

# **KYOCERA UNIMERCO A/S**

Drejervej 2, 7451 Sunds, Denmark Company reg. no. 26 77 69 10

Annual Report for the period 1 April 2015 – 31 March 2016

Approved at the General Meeting \_\_29.06.2016 Chairman: \_\_Ditte Simonsen\_\_\_\_

#### **COMPANY DETAILS**

KYOCERA UNIMERCO A/S

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Company reg. no.: 26 77 69 10

### **Core activities**

KYOCERA UNIMERCO is a consulting, sales, manufacturing and service company within cutting tools for manufacturers, measuring and calibration, and fastening products for the building and construction industries.

# Ownership structure

The company is 100% owned by:

KYOCERA Fineceramics GmbH, Germany

#### **Board of Directors**

Ken Ishii, Chairman

Shigeru Koyama

Koichi Kano

Senri Nagashima

Anders Hegaard

Peer Ditlev

Lise Rahbek Laursen

# Management

Shigeru Koyama, Chairman Senri Nagashima, President Anders Hegaard, Vice President

# Financial year

1 April - 31 March

#### **Auditors**

PricewaterhouseCoopers

# **Bankers**

Danske Bank

### Lawyers

PLESNER, Copenhagen

# **General Meeting**

The company's General Meeting will be held in the company's office Wednesday 29 June 2016.

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# **KEY FIGURES**

DKK '000	10/12 18 months	12/13	13/14 *	14/15	15/16
Revenue	979.088	660.446	907.240	944.596	1.013.475
Expenses	868.490	617.615	814.816	842.765	936.710
EBITDA	171.760	87.608	134.096	140.256	120.282
ЕВІТ	110.598	42.831	92.424	101.831	76.765
Financialitems	-4.855	-2.042	-3.977	1.088	-3.283
ЕВТ	105.743	40.789	88.447	102.919	73.482
Net profit	74.669	28.105	63.435	73.146	49.697
E	040.050	004.740	074.040	044.770	054000
Fixed assets	312.353	291.740	271.012	244.776	254.929
Current assets	327.876	361.583	486.518	522.453	509.224
Total assets	640.229	653.323	757.530	767.229	764.153
Share capital	152.766	152.766	153.000	153.000	153.000
Equity	411.187	437.923	530.487	620.572	627.926
Provisions	34.432	31.978	28.623	27.002	22.075
Non-current liabilities	93.767	86.262	2.584	2.439	2.568
Current liabilities	100.843	97.160	195.836	117.216	111.584
Cash flow from operating acitivities	119.463	78.257	80.926	90.714	71.734
Cash flow from investing activities	1.916	-22.988	-23.413	-1.430	-52.636
Of this investment in tangible fixed assets	-31.485	-19.119	-16.807	-12.915	-22.268
Cash flow from financing activities	-116.055	-22.841	-12.608	-142.023	-22.699
Change in cash for the year	5.324	32.428	44.905	-52.739	-3.601
Cash, end of period	110.005	143.249	183.631	139.884	131.845
Average no. of employees	513	528	582	589	662
No. of employees, end of period	528	548	591	590	681
Profit margin	11,3	6,5	10,2	10,8	7,6
Return on invested capital p.a.	17,6	10,6	24,3	23,6	15,1
Gross margin ratio	38,9	38,6	38,6	38,9	37,2
Return on equity p.a.	12,6	6,6	13,1	12,7	8,0
Equity ratio	64,2	67,0	70,0	80,9	82,2

<sup>\*</sup> Pooling of interest method after group internal business combination should have resulted in correction of comparative figures. However, due to lack of data the comparative figures for 10/12 and 12/13 have not been updated.

The financial ratios have been prepared in accordance with the Danish Society of Financial Analysts' guidelines concerning the calculation of financial ratios.

#### **GROUP MANAGEMENT REPORT**

This year, the Group's revenue exceeded DKK 1 billion for the first time in the company's history and ended at DKK 1.013 million. The profit before tax ended at DKK 74 million. The largest part of the revenue comes from markets outside Denmark, and in 2015/2016, 78,3% of the revenue came from markets outside Denmark.

