

IMEC ApS

Erhvervsparken 7, 4621 Gadstrup

Company reg. no. 20 03 18 83

Annual report

2015/16

The annual report have been submitted and approved by the general meeting on the 27 September 2016.

Martin Vestergaard

Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Contents

	<u>Page</u>
Reports	
Management's report	1
The independent auditor's reports	2
Management's review	
Company data	4
Management's review	5
Annual accounts 1 May 2015 - 30 April 2016	
Accounting policies used	6
Profit and loss account	11
Balance sheet	12
Cash flow statement	14
Notes	15

Management's report

The managing director has today presented the annual report of IMEC ApS for the financial year 1 May 2015 to 30 April 2016.

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

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 30 April 2016 and of the company's results of its activities and cash flows in the financial year 1 May 2015 to 30 April 2016.

I am of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Gadstrup, 2 September 2016

Managing Director

Martin Vestergaard

The independent auditor's reports

To the shareholder of IMEC ApS

Report on the annual accounts

We have audited the annual accounts of IMEC ApS for the financial year 1 May 2015 to 30 April 2016, which comprise accounting policies used, profit and loss account, balance sheet, cash flow statement and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

The management's responsibility for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore, the management is responsible for such internal control considered necessary in order to prepare annual accounts that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the annual accounts 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 about whether the annual accounts are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the annual accounts, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of annual accounts 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 the management, as well as the overall presentation of the annual accounts.

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

The audit has not resulted in any qualification.

The independent auditor's reports

Opinion

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 30 April 2016 and of the results of the company's operations and cash flows for the financial year 1 May 2015 to 30 April 2016 in accordance with the Danish Financial Statements Act.

Statement on the management's review

Pursuant to the Danish Financial Statements Act, we have read the management's review. We have not performed any further procedures in addition to the performed audit of the annual accounts. On this basis, it is our opinion that the information provided in the management's review is consistent with the annual accounts.

Copenhagen, 2 September 2016

Redmark

State Authorised Public Accountants
Company reg. no. 29 44 27 89

Jan Moldrup

State Authorised Public Accountant

Company data

The company

IMEC ApS
Erhvervsparken 7
4621 Gadstrup

Company reg. no. 20 03 18 83
Financial year: 1 May - 30 April

Managing Director

Martin Vestergaard

Auditors

Redmark, Statsautoriseret Revisionspartnerselskab
Dirch Passers Allé 76
2000 Frederiksberg

Bankers

Spar Nord Bank A/S

Subsidiary

Imec GMBH, Germany

Management's review

The significant activities of the enterprise

The company's activity is sale, design, installation and operation phrase of facilities/instruments for detecting radioactivity/x-rays and instruments (x-ray fluorescence) for analysis of metals and servicing of systems/instruments. A less activity consists of sales of customized radiation protection.

Development in activities and financial matters

During the period the development in sales has not been satisfactory. Mayor parts of the markets have faced difficulties with a spinoff in fewer investments. New products, LIBS, have been introduced late in the period.

During the period the company has continued investing in the German market and sales and particular order intake late in the period is incurring Imec GmbH. The sale has still not reached the expected level, and therefore the costs could not be covered.

The management considers the results satisfactory.

The management expects it to take a few years before Imec GmbH will be financially sustainable and perform like Imec ApS.

Events subsequent to the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Accounting policies used

The annual report for IMEC ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

The profit and loss account

Gross profit

The gross profit comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Cost of sales include costs for the purchase of raw materials and consumables less discounts and changes in inventories.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Costs concerning investment property comprise operation costs, repair and maintenance costs, taxes, charges and other costs. Costs concerning the heating account are recognised in the balance sheet as a balance among the lessees.

Accounting policies used

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials include interest income, interest expenses, and realised and unrealised capital gains and losses on financial assets and liabilities. Net financials are recognised in the profit and loss account with the amounts concerning the financial year.

Dividend from equity investments in group enterprises is recognised in the financial year where the dividend is declared.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

The balance sheet

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown. Land is not depreciated.

The basis of depreciation is cost with deduction of expected residual value after the end of the useful life of the asset.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Accounting policies used

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

Technical plants and machinery	5-10 years
Other plants, operating assets, fixtures and furniture	3-5 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or losses are recognised in the profit and loss account as other operating income or other operating expenses.

Financial fixed assets

Equity investments in group enterprises

Equity investments in group enterprises are measured at cost. In case the recoverable amount is lower than the cost, writedown takes place to this lower value.

