# Fisher Scientific Biotech Line ApS

Kamstrupvej 91, DK-4000 Roskilde

Annual Report for 1 January - 31 December 2019

CVR No 20 94 07 78

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 19/05 2020

Grant Hellier Lawrence Chairman of the General Meeting



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# **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 2019.

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 2019 of the Company and of the results of the Company operations for 2019.

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, 19 May 2020

#### **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 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019 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 2019, 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.

#### 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 misstate-



## **Independent Auditor's Report**

ment, 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.
- 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



# **Independent Auditor's Report**

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, 19 May 2020 **PricewaterhouseCoopers** Statsautoriseret Revisionspartnerselskab *CVR No 33 77 12 31* 

Morten Jørgensen State Authorised Public Accountant mne32806 Simon Vinberg Andersen State Authorised Public Accountant mne35458



# **Company Information**

**The Company** Fisher Scientific Biotech Line ApS

Kamstrupvej 91 DK-4000 Roskilde

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:

	2019	2018	2017	2016	2015
	TDKK	TDKK	TDKK	TDKK	TDKK
Key figures					
Profit/loss					
Operating profit/loss	6.912	5.659	7.587	3.414	968
Profit/loss before financial income and					
expenses	6.912	5.659	7.598	4.055	968
Net financials	-184.168	-184.099	-299.299	-299.121	-299.713
Net profit/loss for the year	-174.403	-138.822	-224.670	-240.923	-248.748
Balance sheet					
Balance sheet total	8.245.587	8.255.879	8.211.161	8.136.372	8.084.589
Equity	3.595.644	1.528.329	1.667.151	1.891.821	2.132.745
Investment in property, plant and equipment	4	0	-40	0	45
Number of employees	13	11	12	13	16
Ratios					
Return on assets	0,1%	0,1%	0,1%	0,0%	0,0%
Solvency ratio	43,6%	18,5%	20,3%	23,3%	26,4%
Return on equity	-6,8%	-8,7%	-12,6%	-12,0%	-11,0%

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 2019 shows a loss of TDKK 174,403, and at 31 December 2019 the balance sheet of the Company shows equity of TDKK 3,595,644.

#### 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 2019 of the Company and the results of the activities of the Company for the financial year for 2019 have not been affected by any unusual events.

#### **Subsequent events**

The Company's outlook for the future will most likely be negatively affected by the COVID-19 outbreak and the measures taken by governments in most of the world to mitigate the impacts of the outbreak. Company Management has tried to estimate the effect of COVID-19 on the expected revenue and net profit of the Company. It is, however, too early yet to give an opinion as to the extent of the negative implications. Therefore, Management finds itself unable to disclose reliably its outlook for the future in accordance with section 12 of the Danish Financial Statements Act.



# **Income Statement 1 January - 31 December**

	Note	2019	2018
		TDKK	TDKK
Gross profit/loss		10.367	9.386
Staff expenses	1	-3.429	-3.709
Depreciation, amortisation and impairment of property, plant and	'	-3.429	-3.709
equipment	_	-26	-18
Profit/loss before financial income and expenses	_	6.912	5.659
Financial income		442	647
Financial expenses	2	-184.610	-184.746
Profit/loss before tax	_	-177.256	-178.440
Tax on profit/loss for the year	3	2.853	39.618
Net profit/loss for the year	_	-174.403	-138.822
Distribution of profit			
Proposed distribution of profit			
Retained earnings	_	-174.403	-138.822
	_	-174.403	-138.822



# **Balance Sheet 31 December**

## Assets

	Note	2019	2018
		TDKK	TDKK
Other fixtures and fittings, tools and equipment		4	0
Leasehold improvements	_	102	126
Property, plant and equipment	4 _	106	126
Investments in subsidiaries	5	7.875.868	7.875.868
Fixed asset investments	-	7.875.868	7.875.868
Fixed assets	-	7.875.974	7.875.994
Finished goods and goods for resale	_	2.379	2.684
Inventories	-	2.379	2.684
Trade receivables		18.120	14.534
Receivables from group enterprises		345.327	361.979
Other receivables		934	688
Corporation tax receivable from group enterprises	_	2.853	0
Receivables	-	367.234	377.201
Currents assets	-	369.613	379.885
Assets	-	8.245.587	8.255.879



# **Balance Sheet 31 December**

# Liabilities and equity

	Note	2019	2018
		TDKK	TDKK
Share capital		502	502
Retained earnings	_	3.595.142	1.527.827
Equity	-	3.595.644	1.528.329
Other payables	_	383	0
Long-term debt	6 -	383	0
Credit institutions		0	21.410
Trade payables		3.088	1.714
Payables to group enterprises		4.642.305	6.699.986
Other payables	6	3.582	3.316
Deferred income	7 _	585	1.124
Short-term debt	_	4.649.560	6.727.550
Debt	-	4.649.943	6.727.550
Liabilities and equity	-	8.245.587	8.255.879
Contingent assets, liabilities and other financial obligations	8		
Related parties	9		
Accounting Policies	11		



# **Statement of Changes in Equity**

		Retained	
	Share capital	earnings	Total
	TDKK	TDKK	TDKK
Equity at 1 January	502	1.527.827	1.528.329
Contribution from group	0	2.241.718	2.241.718
Net profit/loss for the year	0	-174.403	-174.403
Equity at 31 December	502	3.595.142	3.595.644



		2019	2018
1	Staff expenses	TDKK	TDKK
	Wages and salaries	2.537	2.959
	Pensions	846	724
	Other social security expenses	46	26
		3.429	3.709
	Average number of employees	13	11

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.

