

Fluke Danmark A/S

Lupinstien 15, 8800 Viborg
CVR no. 16 58 53 78

Annual report for 2021

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 24.06.22

Jeroen Bernard van de Wiel
Dirigent

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The company

Fluke Danmark A/S
c/o Claus Larsen
Lupinstien 15
8800 Viborg
Tel.: 80 88 50 89
Registered office: Viborg
CVR no.: 16 58 53 78
Financial year: 01.01 - 31.12

Executive Board

Paul Hessel Feenstra

Board of Directors

Jeroen Bernard van de Wiel
Paul Hessel Feenstra
Robertus Meijjs

Auditors

EY
Godkendt Revisionspartnerselskab

Lawyer

Bruun & Hjejle

Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.01.21 - 31.12.21 for Fluke Danmark A/S.

The annual report is presented in accordance with the Danish Financial Statements Act (Årsregnskabsloven).

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.21 and of the results of the company's activities for the financial year 01.01.21 - 31.12.21.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Viborg, June 24, 2022

Executive Board

Paul Hessel Feenstra

Board of Directors

Jeroen Bernard van de Wiel
Chairman

Paul Hessel Feenstra

Robertus Meijs

To the Shareholders of Fluke Danmark A/S**Opinion**

We have audited the financial statements of Fluke Danmark A/S for the financial year 1 January - 31 December 2021, 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 2021 and of the results of the Company's operations for the financial year 1 January – 31 December 2021 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Management's responsibility for the financial statements

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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 regarding the management's review

Management is responsible for management's review.

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

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

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

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

Copenhagen, June 24, 2022

EY

Godkendt Revisionspartnerselskab
CVR no. 30700228

Henrik Kronborg Iversen
State Authorized Public Accountant
MNE-no. mne24687

Rasmus Bloch Jespersen
State Authorized Public Accountant
MNE-no. mne35503

Primary activities

The company's activities comprise electronic test and measurement tools. Activities within this field include the purchase and sale of finished goods, repair and service of electronic test and measurement tools.

In 2020, the Company was a commission agent for Fluke Corporation, Fluke Precision Measurement Ltd, Fluke Deutschland GmbH, Fluke Software Ireland Ltd, Datapaq Ltd, Fluke Process Instruments GmbH, Infrared Integrated Systems Ltd, Universal Technic SAS, Pruftechnik Dieter Busch GmbH and Tektronix China Trading (the latter represented by Fluke Europe B.V. as its trustee). The Company received commission on sales based on the commission agreement.

As of 1 January 2021, the Company is a limited risk distributor for Fluke Corporation, Fluke Precision Measurement Ltd, Fluke Deutschland GmbH, Datapaq Ltd, Fluke Process Instruments GmbH, Infrared Integrated Systems Ltd, Universal Technic SAS, Pruftechnik Dieter Busch GmbH, Unfors Raysafe AB and Tektronix China Trading (the latter represented by Fluke Europe B.V. as its trustee). Under the reseller agreement, the Company has been appointed as a distributor to sell products assuming certain economic risks. The revenue is recognised from the resale to the customer along with the associated cost of goods sold.

Development in activities and financial affairs

As of 1 January 2021, the company has moved from a commissionaire-based transfer pricing model to a limited risk distributor transfer pricing model wherein the company is determined to be the principal in the sales transaction. There have been changes to the current year presentation of certain items in these financial statements which have not been applied to comparative information. No changes have been made to comparative information. As a result of this, the current year figures presented may not be comparable with that of the prior year.

The income statement for the period 01.01.21 - 31.12.21 shows a profit/loss of DKK 50,496,975 against DKK -20,637,422 for the period 01.01.20 - 31.12.20. The balance sheet shows equity of DKK 513,048,926.

The profit for the year and financial development of the Company were as expected.

In 2020, the intercompany loans receivable with Fortive Corporation were transferred to TGA Netherlands Holding B.V. These loans are denominated in USD. In 2021, the Company incurred an unrealized revaluation gain on the loans in the amount of DKK 37,816,096 which has been recognised as financial income in the income statement.

In 2020, the Company incurred an unrealized revaluation loss on the loans in the amount of DKK 45,621,313 which has been recognised as financial expenses in the comparative figures

of the income statement.

The operational results of the Company for 2021 are considered satisfactory.

Outlook

The company expects a positive result for the year 2022. The result will largely depend on the overall economic development.

The COVID-19 pandemic so far has not had a material effect on the demand of the products/services of the entity or its financial position. At this time, it is impossible to evaluate the long-term effects of the pandemic on the business.

Subsequent events

On February 24, 2022, Russian forces invaded Ukraine. The Ukraine war will impact global supply chains and prices, which may also affect our company. At the moment, however, we do not see any significant negative effects on the net assets, financial position and results of operations of our company.