Our markets remain stagnant or very slowly growing, and we expect this to continue the coming years. Thus, our future growth must still come from our own efforts and further investment. We consider both revenue and profit to be at a satisfactory level given the large investments made in 2015/2016.

### **Development in revenue**

The revenue of DKK 1.013 represents a growth rate of 7,2% compared to 2014/2015. We consider this rate satisfactory, being much higher than the overall market growth rate. Our Tooling and Fastening divisions both saw growth compared to 2014/2015 – by 7,4% and 6,4%, respectively.

## **Development in profit**

Profit before tax decreased from DKK 103 million to DKK 74 million. The reduction in profit is due to unfavorable currency development and the fact that, during the year, we have invested significantly in market development, both from an organizational point of view and a product point of view, since we consider this strategically important for the future growth of the Group.

# **Acquisitions and investment**

This year, we have invested DKK 35 million, representing the highest investment level since Kyocera became owner in 2011.

We have established an e-commerce platform, which is implemented step by step in most of the countries where we are active. We consider this a very important support to our market activities. Currently, the solution is active in Denmark, Sweden, Norway and Finland.

During the year, we have set up 3 new companies:

#### KYOCERA BILGINOGLU Precision Tools Industry & Trade A.S.

In April, we started a joint venture in Turkey with Bilginoglu, which has been a local partner for Kyocera Group during more than 20 years. We consider the Turkish market a very interesting growth market for a number of our segments. We have had a good start in 2015/2016 and expect significant growth in the Turkish market over the coming years. In the coming year, we expect to establish a technical center in Turkey to further support our growth in this market. The company has 13 employees.

## Garsdalo Medienos Technologija UAB

In May, we acquired the Lithuanian company Garsdalo, which has been a long-term partner of the Group. This was an important step for the Group to get a production footprint in Eastern Europe, and the company has developed satisfactorily during its first year as part of the Group. This year, we have implemented the Group's IT systems in Garsdalo, and we expect significant synergies in the future. The company has 47 employees.

### **KYOCERA UNIMERCO Tooling S.r.l.**

In June, we set up a sales company in Milan, Italy, as our activities had reached a level where a company was required to support the continued growth of activities in Italy. The company has 4 employees.

#### **GROUP MANAGEMENT REPORT**

# **Equity and liquidity**

Equity has been increased by DKK 5 million, from DKK 621 million to DKK 626 million. Profit for the year has increased the equity by DKK 49 million, while exchange rate adjustment of the equity in the subsidiaries has decreased the equity by DKK 19 million. Dividend payment has reduced equity by DKK 25 million. The equity ratio is 82%.

Liquidity has decreased from DKK 140 million to DKK 132 million.

Since the balance sheet date, there have been no significant occurrences.

### **Risks**

The Group has companies and activities in several countries, which means that profit, cash flow and equity are impacted by foreign exchange rates and interest developments for a number of currencies. Basically, the Group does not hedge neither commercial currency risks nor currency risk relating to investment in subsidiaries or joint ventures. The Group does not enter into speculative currency or interest hedging.

The liquidity risk is limited, since the Group has a high equity ratio, cash on hand, and access to internal financing in Kyocera Group if needed.

#### Product and process development, environment and education

During the year, the company has expanded its competency, capacity and capability in relation to developing new products and new versions of existing solutions. This mainly happens in development projects together with large international customers.

As regards environment and quality, all certified Tooling companies in the Group have retained their ISO and environmental certificates in all audits.

The company's education and competence level has improved this financial year, partly due to new employments and partly due to internal education activities.

# Mandatory statement on social responsibility under section 99(a) of the Danish Financial Statements Act

Please refer to the 2016 CSR report of the ultimate parent company Kyocera Corporation, which is prepared in accordance with the UN Global Compact guidelines. The report can be obtained from the Kyocera Group website on the following link: http://global.kyocera.com/ecology/catalog.html.

