

---

# ***Fisher Scientific Biotech Line ApS***

Kamstrupvej 91, DK-4000 Roskilde

## **Annual Report for 1 January - 31 December 2016**

---

CVR No 20 94 07 78

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
24/5 2017

Magnus Glissmann Bojer-  
Larsen  
Chairman



**pwc**

# Contents

	<u>Page</u>
<b>Management's Statement and Auditor's Report</b>	
Management's Statement	1
Independent Auditor's Report	2
<b>Management's Review</b>	
Company Information	5
Financial Highlights	6
Management's Review	7
<b>Financial Statements</b>	
Income Statement 1 January - 31 December	8
Balance Sheet 31 December	9
Statement of Changes in Equity	11
Notes to the Financial Statements	12

# Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Fisher Scientific Biotech Line ApS for the financial year 1 January - 31 December 2016.

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 2016 of the Company and of the results of the Company operations for 2016.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

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

Roskilde, 24 May 2017

## Executive Board

Thomas Arthur Nicholson  
CEO

## Board of Directors

Petrus Thomas Adrianus van der  
Zande  
Chairman

Grant Hellier Lawrence

Monica Del Carmen Manotas  
Urueta

Thomas Arthur Nicholson

# Independent Auditor's Report

To the Shareholder of Fisher Scientific Biotech Line ApS

## Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Fisher Scientific Biotech Line ApS for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) 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 are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Statement on 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 Financials Statements Act.

Based on the work we have performed, in our view, 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 in Management's Review.

# Independent Auditor's Report

## Management's responsibilities 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 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 ISAs 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 ISAs and the 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 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.

## Independent Auditor's Report

- 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.

Hellerup, 24 May 2017

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Mikkel Sthyr  
State Authorised Public Accountant

Morten Jørgensen  
State Authorised Public Accountant

## **Company Information**

### **The Company**

Fisher Scientific Biotech Line ApS  
Kamstrupvej 91  
DK-4000 Roskilde

Telephone: + 45 70279920

Facsimile: + 45 7027929

CVR No: 20 94 07 78

Financial period: 1 January - 31 December

Municipality of reg. office: Roskilde

### **Board of Directors**

Petrus Thomas Adrianus van der Zande, Chairman  
Grant Hellier Lawrence  
Monica Del Carmen Manotas Urueta  
Thomas Arthur Nicholson

### **Executive Board**

Thomas Arthur Nicholson

### **Auditors**

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Strandvejen 44  
DK-2900 Hellerup

## Financial Highlights

Seen over a five-year period, the development of the Company is described by the following financial highlights:

	2016 TDKK	2015 TDKK	2014 TDKK	2013 TDKK	2012 TDKK
<b>Key figures</b>					
<b>Profit/loss</b>					
Operating profit/loss	3.414	968	-2.857	-13.316	-1.537
Profit/loss before financial income and expenses	4.055	968	-2.857	-13.316	-1.537
Net financials	-299.121	-299.713	-299.580	-299.176	-299.527
Net profit/loss for the year	-240.923	-248.748	-245.669	-259.391	-289.526
<b>Balance sheet</b>					
Balance sheet total	8.136.372	8.084.589	8.030.812	7.977.750	7.944.309
Equity	1.891.822	2.132.745	2.381.493	2.627.162	2.886.553
Investment in property, plant and equipment	0	45	6	732	99
Number of employees	13	16	16	25	35
<b>Ratios</b>					
Return on assets	0,0%	0,0%	0,0%	-0,2%	0,0%
Solvency ratio	23,3%	26,4%	29,7%	32,9%	36,3%
Return on equity	-12,0%	-11,0%	-9,8%	-9,4%	-9,6%

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Danish Society of Financial Analysts. For definitions, see under accounting policies.



# Management's Review

## Key activities

The company's main activity consists of trading consumer goods and instruments at the biological field.

## Development in the year

The income statement of the Company for 2016 shows a loss of DKK 240,923,009, and at 31 December 2016 the balance sheet of the Company shows equity of DKK 1,891,821,740.

## The past year and follow-up on development expectations from last year

The management assesses that this year's result is satisfying and in line with expectations.

## External environment

The Company is aware of the environment and works on reducing the environmental impact from its activities.

## Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

## Unusual events

The financial position at 31 December 2016 of the Company and the results of the activities of the Company for the financial year for 2016 have not been affected by any unusual events.

## Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

## Income Statement 1 January - 31 December

	Note	2016 DKK	2015 DKK
<b>Gross profit/loss</b>		<b>9.697.444</b>	<b>8.190.412</b>
Staff expenses	1	-5.599.773	-7.182.346
Depreciation, amortisation and impairment of property, plant and equipment		-42.316	-39.637
<b>Profit/loss before financial income and expenses</b>		<b>4.055.355</b>	<b>968.429</b>
Financial income		732.421	557.230
Financial expenses	2	-299.853.373	-300.270.018
<b>Profit/loss before tax</b>		<b>-295.065.597</b>	<b>-298.744.359</b>
Tax on profit/loss for the year	3	54.142.588	49.996.202
<b>Net profit/loss for the year</b>		<b>-240.923.009</b>	<b>-248.748.157</b>

## Distribution of profit

### Proposed distribution of profit

Retained earnings		-240.923.009	-248.748.157
		<b>-240.923.009</b>	<b>-248.748.157</b>

# Balance Sheet 31 December

## Assets

	Note	2016 DKK	2015 DKK
Other fixtures and fittings, tools and equipment		15.301	38.986
Leasehold improvements		32.991	51.622
<b>Property, plant and equipment</b>	4	<b>48.292</b>	<b>90.608</b>
Investments in subsidiaries	5	7.875.867.692	7.875.867.692
<b>Fixed asset investments</b>		<b>7.875.867.692</b>	<b>7.875.867.692</b>
<b>Fixed assets</b>		<b>7.875.915.984</b>	<b>7.875.958.300</b>
Finished goods and goods for resale		2.016.270	1.689.225
<b>Inventories</b>		<b>2.016.270</b>	<b>1.689.225</b>
Trade receivables		14.119.428	16.801.234
Receivables from group enterprises		243.260.806	189.593.952
Other receivables		1.054.872	383.487
Prepayments	6	4.247	64.227
<b>Receivables</b>		<b>258.439.353</b>	<b>206.842.900</b>
<b>Cash at bank and in hand</b>		<b>0</b>	<b>98.531</b>
<b>Currents assets</b>		<b>260.455.623</b>	<b>208.630.656</b>
<b>Assets</b>		<b>8.136.371.607</b>	<b>8.084.588.956</b>

# Balance Sheet 31 December

## Liabilities and equity

	Note	2016 DKK	2015 DKK
Share capital		502.000	502.000
Retained earnings		1.891.319.740	2.132.242.749
<b>Equity</b>		<b>1.891.821.740</b>	<b>2.132.744.749</b>
Payables to group enterprises		0	4.606.661.896
<b>Long-term debt</b>	7	<b>0</b>	<b>4.606.661.896</b>
Credit institutions		21.381.625	21.477.255
Trade payables		1.271.440	1.315.957
Payables to group enterprises	7	6.217.782.763	1.316.739.632
Other payables		3.385.344	4.522.824
Deferred income	8	728.695	1.126.643
<b>Short-term debt</b>		<b>6.244.549.867</b>	<b>1.345.182.311</b>
<b>Debt</b>		<b>6.244.549.867</b>	<b>5.951.844.207</b>
<b>Liabilities and equity</b>		<b>8.136.371.607</b>	<b>8.084.588.956</b>
Contingent assets, liabilities and other financial obligations	9		
Related parties	10		
Accounting Policies	11		

## Statement of Changes in Equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 January	502.000	2.132.242.749	2.132.744.749
Net profit/loss for the year	0	-240.923.009	-240.923.009
<b>Equity at 31 December</b>	<b>502.000</b>	<b>1.891.319.740</b>	<b>1.891.821.740</b>

# Notes to the Financial Statements

	<u>2016</u>	<u>2015</u>
	DKK	DKK
<b>1 Staff expenses</b>		
Wages and salaries	4.847.893	6.308.419
Pensions	721.396	839.073
Other social security expenses	30.484	34.854
	<u><b>5.599.773</b></u>	<u><b>7.182.346</b></u>
<b>Average number of employees</b>	<u><b>13</b></u>	<u><b>16</b></u>
Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.		
<b>2 Financial expenses</b>		
Interest paid to group enterprises	299.433.023	299.433.023
Other financial expenses	63.703	56.416
Exchange adjustments, expenses	356.647	780.579
	<u><b>299.853.373</b></u>	<u><b>300.270.018</b></u>
<b>3 Tax on profit/loss for the year</b>		
Current tax for the year	-53.080.628	-56.219.202
Adjustment of tax concerning previous years	-1.061.960	6.223.000
	<u><b>-54.142.588</b></u>	<u><b>-49.996.202</b></u>

