennsylvania Avenue, NW, Suite 800W
Washington, DC 20037

The Group Annual Report of Danaher Corporation may be obtained at the above address.