

Calderys Danmark A/S

Hammerholmen 48

2650 Hvidovre

CVR No. 23102714

Annual Report 2016

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 29 May 2017

Sarang Tavallaey-Roodsari
Chairman

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Management's Statement

Today, Management has considered and adopted the Annual Report of Calderys Danmark A/S for the financial year 1 January 2016 - 31 December 2016.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

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

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

Hvidovre, 29 May 2017

Executive Board

Allan Højdorf
Man. Director

Supervisory Board

Sarang Tavallaey-Roodsari
Chairman

Allan Højdorf

Julie Marie Emilie Thiery

Independent Auditor's Report

To the shareholders of Calderys Danmark A/S

Opinion

We have audited the financial statements of Calderys Danmark A/S for the financial year 01-01-2016 - 31-12-2016, which comprise an income statement, balance sheet and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31-12-2016 and of the results of its operations for the financial year 01-01-2016 - 31-12-2016 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in our auditors' report under "Auditors' responsibility for the audit of the financial statements". As required by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, we are independent of the Company, 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.

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 considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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.

Independent Auditor's Report

- * Evaluate whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of opinion providing assurance regarding the Management's review.

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

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Copenhagen, 29 May 2017

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR-no. 33963556

Flemming Larsen

State Authorised Public Accountant

Calderys Danmark A/S

Company details

Company	Calderys Danmark A/S Hammerholmen 48 2650 Hvidovre
Telephone	36772811
Telefax	26770805
CVR No.	23102714
Financial year	1 January 2016 - 31 December 2016
Supervisory Board	Sarang Tavallaey-Roodsari, Chairman Allan Højdorf Julie Marie Emilie Thiery
Executive Board	Allan Højdorf, Man. Director
Auditors	Deloitte Statsautoriseret Revisionspartnerselskab Weidekampsgade 6 P.O. Box 1600 0900 København K CVR-no.: 33963556

Management's Review

The Company's principal activities

The Company's principal activities consist of sale and installation of refractories for refuse disposal plants and ovens.

Exceptional circumstances

No exceptional circumstances have affected recognition or measurement.

Development in activities and financial matters

Revenue for the year is DKK 46.0m compared to DKK 46.3m last year. Results from ordinary activities after tax are DKK 247k compared to DKK 630k last year.

On 4th January 2017 the Company acquired the shares in the company Damolin Invest A/S. The acquisition is financed through a loan from group companies.

Post financial year events

With the exception of the above mentioned acquisition after the end of the financial year to this date, no events have occurred which may change the financial position of the entity substantially.

Accounting Policies

Reporting Class

The Annual Report of Calderys Danmark A/S for 2016 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with the adoption of individual rules from class C.

The accounting policies applied remain unchanged from last year.

Reporting currency

The Annual Report is presented in Danish kroner.

Foreign currency translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

General Information

Basis of recognition and measurement

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. 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 accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are 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 term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Income Statement

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Contract work in progress is included in revenue based on the stage of completion so that revenue corresponds to

Accounting Policies

the selling price of the work performed in the financial year (the percentage-of-completion method).

Raw materials and consumables

Costs for raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary write-downs of the relevant inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationary and office supplies, marketing costs, etc. This item also includes write-downs of receivables recognised in current assets.

Staff expenses

Staff expenses comprise wages and salaries, pensions and social security costs.

Amortisation, depreciation and impairment losses

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life
Properties	33 years
Other fixtures and fittings, tools and equipment	3-10 years

Land is not amortised.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement with the amounts that concern the financial year. Financial income and expenses include interest income and expenses, realised and unrealised capital gains and losses regarding securities, debt and foreign currency transactions, dividends received from other equity investments, amortisation of financial assets and liabilities as well as surcharges and allowances under the tax repayment scheme.

Tax on net profit/loss for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance Sheet

Tangible assets

Land and buildings as well as other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

Property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at cost on the basis of the FIFO principle or at the net realisable value if the latter is lower.

Cost consists of purchase price plus delivery costs.

Accounting Policies

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Contract work in progress

Contract work in progress is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress.

Each contract in progress is recognised in the balance sheet under receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Prepayments

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years. Prepayments are measured at cost.

Cash

Cash and cash equivalents comprise bank deposits.

Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments in connection with contracts concluded.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Once it is likely that total costs will exceed total income from a contract in progress, provisions are made for the total loss estimated to result from the relevant contract.

