
Oxoid A/S

Kamstrupvej 90, DK-4000 Roskilde

Annual Report for 2015

CVR No 19 62 36 02

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
30/5 2016

Bozo Rajcic
Chairman



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Management's Statement

The Executive and Supervisory Boards have today considered and adopted the Annual Report of Oxoid A/S for the financial year 1 January - 31 December 2015.

The Annual Report is 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 at 31 December 2015 of the Company and of the results of the Company operations for 2015.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Roskilde, 30 May 2016

Executive Board

Grant Hellier Lawrence
Executive Officer

Board of Directors

Petrus Thomas Adrianus van der
Zande

Anthony Hugh Smith

Grant Hellier Lawrence

Independent Auditor's Report on the Financial Statements

To the Shareholders of Oxoid A/S

We have audited the Financial Statements of Oxoid A/S for the financial year 1 January - 31 December 2015, which comprise income statement, balance sheet, notes and summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Financial Statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of Financial Statements that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit has not resulted in any qualification.

Independent Auditor's Report on the Financial Statements

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2015 and of the results of the Company operations for the financial year 1 January - 31 December 2015 in accordance with the Danish Financial Statements Act.

Copenhagen, 30 May 2016

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

John van der Weerd
State Authorised Public Accountant

Morten Jørgensen
State Authorised Public Accountant

Company Information

The Company

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DK-4000 Roskilde

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Facsimile: +45 44 97 97 45
E-mail: Oxoid@oxoid.dk
Website: www.oxoid.dk

CVR No: 19 62 36 02
Financial period: 1 January - 31 December
Municipality of reg. office: Roskilde

Main activity

The Company markets and sells products designed to culture and diagnose microorganisms from clinical, food or other test.

Board of Directors

Petrus Thomas Adrianus van der Zande
Anthony Hugh Smith
Grant Hellier Lawrence

Executive Board

Grant Hellier Lawrence

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Income Statement 1 January - 31 December

	Note	2015 DKK	2014 DKK
Gross profit/loss		23.136.276	22.589.517
Staff expenses	1	-7.210.050	-7.295.505
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	2	-498.955	-522.659
Profit/loss before financial income and expenses		15.427.271	14.771.353
Financial income		1.104	-5.859
Financial expenses		-10.273	-8.287
Profit/loss before tax		15.418.102	14.757.207
Tax on profit/loss for the year	3	-3.551.797	-3.615.878
Net profit/loss for the year		11.866.305	11.141.329

Distribution of profit

Proposed distribution of profit

Retained earnings		11.866.305	11.141.329
		11.866.305	11.141.329

Balance Sheet 31 December

Assets

	Note	2015 DKK	2014 DKK
Completed development projects		741.030	1.133.060
Intangible assets	4	741.030	1.133.060
Other fixtures and fittings, tools and equipment		29.136	67.276
Leasehold improvements		62.339	121.950
Property, plant and equipment	5	91.475	189.226
Fixed assets		832.505	1.322.286
Trade receivables		7.033.714	6.650.563
Receivables from group enterprises		46.276.976	34.747.922
Other receivables		91.684	172.540
Receivables		53.402.374	41.571.025
Cash at bank and in hand		31.979.926	31.979.926
Currents assets		85.382.300	73.550.951
Assets		86.214.805	74.873.237

Balance Sheet 31 December

Liabilities and equity

	Note	2015 DKK	2014 DKK
Share capital		500.000	500.000
Retained earnings		75.683.470	63.817.165
Equity	6	76.183.470	64.317.165
Provision for deferred tax		46.098	202.061
Provisions		46.098	202.061
Trade payables		284.834	400.438
Payables to group enterprises		1.764.083	1.780.806
Corporation tax		3.621.696	3.615.516
Other payables		4.314.624	4.557.251
Short-term debt		9.985.237	10.354.011
Debt		9.985.237	10.354.011
Liabilities and equity		86.214.805	74.873.237
Contingent assets, liabilities and other financial obligations	7		
Related parties and ownership	8		

Notes to the Financial Statements

	2015	2014
	DKK	DKK
1 Staff expenses		
Wages and salaries	6.428.722	6.266.665
Pensions	499.347	492.709
Other social security expenses	95.459	106.927
Other staff expenses	186.522	429.204
	<u>7.210.050</u>	<u>7.295.505</u>
Average number of employees	<u>15</u>	<u>14</u>
<p>Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.</p>		
2 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		
Amortisation of intangible assets	401.204	386.940
Depreciation of property, plant and equipment	97.751	135.719
	<u>498.955</u>	<u>522.659</u>
3 Tax on profit/loss for the year		
Current tax for the year	3.707.760	3.613.698
Deferred tax for the year	-79.129	2.180
Adjustment of deferred tax concerning previous years	-76.834	0
	<u>3.551.797</u>	<u>3.615.878</u>

