

# Cold Jet ApS

Industrivej 62, 6740 Bramming CVR no. 26 18 52 62

# **Annual report for 2017**

Årsrapporten er godkendt på den ordinære generalforsamling, d. 22.05.18

Scott P. Gatje Dirigent

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# Company information etc.

## The company

Cold Jet ApS Industrivej 62 6740 Bramming Tel.: 76 56 15 00 Fax: 76 56 15 09

Registered office: Esbjerg CVR no.: 26 18 52 62

Financial year: 01.01 - 31.12

#### **Executive Board**

Arvid Nielsen

#### **Board Of Directors**

Eugene Lambert Cooke III Jan Lodewijk Maria Frans G. Vansant Scott Peter Gatje

#### **Auditors**

Beierholm

Statsautoriseret Revisionspartnerselskab

# Bank

Sydbank



Cold Jet ApS

# Statement of the Board of Directors and Executive Board on the annual report

We have on this day presented the annual report for the financial year 01.01.17 - 31.12.17 for Cold Jet ApS.

The annual report is presented in accordance with Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.17 and of the results of the the company's activities for the financial year 01.01.17 - 31.12.17.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Bramming, May 22, 2018

#### **Executive Board**

Arvid Nielsen

#### **Board Of Directors**

Eugene Lambert Cooke III Chairman Jan Lodewijk Maria Frans G. Vansant Scott Peter Gatje



#### To the capital owner of Cold Jet ApS

#### Opinion

We have audited the financial statements of Cold Jet ApS for the financial year 01.01.17 - 31.12.17, which comprise the income statement, balance sheet, statement of changes in equity and notes, inclusive of accounting policies. The financial statements are prepared in accordance with Danish Financial Statements Act

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31.12.17 and of the results of the company's operations for the financial year 01.01.17 - 31.12.17 in accordance with the Danish Financial Statements Act.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing 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 regarding the 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 Financial Statements Act.



Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Acts. We did not identify any material misstatement of management's review.

## Management's responsibility for the financial statements

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 International Standards on Auditing 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 International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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 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.

Frederikshavn, May 22, 2018

#### Beierholm

Statsautoriseret Revisionspartnerselskab CVR no. 32 89 54 68

Dennis Høyer State Authorized Public Accountant MNE-no. mne35807



# **Primary activities**

The company's activities comprise of development, production and sale of dry ice machines and pelletizers for industrial use.

# Development in activities and financial affairs

The income statement for the period 01.01.17 - 31.12.17 shows a profit/loss of DKK 7,918,586 against DKK 3,148,697 for the period 01.01.16 - 31.12.16. The balance sheet shows equity of DKK 19,333,886.

The management considers the net profit for the year to be satisfactory.

# Subsequent events

No important events have occurred after the end of the financial year.



# **Income statement**

Total	7,918,586	3,148,697
Retained earnings	7,918,586	3,148,69
Proposed appropriation account		
Profit/loss for the year	7,918,586	3,148,69
Tax on profit or loss for the year	-2,052,165	-3,332,11
Profit/loss before tax	9,970,751	6,480,81
Financial income Financial expenses	3,333,233 -914,830	479,29 -1,092,45
Income from equity investments in group enterprises	988,478	3,570,55
Profit/loss before net financials	6,563,870	3,523,42
Depreciation, amortisation, impairment losses and write- downs of property, plant and equipment	-264,301	-1,347,46
Profit/loss before depreciation, amortisation, write- downs and impairment losses	6,828,171	4,870,88
Staff costs	-11,326,170	-10,463,89
Gross profit	18,154,341	15,334,77
		DK
	2017 DKK	201 DK



# **ASSETS**

Total assets	47,784,496	46,639,357
Total current assets	47,057,668	45,020,480
Cash	9,650	4,691,725
Total receivables	28,815,336	28,207,648
Prepayments	166,819	247,304
Other receivables	908,725	340,839
Trade receivables Receivables from group enterprises	5,539,666 22,200,126	5,636,353 21,983,153
Total inventories	18,232,682	12,121,10
Manufactured goods and goods for resale	9,889,063	7,506,575
Raw materials and consumables Work in progress	6,351,280 1,992,339	3,360,874 1,253,658
Total non-current assets	726,828	1,618,877
Total investments	132,021	1,277,770
Equity investments in group enterprises	132,021	1,277,770
Total property, plant and equipment	594,807	341,107
Other fixtures and fittings, tools and equipment	594,807	341,107
	DIXIX	
	31.12.17 DKK	31.12.16 DKK