No other events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

Income statement

Note	2021 DKK	2020 DKK
Revenue	22,350,467	3,654,674
Costs of raw materials and consumables	-17,918,914	0
Other external expenses	-1,019,922	-674,294
Gross profit	3,411,631	2,980,380
2 Staff costs	-2,384,734	-2,105,623
Profit before depreciation, amortisation, write-downs and impairment losses	1,026,897	874,757
Amortisation and impairments losses of intangible assets	-107,334	0
Operating profit	919,563	874,757
3 Financial income	64,527,611	19,060,094
4 Financial expenses	-775,576	-46,387,540
Profit/loss before tax	64,671,598	-26,452,689
5 Tax on profit or loss for the year	-14,174,623	5,815,267
Profit/loss for the year	50,496,975	-20,637,422
Proposed appropriation account		
Retained earnings	50,496,975	-20,637,422
Total	50,496,975	-20,637,422

Balance sheet

ASSETS		31.12.21	31.12.20
		DKK	DKK
Note			
	Acquired rights	495,078	603,110
6	Total intangible assets	495,078	603,110
	Receivables from group enterprises	565,110,913	500,761,560
	Total investments	565,110,913	500,761,560
	Total non-current assets	565,605,991	501,364,670
	Trade receivables	4,680,075	0
	Receivables from group enterprises	0	5,696,883
	Deferred tax asset	0	4,037,546
	Income tax receivable	0	2,631,991
	Other receivables	142	7,003
	Total receivables	4,680,217	12,373,423
7	Cash	49,181,669	182,405,505
	Total current assets	53,861,886	194,778,928
	Total assets	619,467,877	696,143,598

Balance sheet

EQUITY AND LIABILITIES		31.12.21	31.12.20
		DKK	DKK
Note			
	Share capital	500,000	500,000
	Retained earnings	512,548,926	462,051,951
	Total equity	513,048,926	462,551,951
	Provisions for deferred tax	2,770	0
	Total provisions	2,770	0
	Payables to other credit institutions	830,338	66,413
	Trade payables	287,077	116,511
	Payables to group enterprises	95,086,868	229,618,506
	Income taxes	6,515,519	0
	Other payables	2,794,747	3,790,217
	Deferred income	901,632	0
	Total short-term payables	106,416,184	233,591,647
	Total payables	106,416,184	233,591,647
	Total equity and liabilities	619,467,877	696,143,598

8 Contingent liabilities

9 Charges and security

10 Related parties

Statement of changes in equity

Figures in DKK	Share capital	Retained earnings	Total equity
Statement of changes in equity for 01.01.20 - 31.12.20			
Balance as at 01.01.20	500,000	482,689,373	483,189,373
Net profit/loss for the year	0	-20,637,422	-20,637,422
Balance as at 31.12.20	500,000	462,051,951	462,551,951
Statement of changes in equity for 01.01.21 - 31.12.21			
Balance as at 01.01.21	500,000	462,051,951	462,551,951
Net profit/loss for the year	0	50,496,975	50,496,975
Balance as at 31.12.21	500,000	512,548,926	513,048,926

There have been no changes in share capital during the five preceding financial years.

1. Special items

Special items are income and expenses that are special due to their size and nature. The following special items were recorded in the financial year:

Special items:	Recognised in the income statement in:	2021 DKK	2020 DKK
Disclosure of revenue due to change from commissionaire agent to limited risk distributor	Revenue	22,350,467	3,654,674
Disclosure of cost of goods sold due to change from commissionaire agent to limited risk distributor	Raw materials, consumables and goods for resale Other external expense	-17,918,914 -1,019,922	0 -674,294
Total		3,411,631	2,980,380

As of 1 January 2021, the company has moved from a commissionaire based transfer pricing model to a limited risk distributor transfer pricing model. There have been changes to the current year presentation of certain items in these financial statements which have not been applied to comparative information. No changes have been made to comparative information.

As a result of this, the current year figures presented may not be comparable with that of the prior year.

	2021	2020
	DKK	DKK

2. Staff costs

Wages and salaries	2,226,534	1,942,572
Pensions	129,617	153,989
Other social security costs	28,583	9,062

Total	2,384,734	2,105,623
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Average number of employees during the year	2	2
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3. Financial income

Interest, group enterprises	26,533,259	18,861,027
Other interest income	181,122	199,067
Foreign currency translation adjustments	37,813,230	0

Total	64,527,611	19,060,094
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4. Financial expenses

Interest, group enterprises	778,912	747,036
Other interest expenses	-3,336	17,157
Foreign currency translation adjustments	0	45,623,347

Total	775,576	46,387,540
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	2021 DKK	2020 DKK
5. Tax on profit or loss for the year		
Current tax for the year	10,190,510	-1,777,721
Adjustment of deferred tax for the year	4,040,316	-4,037,546
Adjustment of tax in respect of previous years	-56,203	0
Total	14,174,623	-5,815,267

6. Intangible assets

Figures in DKK	Acquired rights
Cost as at 01.01.21	603,110
Disposals during the year	-698
Cost as at 31.12.21	602,412
Amortisation during the year	-107,334
Amortisation and impairment losses as at 31.12.21	-107,334
Carrying amount as at 31.12.21	495,078

7. Cash

Cash relates to the company being legal owner of the Cash Pool with Nordea Bank, which has a positive master account balance of DKK 49 million that forms part of the total cash balance of DKK 48 million at 31 December 2021. Each participating account is indemnified in the event of default by other participants and all accounts are covered by a parent guarantee from Fortive Corporation.