Inventories

Inventories are measured at cost on basis of measured average prices. In case the net realisable value is lower than the cost, writedown takes place at this lower value.

The cost for trade goods, raw materials, and consumables comprises the acquisition cost with the addition of the delivery costs.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Equity - dividend

Dividend expected to be distributed for the year is recognised as a separate item under the equity. Proposed dividend is recognised as a liability at the time of approval by the general meeting.

Accounting policies used

Corporate tax and deferred tax

Current tax receivable and tax 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 previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, IMEC ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Liabilities

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

The cash flow statement

The cash flow statement shows the cash flow of the company for the year, divided in cash flows deriving from operating activities, investment activities, and financing activities, respectively, the changes in the liabilities, and the available funds at the beginning and the end of the year respectively.

The effect of cash flow deriving from purchase and sale of enterprises appears separately under cash flow from investment activities. In the cash flow statement, cash flow deriving from purchased enterprises is recognised as of the date of acquisition, and cash flow deriving from sold enterprises is recognised until the sales date.

Cash flow from operating activities

Cash flow from operating activities are calculated as the results for the year adjusted for non-cash operating items, the change in the working capital, and corporate tax paid.

Cash flow from investment activities

Cash flow from investment activities comprises payments in connection with the acquisition and sale of enterprises and activities and payments related to the acquisition and sale of fixed assets.

Cash flow from financing activities

Cash flow from financing activities comprises changes in the size or the composition of the share capital and the costs in this connection. Furthermore, these activities comprise borrowings, instalments on interestbearing debt, and payment of dividend to the shareholders.

Accounting policies used

Available funds

Available funds comprise cash funds with deduction of short-term bank debt and short term securities which can easily be converted into cash funds and on which only an insignificant risk of value changes exists

Profit and loss account 1 May - 30 April

All amounts in DKK.

<u>Note</u>	<u>2015/16</u>	<u>2014/15</u>
Gross profit	1.616.773	2.491.595
1 Staff costs	-1.276.786	-1.430.777
Depreciation and writedown relating to tangible fixed assets	<u>0</u>	<u>-9.407</u>
Operating profit	339.987	1.051.411
Other financial income	5.942	78.927
2 Other financial costs	<u>-10.164</u>	<u>-54.257</u>
Results before tax	335.765	1.076.081
Tax on ordinary results	<u>-69.476</u>	<u>-255.821</u>
Results for the year	<u>266.289</u>	<u>820.260</u>
 Proposed distribution of the results:		
Allocated to results brought forward	<u>266.289</u>	<u>820.260</u>
Distribution in total	<u>266.289</u>	<u>820.260</u>

Balance sheet 30 April

All amounts in DKK.

Assets		
<u>Note</u>	<u>2016</u>	<u>2015</u>
Fixed assets		
3 Technical plants and machinery	0	0
4 Other plants, operating assets, and fixtures and furniture	0	0
Tangible fixed assets in total	<u>0</u>	<u>0</u>
5 Equity investments in group enterprises	186.375	186.375
Financial fixed assets in total	<u>186.375</u>	<u>186.375</u>
Fixed assets in total	<u>186.375</u>	<u>186.375</u>
Current assets		
Raw materials and consumables	965.445	939.426
Inventories in total	<u>965.445</u>	<u>939.426</u>
Trade debtors	299.878	1.272.373
Amounts owed by group enterprises	1.768.455	765.905
Deferred tax assets	6.072	0
Other debtors	146.301	5.063
Accrued income and deferred expenses	9.000	16.107
Debtors in total	<u>2.229.706</u>	<u>2.059.448</u>
Cash funds	740.653	401.283
Current assets in total	<u>3.935.804</u>	<u>3.400.157</u>
Assets in total	<u>4.122.179</u>	<u>3.586.532</u>

Balance sheet 30 April

All amounts in DKK.

Equity and liabilities		<u>2016</u>	<u>2015</u>
<u>Note</u>			
Equity			
6	Contributed capital	125.000	125.000
7	Results brought forward	<u>2.408.652</u>	<u>2.142.363</u>
	Equity in total	<u>2.533.652</u>	<u>2.267.363</u>
Liabilities			
	Bank debts	120	0
	Trade creditors	316.868	629.257
	Debt to group enterprises	1.145.735	223.853
	Corporate tax	75.540	272.877
	Other debts	<u>50.264</u>	<u>193.182</u>
	Short-term liabilities in total	<u>1.588.527</u>	<u>1.319.169</u>
	Liabilities in total	<u>1.588.527</u>	<u>1.319.169</u>
	Equity and liabilities in total	<u>4.122.179</u>	<u>3.586.532</u>
8	Mortgage and securities		
9	Contingencies		
10	Related parties		

Cash flow statement 1 May - 30 April

All amounts in DKK.