Note

# **EQUITY AND LIABILITIES**

Total equity and liabilities	47,784,496	46,639,357
Total payables	28,263,610	34,983,017
Total short-term payables	15,829,665	20,877,417
Other payables	1,626,959	1,398,422
Income taxes	1,912,698	3,666,621
Trade payables	3,425,058	2,916,691
Payables to other credit institutions Prepayments received from customers	5,008,225 3,856,725	8,168,155 4,727,528
Total long-term payables	12,433,945	14,105,600
Subordinate loan capital	12,433,945	14,105,600
Total provisions	187,000	44,000
Provisions for deferred tax	187,000	44,000
Total equity	19,333,886	11,612,340
Retained earnings	12,908,886	5,187,340
Share capital Reserve for net revaluation according to the equity method	6,425,000	6,425,000
	DKK	DKK
	31.12.17 DKK	31.12.16 DKK

<sup>4</sup> Contingent liabilities



<sup>5</sup> Charges and security

<sup>6</sup> Related parties

# Statement of changes in equity

	1	Reserve for net revaluation according to the equity	Retained
Figures in DKK	Share capital	method	earnings
Statement of changes in equity for 01.01.16 - 31.12.16			
Balance pr. 01.01.16  Net effect of mergers and acquisition of	6,200,000	0	7,287,439
enterprises	225,000	0	-5,679,340
Balance pr. 01.01.16 Foreign currency translation adjustment of	6,425,000	0	1,608,099
foreign enterprises	0	0	430,544
Net profit/loss for the year	0	0	3,148,697
Balance as at 31.12.16	6,425,000	0	5,187,340
Statement of changes in equity for 01.01.17 - 31.12.17			
Balance as at 01.01.17 Foreign currency translation adjustment of	6,425,000	0	5,187,340
foreign enterprises	0	0	-197,040
Net profit/loss for the year	0	0	7,918,586
Balance as at 31.12.17	6,425,000	0	12,908,886



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T.A	V.	CO

	2017 DKK	2016 DKF
1. Staff costs		
Wages and salaries Pensions Other social security costs	10,105,440 1,123,158 97,572	9,336,606 1,024,293 102,993
Total	11,326,170	10,463,892
Average number of employees during the year	15	14
2. Financial income		
2. Financial income  Interest, group enterprises Other financial income	1,132,392 2,200,841	479,290 (

# 3. Financial expenses

Other interest expenses	914,830	1,092,450
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#### 4. Contingent liabilities

Lease commitments

The company has concluded lease agreements with terms to maturity of up to 43 months and a total liability of DKK 591k, including liabilities at contract expiration.

Futhermore the company has concluded rental agreement with term of notice on 6 months and a maximum total liability on DKK 234k.

## 5. Charges and security

As security for debt to credit institutions, a company charge on DKK 5,000k has been provided comprising trade receivables and inventories. The total carrying amount of the comprised assets is DKK 23,772k.

## 6. Related parties

The company is included in the consolidated financial statements of the parent Cold Jet Technologies LLC, USA.



#### 7. Accounting policies

#### **GENERAL**

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

In accordance with section 110 of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

#### Change in accounting policies

Except for the areas mentioned above, the accounting policies have been applied consistently with the previous year.

#### Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

#### **CURRENCY**

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables



and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets, inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

On recognition of foreign subsidiaries which are independent entities, the income statements are translated at the exchange rates applicable at the transaction date or approximate average exchange rates. The balance sheet items are translated using the exchange rates applicable at the balance sheet date. Foreign currency translation adjustments arising from the translation of equity at the beginning of the year using the exchange rates applicable at the balance sheet date and from the translation of income statements from average exchange rates to the exchange rates applicable at the balance sheet date are recognised directly in equity.

Translation adjustments of intercompany balances with independent foreign subsidiaries, measured using the equity method and where the balance is considered to be part of the overall investment, are recognised directly in equity. On the divestment of foreign entities, accumulated exchange differences are recognised in the income statement.

#### **LEASES**

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

#### **INCOME STATEMENT**

#### Gross profit

Gross profit comprises revenue, other operating income and raw materials and consumables and other external expenses.