# Notes to the Financial Statements

## 4 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost at 1 January	620.219	93.158
Disposals for the year	-353.138	0
Cost at 31 December	<u>267.081</u>	<u>93.158</u>
Impairment losses and depreciation at 1 January	581.233	41.536
Depreciation for the year	23.685	18.631
Reversal of impairment and depreciation of sold assets	-353.138	0
Impairment losses and depreciation at 31 December	<u>251.780</u>	<u>60.167</u>
<b>Carrying amount at 31 December</b>	<b><u>15.301</u></b>	<b><u>32.991</u></b>
Depreciated over	<u>2-10 years</u>	<u>5 years</u>
	2016 DKK	2015 DKK

## 5 Investments in subsidiaries

Cost at 1 January	<u>7.875.867.692</u>	<u>7.875.867.692</u>
<b>Carrying amount at 31 December</b>	<b><u>7.875.867.692</u></b>	<b><u>7.875.867.692</u></b>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital 31.12.2015 SEK	Votes and ownership	Equity 31.12.2015 SEK	Net profit/loss for the year 31.12.2015 SEK
CB Diagnostics Holding AB	Sverige	100.000	100%	559.672	-328.297

## 6 Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums, subscriptions and interest as well.

# Notes to the Financial Statements

## 7 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>2016</u> DKK	<u>2015</u> DKK
<b>Payables to group enterprises</b>		
Between 1 and 5 years	0	4.606.661.896
Long-term part	<u>0</u>	<u>4.606.661.896</u>
Within 1 year	4.606.661.896	0
Other short-term debt to group enterprises	1.611.120.867	1.316.739.632
Short-term part	<u>6.217.782.763</u>	<u>1.316.739.632</u>
	<b><u>6.217.782.763</u></b>	<b><u>5.923.401.528</u></b>

Payables to group enterprises include primarily debt to the sister company Phadia Luxembourg Holdings S.á.r.l. The parent company, Perbio Science Sweden Holdings AB, has issued a letter of comfort with commitment to provide necessary liquidity to ensure that the company will be able to fulfill its obligations as they fall due. The letter of comfort is effective until 31 May 2018.

## 8 Deferred income

Deferred income consists of payments received in respect of income in subsequent years.

## 9 Contingent assets, liabilities and other financial obligations

### Lease obligations

Lease obligations under operating leases. Total future lease payments:

Within 1 year	480.937	608.665
Between 1 and 5 years	898.548	522.741
	<u>1.379.485</u>	<u>1.131.406</u>

There are no security and contingent liabilities at 31 December 2016.



# Notes to the Financial Statements

## 10 Related parties

### Consolidated Financial Statements

The Company's ultimate Parent Company, which prepares Consolidated Financial Statements in which the Company is incorporated as subsidiary, is

Name	Place of registered office
------	----------------------------

Thermo Fisher Scientific Inc	
------------------------------	--

The Group 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

# Notes to the Financial Statements

## 11 Accounting Policies

The Annual Report of Fisher Scientific Biotech Line ApS for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2016 are presented in DKK.

### Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Thermo Fisher Scientific Inc, the Company has not prepared consolidated financial statements.

### Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of Thermo Fisher Scientific Inc, the Company has not prepared a cash flow statement.

### 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, 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.

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.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### 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.

### Income Statement

#### Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue 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 indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

#### Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### **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 expenses**

Other operating income and other operating expenses comprise items of a secondary nature to the core activities of the enterprise, including gains and losses on the sale of intangible assets and property, plant and equipment.

### **Financial income and expenses**

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

### **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 its parent company. The tax effect of the joint taxation with the parent company is allocated to Danish enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses). The jointly taxed enterprises have adopted the on-account taxation scheme.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Balance Sheet

#### 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	2-10 years
Leasehold improvements	5 years

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 12,900 are expensed in the year of acquisition.

#### 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 that expressed by amortisation and depreciation.

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

#### Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

#### Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected sales sum.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### 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.

### Prepayments

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

### 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, 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 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.

### 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 on-account taxation scheme are recognised in the income statement in financial income and expenses.

### Financial debts

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

### Deferred income

Deferred income comprises payments received in respect of income in subsequent years.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Financial Highlights

#### Explanation of financial ratios

Return on assets	$\frac{\text{Profit before financials} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$