## 2 Financial expenses

	Interest paid to group enterprises Other financial expenses Exchange adjustments, expenses	184.266 1 343	184.266 19 461
		184.610	184.746
3	Tax on profit/loss for the year		
	Current tax for the year	-2.853	-39.618



-39.618

-2.853

# 4 Property, plant and equipment

	Other fixtures and fittings, tools and equipment TDKK	Leasehold improvements TDKK
Cost at 1 January	0	223
Additions for the year	4	0
Cost at 31 December	4	223
Impairment losses and depreciation at 1 January	0	97
Depreciation for the year	0	24
Impairment losses and depreciation at 31 December	0	121
Carrying amount at 31 December	4	102
Depreciated over	2-10 years	5 years



		2019	2018
5	Investments in subsidiaries	TDKK	TDKK
	Cost at 1 January	7.875.868	7.875.868
	Carrying amount at 31 December	7.875.868	7.875.868

Investments in subsidiaries are specified as follows:

	Place of		Votes and		Net profit/loss
Name	registered office	Share capital	ownership	Equity	for the year
CB Diagnostics Holding	Uppsala,				_
AB, TSEK	Sweden	100	100%	1.441.283	-332.346
	Uppsala,				
CB Diagnostics AB, TSEK	Sweden	100	100%	2.460.068	-168.029
Sweden DIA (Sweden) AB,	Uppsala,				
TSEK	Sweden	127	100%	91.418	0
	Uppsala,				
Phadia Sweden AB, TSEK	Sweden	100	100%	109	0
	Uppsala,				
Phadia Holding AB, TSEK	Sweden	100	100%	1.474.940	-96.756
	Dover,				
	Delaware,				
Phadia US Inc., TUSD	U.S.A.		100%	0	0
	Uppsala,				
Phadia AB, TSEK	Sweden	40.000	100%	6.882.457	-55.990
Phadia Real Property AB,	Uppsala,				
TSEK	Sweden	100	100%	9.652	2.818
	Uppsala,				
Allergon AB, TSEK	Sweden	100	100%	219.016	608
Nanjing WeiKangLe					
Trading Industrial Co., Ltd.,					
TCNY	Nanjing, China	5.000	100%	15.763	147
Beijing Phadia Diagnostics					
Co., Ltd., TCNY	Beijing, China	6.623	100%	5.381	234
Laboratory Specialties	Strydompark,				
Proprietary Ltd., TZAR	South Africa	4.051	100%	50.064	6.321
Phadia Diagnosticos Ltda,					
TBRL	Itaipava, Brazil		100%	0	0



## 6 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:

	2019 TDKK	2018 TDKK
Other payables	IDAK	IDKK
Between 1 and 5 years	383	0
Long-term part	383	0
Other short-term payables	3.582	3.316
	3.965	3.316

### 7 Deferred income

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

8	Contingent assets, liabilities and other financial obligations	2019 TDKK	2018 TDKK
	Rental and lease obligations		
	Lease obligations under operating leases. Total future lease payments:		
	Within 1 year	708	726
	Between 1 and 5 years	807	818
		1.515	1.544



#### 8 Contingent assets, liabilities and other financial obligations (continued)

#### Other contingent liabilities

Fisher Scientific Biotechline ApS is jointly taxed with the Danish companies in the Thermo Fisher Scientific Group. The joint taxation also covers withholding taxes in form of dividend tax, royalty tax and interest tax. The Danish companies are jointly and individually liable for the joint taxation. Any subsequent adjustment to income taxes may lead to a larger liability. The tax for the individual companies is allocated in full basis of the expected taxable income.

#### 9 Related parties

#### **Transactions**

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

There have been no transactions with the Supervisory Board, the Executive Board, senior officers, significant shareholders, group enterprises or other related parties, except for intercompany transactions and normal management remuneration.

#### **Consolidated Financial Statements**

The Company's ultimative 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

#### 10 Payables to group enterprises

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 2021.



#### 11 Accounting Policies

The Annual Report of Fisher Scientific Biotech Line ApS for 2019 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 2019 are presented in TDKK.

#### **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.



#### 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**

#### 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.

#### **Gross profit/loss**

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

### Staff expenses

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



#### 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 main activities of the Company, 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 year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

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

The Company is jointly taxed with it's parent company. The tax effect of the joint taxation with the subsidiaries is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

## **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



#### 11 Accounting Policies (continued)

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 13,800 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 of the inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.



#### 11 Accounting Policies (continued)

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour with addition of indirect production costs. Indirect production costs comprise the cost of indirect materials and labour as well as maintenance and depreciation of the machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management.

#### **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.

#### Deferred tax assets and liabilities

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

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

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

#### 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.



## 11 Accounting Policies (continued)

# **Financial Highlights**

## **Explanation of financial ratios**

Return on assets Profit before financials x 100

Total assets

Solvency ratio Equity at year end x 100

Total assets at year end

Return on equity Net profit for the year x 100

Average equity