Notes to the Financial Statements

4 Intangible assets

	Completed development projects DKK
Cost at 1 January	2.068.167
Additions for the year	9.174
Cost at 31 December	<u>2.077.341</u>
Impairment losses and amortisation at 1 January	935.107
Amortisation for the year	401.204
Impairment losses and amortisation at 31 December	<u>1.336.311</u>
Carrying amount at 31 December	<u>741.030</u>
Amortised over	<u>5 years</u>

5 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost at 1 January	3.046.018	337.379
Cost at 31 December	<u>3.046.018</u>	<u>337.379</u>
Impairment losses and depreciation at 1 January	2.978.742	215.429
Depreciation for the year	38.140	59.611
Impairment losses and depreciation at 31 December	<u>3.016.882</u>	<u>275.040</u>
Carrying amount at 31 December	<u>29.136</u>	<u>62.339</u>
Depreciated over	<u>3-10 years</u>	<u>5 years</u>

Notes to the Financial Statements

6 Equity

	Share capital DKK	Retained earnings DKK	Total DKK
Equity at 1 January	500.000	63.817.165	64.317.165
Net profit/loss for the year	0	11.866.305	11.866.305
Equity at 31 December	500.000	75.683.470	76.183.470

The share capital consists of 500 shares of a nominal value of DKK 1,000. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

	2015 DKK	2014 DKK
7 Contingent assets, liabilities and other financial obligations		
Rental agreements and leases		
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	199.740	310.132
Between 1 and 5 years	224.867	222.645
	424.607	532.777

Notes to the Financial Statements

8 Related parties and ownership

Basis

Ownership

The following shareholders are recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Oxoid International Ltd., United Kingdom, Cambridge, CB5 8BZ, United Kingdom, Solaar House, 19 Mercers Row

Consolidated Financial Statements

The company is included in the consolidated report for the ultimate parent company Thermo Fisher Scientific Inc.

The Annual Report of Thermo Fisher Scientific Inc. may be obtained at the following address:

Thermo Fisher Scientific Inc., 81 Wyman Street, Waltham, MA 02454, USA.

Accounting Policies

Basis of Preparation

The Annual Report of Oxoid A/S for 2015 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

Financial Statements for 2015 are presented in DKK.

Recognition and measurement

The Financial Statements have been prepared under the historical cost method.

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.

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.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Danish kroner is used as the measurement currency. All other currencies are regarded as foreign currencies.

Leases

All leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Accounting Policies

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses 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 transaction date rates are recognised in financial income and expenses in the income statement.

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

Income Statement

Gross profit

With reference to section 32 of the Danish Financial Statements Act, revenue, expenses for raw materials and consumables and other external expenses has not been disclosed in the Annual Report.

Revenue

Revenue from the sale of goods for resale and finished goods is recognised in the income statement when the sale is considered effected based on the following criteria:

- delivery has been made before year end;
- a binding sales agreement has been made;
- the sales price has been determined; and
- payment has been received or may with reasonable certainty be expected to be received.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise expenses for premises, sales and distribution as well as office expenses, etc.

Accounting Policies

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses other than production wages.

Amortisation, depreciation and impairment losses

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

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the onaccount taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and 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 tax recognised in the income statement is classified as tax on ordinary activities and tax on extraordinary items, respectively.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with the danish subsidiaries of the Thermo Fischer entity. The tax effect of the joint taxation with the subsidiaries is allocated to Danish enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance Sheet

Intangible assets

Completed development projects is measured at cost less accumulated amortisation. Completed development projects is amortised on a straight-line basis over its useful life, which is assessed at 5 years.

Accounting Policies

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. In the case of assets of own construction, cost comprises direct and indirect expenses for labour, materials, components and sub-suppliers.

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	3-10	years
Leasehold improvements	5	years

Assets costing less than DKK 12,800 are expensed in the year of acquisition.

Impairment of fixed assets

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

If so, an impairment test is carried out to determine whether the recoverable amount is lower than the carrying amount, and the asset is written down to its lower recoverable amount. This impairment test is performed on an annual basis for development projects in progress irrespective of any indication of impairment.

The recoverable amount of the asset is calculated as the higher of net selling price and value in use. Where a recoverable amount cannot be determined for the individual asset, the assets are assessed in the smallest group of assets for which a reliable recoverable amount can be determined based on a total assessment.

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. Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company's experience from previous years.

Accounting Policies

Equity

Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes and other items - apart from business acquisitions - where temporary differences have arisen at the time of acquisition without affecting the profit for the year or the taxable income.

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. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, 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.

Deferred tax assets and liabilities are offset within the same legal tax entity.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on taxable incomes for prior years. Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

Financial debts

Other debts are measured at amortised cost, substantially corresponding to nominal value.