The company is further covered by the Fortive group's general treasury policies ensuring that cash pool deposits of other group enterprises, classified as 'payables to group enterprises' can only be withdrawn from the cash pool arrangement to the extent the Company have otherwise agreed on financing.

8. Contingent liabilities

Lease commitments

The company has concluded lease agreements with terms to maturity of 43 months and monthly lease payments of DKK 13k, a total of DKK 504k.

Other contingent liabilities

On 9 Oct 2020, the joint taxation agreement with other Danish companies in the group changed. From that date, two Danish companies left the tax group and one other joined the tax group.

The company is jointly taxed with the other Danish companies in the group and has joint, several and unlimited liability for income taxes and any obligations to withhold tax at source on interest, royalties and dividends for the jointly taxed companies. The liability also includes any subsequent corrections to the calculated tax liability as a consequence of changes made to the jointly taxable income etc.

9. Charges and security

The company has not provided any security over assets.

10. Related parties

Fluke Danmark A/S is included in the consolidated financial statements of Fortive Corporation, 6920 Seaway Blvd., Everett WA 98203, United States. Requisition of the parents consolidated financial statements at www.fortive.com

https://s2.q4cdn.com/680534137/files/doc_financials/2021/ar/Annual-Report-2021.pdf

Information about shareholders holding 5 % or more of the share capital or the voting rights:

Fluke International Holding B.V.
Eindhoven, The Netherland

11. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

Effective from the financial year 2020, the Company has implemented amending act no. 1716 of 27 December 2018 to the Danish Financial Statements Act. The implementation of the amending act has not affected the Company's accounting policies on recognition and measurement of assets and liabilities but has solely entailed a requirement for further disclosures.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable

11. Accounting policies - continued -

arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

LEASES

The company has chosen IAS17 as interpretation for accounting for leases. Lease payments relating to operating leases are recognised in the income statement on a straight-line basis over the lease term.

INCOME STATEMENT**Revenue**

The company has chosen IAS11/IAS18 as interpretation for revenue recognition. The revenue is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year. Revenue is determined at fair value exclusive of VAT and discounts.

Before 1 January 2021, the company acted as a commission agent and received commission on sales based on the commission agreement. As of 1 January 2021, the company has moved from a commissionaire based transfer pricing model to a limited risk distributor transfer pricing model wherein the company is determined to be the principal in the sales transaction.

As a principal, the company is primarily responsible for fulfilling the promise to provide the specified good or service and has the discretion in establishing the price for the specified good or service.

The company also bears the inventory risk before the specified good or service has been transferred to a customer or after transfer of control to the customer.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise raw materials and consumables used for the year as well as any changes in inventories, including any inventory wastage.

Write-downs of inventories of raw materials and consumables are also recognised under raw materials and consumables to the extent that these do not exceed normal write-downs.

11. Accounting policies - continued -**Other external expenses**

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

Amortisation and impairment losses

The amortisation of intangible assets aim at systematic amortisation over the expected useful lives of the assets. Assets are amortised according to the straight-line method based on the following expected useful lives and residual values:

	Useful life, year	Residual value DKK
Acquired rights	5	0

The basis of amortisation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of amortisation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Intangible assets are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

11. Accounting policies - continued -

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

BALANCE SHEET**Intangible assets***Acquired rights*

Acquired rights are measured in the balance sheet at cost less accumulated amortisation and impairment losses.

Acquired rights are amortised using the straight-line method based on useful lives, which are stated in the 'Amortisation and impairment losses' section.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in amortisation. If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

11. Accounting policies - continued -

The company has chosen IAS39 as interpretation for impairment of financial assets. Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Cash

Cash includes deposits in bank accounts as well as operating cash. Cash relates to the company being legal owner of the cash pool with Nordea Bank, which has a positive master account balance.

Other group enterprises balances (deposits and withdrawals) in the cash pool arrangement are, due to the nature of the scheme, classified under "Receivable from group enterprises" or "Payable to group enterprises" as applicable.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

11. Accounting policies - continued -**Payables**

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

Deferred income

Deferred income under liabilities comprises payments received in respect of income in subsequent financial years.