## Revenue

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.



#### Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

#### Costs of raw materials and consumables

Costs of raw materials and consumables comprise raw materials and consumables used for the year as well as any changes in inventories, including any inventory wastage.

Write-downs of inventories of raw materials and consumables are also recognised under raw materials and consumables to the extent that these do not exceed normal write-downs.

#### Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal writedowns.

#### Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

#### Depreciation, amortisation and impairment losses

The depreciation and amortisation of intangible assets and property, plant and equipment aim at systematic depreciation and amortisation over the expected useful lives of the assets. Assets are depreciated and amortised according to the straight-line method based on the following expected useful lives and residual values:

	Useful	Residual
	lives,	value
	years	DKK
Completed development projects	5	0
Other plant, fixtures and fittings, tools and equipment	2 - 5	120,090

The basis of depreciation and amortisation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation and amortisation is



reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

#### Income from equity investments in group entreprises

For equity investments in subsidiaries, measured using the equity method, the share of the enterprises' profit or loss is recognised in the income statement after elimination of unrealised intercompany profits and losses and less any goodwill amortisation and impairment losses.

Income from equity investments in subsidiaries comprises gains and losses on the sale of equity investments.

#### Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

#### Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

#### BALANCE SHEET

#### Intangible assets

Completed development projects

Development projects are recognised in the balance sheet where the project aims at developing a specific product or a specific process, intended to be produced or used, respectively, by the company in its production process. On initial recognition, development projects are measured at cost. Cost comprises the purchase price plus expenses resulting directly from the purchase, including wages and salaries directly attributable to the development projects until the asset is ready for use. Interest on loans arranged to finance development projects in the development period is not included in the cost. Other



development projects and development costs are recognised in the income statement in the year in which they are incurred.

Development projects are subsequently measured in the balance sheet at cost less accumulated amortisation and impairment losses.

Completed development projects are amortised using the straight-line method based on useful lives, which are stated in the 'Depreciation, amortisation and impairment losses' section.

Gains and losses on the disposal of intangible assets are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal.

#### Property, plant and equipment

Property, plant and equipment comprise other fixtures and fittings, tools and equipment

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation, amortisation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

## Equity investments in group entreprises

Equity investments in subsidiaries are recognised and measured according to the equity method, meaning that these equity investments are measured at the proportionate share of the enterprises' equity value, determined according to the accounting policies of the parent, adjusted for the remaining value of positive or negative goodwill and gains and losses on transactions with the enterprises in question.



Equity investments in subsidiaries with a negative carrying amount are measured at DKK 0. Receivables that are considered part of the combined investment in the enterprises in question are impaired by any remaining negative equity value. Other receivables from such enterprises are impaired to the extent that such receivables are considered uncollectible. Provisions to cover the remaining negative equity value are recognised only to the extent that the company has a legal or constructive obligation to cover the liabilities of the enterprise in question.

Gains or losses on the divestment of subsidiaries are determined as the difference between the divestment consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses are recognised in the income statement under income from equity investments.

#### Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation/amortisation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

#### **Inventories**

Inventories are measured at cost calculated according to the FIFO principle. Inventories are written down to the lower of cost and net realisable value.



The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

The cost of manufactured finished goods and work in progress is determined as the value of direct and indirect material and labour costs. Production overheads include indirect material and labour costs as well as maintenance and depreciation of machinery, buildings and equipment used in the production process as well as the costs of factory administration and management. Interest on loans arranged to finance production is not included in the cost.

The net realisable value of inventories is determined as the selling price less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and the expected development in the selling price.

#### Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

#### **Prepayments**

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

#### Cash

Cash includes deposits in bank accounts as well as operating cash.

#### **Equity**

The net revaluation of equity investments in subsidiaries is recognised in the net revaluation reserve in equity according to the equity method to the extent that the carrying amount exceeds the cost.

#### Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.



Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

#### **Payables**

With subordinate loan capital, the creditor has subordinated its claim to those of all other creditors of the company.

Long-term payables are measured at cost at the time of contracting such liabilities (raising of the loan). The payables are subsequently measured at amortised cost where capital losses and loan expenses are recognised in the income statement as a financial expense over the term of the payable on the basis of the calculated effective interest rate in force at the time of contracting the liability.

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

#### Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to the time and date of delivery of the agreed product or completion of the agreed service.