Other financial liabilities

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

Operating leases

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Income Statement

	Note	2016 DKK	2015 DKK
Revenue		46.025.333	46.324.898
Raw materials and cosumables used		-34.350.287	-35.448.049
Other external expenses		-5.727.243	-4.225.615
Gross result		5.947.803	6.651.234
Staff costs	1, 2	-5.410.486	-5.275.483
Depreciation, amortisation and impairment losses		-247.269	-247.270
Profit from ordinary operating activities		290.048	1.128.481
Other financial income	3	41.485	33.515
Other financial expenses	4	-16.354	-158.088
Profit from ordinary activities before tax		315.179	1.003.908
Tax expense on ordinary activities	5	-67.962	-373.622
Profit		247.217	630.286
Proposed distribution of results			
Proposed dividend recognised in equity		0	1.200.000
Retained earnings		247.217	-569.714
Distribution of profit		247.217	630.286

Balance Sheet as of 31 December

	Note	2016 DKK	2015 DKK
Assets			
Land and buildings	6	2.181.823	2.415.118
Fixtures, fittings, tools and equipment	7	0	13.974
Property, plant and equipment		2.181.823	2.429.092
Deposits		16.000	16.000
Fixed asset investments		16.000	16.000
Fixed assets		2.197.823	2.445.092
Raw materials and consumables		2.613.315	2.091.785
Inventories		2.613.315	2.091.785
Short-term trade receivables		7.265.403	13.428.794
Contract work in progress	8	698.896	1.135.264
Short-term receivables from group enterprises		6.720.795	4.057.972
Current deferred tax		574.486	501.054
Short-term tax receivables		122.972	0
Prepayments		354.467	428.521
Receivables		15.737.019	19.551.605
Cash and cash equivalents		2.674.912	1.396.959
Current assets		21.025.246	23.040.349
Assets		23.223.069	25.485.441

Balance Sheet as of 31 December

	Note	2016 DKK	2015 DKK
Liabilities and equity			
Contributed capital		1.300.000	1.300.000
Retained earnings		10.023.527	9.776.310
Proposed dividend recognised in equity		3.700.000	3.700.000
Equity		15.023.527	14.776.310
Other provisions		1.150.000	1.150.000
Provisions		1.150.000	1.150.000
Trade payables		812.739	1.937.227
Payables to group enterprises		689.044	1.987.293
Tax payables		0	170.608
Other payables		5.547.759	5.464.003
Short-term liabilities other than provisions		7.049.542	9.559.131
Liabilities other than provisions within the business		7.049.542	9.559.131
Liabilities and equity		23.223.069	25.485.441
Contingent liabilities	9		
Ownership	10		
Liabilities under off-balance sheet leases	11		
Related parties	12		

Statement of changes in Equity

	Contributed capital DKK	Retained earnings DKK	Proposed dividend recognised in equity DKK	Total DKK
Equity 1 January 2016	1.300.000	9.776.310	3.700.000	14.776.310
Profit (loss)	0	247.217	0	247.217
Equity 31 December 2016	1.300.000	10.023.527	3.700.000	15.023.527

The share capital has remained unchanged for the last 5 years.

Notes

	2016	2015
1. Staff costs		
Wages and salaries	5.216.774	5.082.745
Pension costs	193.712	192.738
	5.410.486	5.275.483
Average number of full-time employees	23	24
2. Staff costs		
Total staff costs comprise:		
Wages and salaries	16.144.738	15.635.972
Pension costs	193.712	192.738
Other social security costs	164.448	199.416
	16.502.898	16.028.126
Total staff costs are allocated as follows:		
Project costs	11.092.412	10.752.643
Staff costs	5.410.486	5.275.483
	16.502.898	16.028.126
3. Other financial income		
Other financial income	41.485	33.515
	41.485	33.515
4. Other financial expenses		
Other financial expenses	16.354	158.088
	16.354	158.088
5. Tax expense		
Taxes for prior years	-3.634	91.241
Corporate Income Tax	145.028	339.598
Deferred tax change	-73.432	-57.217
	67.962	373.622
6. Land and buildings		
Cost at the beginning of the year	8.697.486	8.697.486
Cost at the end of the year	8.697.486	8.697.486
Depreciation and amortisation at the beginning of the year	-6.282.368	-6.049.073
Amortisation for the year	-233.295	-233.295
Impairment losses and amortisation at the end of the year	-6.515.663	-6.282.368
Carrying amount at the end of the year	2.181.823	2.415.118

Notes

	2016	2015
7. Fixtures, fittings, tools and equipment		
Cost at the beginning of the year	1.451.883	1.451.883
Cost at the end of the year	1.451.883	1.451.883
Depreciation and amortisation at the beginning of the year	-1.437.909	-1.423.934
Amortisation for the year	-13.974	-13.975
Impairment losses and amortisation at the end of the year	-1.451.883	-1.437.909
Carrying amount at the end of the year	0	13.974
8. Contract work in progress		
Sales value of the production for the period	6.815.955	3.309.377
Payments on account received	-6.117.059	-2.174.113
Net value of contract work	698.896	1.135.264
<i>Progress billings are divided as follows in the balance sheet:</i>		
Net receivables	698.896	1.135.264
Net liabilities	0	0
	698.896	1.135.264
9. Contingent liabilities		
Recourse and non-recourse guarantee commitments	2.781.229	2.105.070
	2.781.229	2.105.070
10. Ownership		
The Company has registered the following shareholder to hold more than 5% of the voting share capital or of the nominal value of the share capital:		
Calderys Nordic AB, Sweden		
11. Unrecognised rental and lease commitments		
Commitments under rental agreements or leases until expiry	523.950	816.956
	523.950	816.956
12. Related parties		
Imerys, 154 Rue de l'Université, F-75007 Paris, France is the Ultimate Parent and has controlling interest via other group companies.		