<u>Note</u>	<u>2015/16</u>	<u>2014/15</u>
Results before interest	339.987	1.051.411
11 Adjustments	0	9.407
12 Change in working capital	357.038	-994.890
Cash flow from operating activities before net financials	697.025	65.928
Interest received and similar amounts	5.942	78.927
Interest paid and similar amounts	-10.164	-54.257
Cash flow from ordinary activities	692.803	90.598
Corporate tax paid	-272.885	0
Cash flow from operating activities	419.918	90.598
Intra group financing	-80.668	-764.567
Cash flow from financing activities	-80.668	-764.567
Changes in available funds	339.250	-673.969
Available funds 1 May 2015	401.283	1.075.252
Available funds 30 April 2016	740.533	401.283
Available funds		
Cash funds	740.533	401.283
Available funds 30 April 2016	740.533	401.283

Notes

All amounts in DKK.

	<u>2015/16</u>	<u>2014/15</u>
1. Staff costs		
Salaries and wages	1.270.390	1.441.739
Other staff costs	<u>6.396</u>	<u>-10.962</u>
	<u>1.276.786</u>	<u>1.430.777</u>
Average number of employees	<u>1</u>	<u>1</u>
2. Other financial costs		
Other financial costs	<u>10.164</u>	<u>54.257</u>
	<u>10.164</u>	<u>54.257</u>
3. Technical plants and machinery		
Cost 1 May 2015	<u>131.221</u>	<u>131.221</u>
Cost 30 April 2016	<u>131.221</u>	<u>131.221</u>
Depreciation and writedown 1 May 2015	-131.221	-121.814
Depreciation for the year	<u>0</u>	<u>-9.407</u>
Depreciation and writedown 30 April 2016	<u>-131.221</u>	<u>-131.221</u>
Book value 30 April 2016	<u>0</u>	<u>0</u>
4. Other plants, operating assets, and fixtures and furniture		
Cost 1 May 2015	<u>36.555</u>	<u>36.555</u>
Cost 30 April 2016	<u>36.555</u>	<u>36.555</u>
Depreciation and writedown 1 May 2015	-36.555	-36.555
Depreciation and writedown 30 April 2016	<u>-36.555</u>	<u>-36.555</u>
Book value 30 April 2016	<u>0</u>	<u>0</u>

Notes

All amounts in DKK.

	<u>30/4 2016</u>	<u>30/4 2015</u>
5. Equity investments in group enterprises		
Acquisition sum, opening balance 1 May 2015	<u>186.375</u>	<u>186.375</u>
Book value 30 April 2016	<u>186.375</u>	<u>186.375</u>

The financial highlights for the enterprises according to the latest approved annual reports

	Share of ownership	Equity	Results for the year	Book value at IMEC ApS
Imec GMBH, Germany	100 %	-1.188.711	-680.045	186.375
		<u>-1.188.711</u>	<u>-680.045</u>	<u>186.375</u>

6. Contributed capital		
Contributed capital 1 May 2015	<u>125.000</u>	<u>125.000</u>
	<u>125.000</u>	<u>125.000</u>

7. Results brought forward		
Results brought forward 1 May 2015	2.142.363	1.322.103
	<u>266.289</u>	<u>820.260</u>
	<u>2.408.652</u>	<u>2.142.363</u>

8. Mortgage and securities

The company has no mortgage and securities.

9. Contingencies

Contingent liabilities

The company has provided guarantees for the bank debts of Imec GmbH.

Joint taxation

MV Invest ApS being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

Notes

All amounts in DKK.

9. Contingencies (continued)

Joint taxation (continued)

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.

10. Related parties

Ownership

According to the company's list of shareholders, the following shareholders own a minimum of 5 % of the voting rights or a minimum of 5 % of the share capital:

MV Invest ApS, Roskilde

	<u>2015/16</u>	<u>2014/15</u>
11. Adjustments		
Depreciation and amortisation	0	9.407
	<u>0</u>	<u>9.407</u>
12. Change in working capital		
Change in inventories	-26.019	-287.440
Change in debtors	838.364	-1.060.203
Change in trade creditors and other liabilities	-455.307	352.753
	<u>357.038</u>	<u>-994.890</u>