# Mandatory statement on the underrepresented gender under section 99(b) of the Danish Financial Statements Act

The company has set the goal that 40% of the board members should be female in 2019. During the financial year, the board was expanded with the president and vice president, who are both male. The purpose was to comply with Kyocera's policy, which requires that the members of the board of management are also members of the board of directors. At present, one out of seven board members is female.

Since the company has less than 50 employees, and since each subsidiary accounts for its own policy and activity to increase the number of women in the management group, the company is exempted to account for its policy on increasing the number of women in the management group.

#### **Expectations for the coming year**

The general market conditions seem to continue to be weak, and future growth will mainly come from increased market shares. We expect to be able to increase both sales and profit next year between 4% and 10%.

# **GROUP MANAGEMENT REPORT**

# **General Meeting and dividend**

The Annual General Meeting will be held on 29 June 2016 at the Group's head office at Drejervej 2, DK-7451 Sunds, Denmark.

The Board of Directors will propose to the Annual General Meeting that DKK 16,619,000 be distributed as dividend for the 2015/16 financial year.

#### **MANAGEMENT'S STATEMENT**

The Board of Directors and the Management have today considered and adopted the Annual Report of KYOCERA UNIMERCO A/S for the financial year 1 April 2015 - 31 March 2016.

The Annual Report has been prepared in accordance with the Danish Financial Statements Act.

We consider the accounting policies applied appropriate, and thus the Annual Report provides a true and fair view of the Company's and the Group's assets, liabilities and financial position as of 31 March 2016, and of the results of the Company's and the Group's activities and the Group's cash flows for the period 2015/16.

We are also of the opinion that the Management's report provides a true and fair account of the development in the Group's and the Company's activities and financial conditions, profit for the year and the Group's and the Company's financial position.

We recommend the Annual Report for adoption at the General Meeting.

Sunds, 29 June 2016

# Management

Shigeru Koyama Chairman	Senri Nagashima President	Anders Hegaard Vice President
Board of Directors		
Ken Ishii Chairman	Shigeru Koyama	Koichi Kano
Senri Nagashima	Anders Hegaard	
Peer Ditlev	Lise Rahbek Laursen	

#### INDEPENDENT AUDITOR'S REPORT

To the Shareholders of KYOCERA UNIMERCO A/S

# Report on Consolidated Financial Statements and Parent Company Financial Statements

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of KYOCERA UNIMERCO A/S for the financial year 1 April 2015 to 31 March 2016, which comprise accounting policies, income statement, balance sheet, statement of changes in equity and notes for both the Group and the Parent Company, as well as consolidated cash flow statement. The Consolidated Financial Statements and the Parent Company Financial Statements are prepared in accordance with the Danish Financial Statements Act.

# Management's Responsibility for the Consolidated Financial Statements and the Parent Company Financial Statements

Management is responsible for the preparation of Consolidated Financial Statements and Parent Company 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 Consolidated Financial Statements and Parent Company Financial Statements that are free from material misstatement, whether due to fraud or error.

# **Auditor's Responsibility**

Our responsibility is to express an opinion on the Consolidated Financial Statements and the Parent Company Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements in accordance with Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Consolidated Financial Statements and the Parent Company Financial Statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Financial Statements and the Parent Company Financial Statements. The audit procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements and the Parent Company Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of Consolidated Financial Statements and Parent Company Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the Consolidated Financial Statements and the Parent Company Financial Statements.

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

The audit has not resulted in any qualification.

# Opinion

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Company at 31 March 2016 and of the results of the Group and Company operations as well as the consolidated cash flows for the financial year 1 April 2015 - 31 March 2016 in accordance with the Danish Financial Statements Act.

### INDEPENDENT AUDITOR'S REPORT

# Statement on Management's Review

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Consolidated Financial Statements and the Parent Company Financial Statements. On this basis, in our opinion, the information provided in Management's Review is consistent with the Consolidated Financial Statements and the Parent Company Financial Statements.

Århus, 29 June 2016

**PricewaterhouseCoopers**Statsautoriseret Revisionspartnerselskab
CVR-nr. 33 77 12 31

Henrik Trangeled Kristensen State Authorised Public Accountant Hans Jørgen Andersen State Authorised Public Accountant

### **Basic principles**

The Annual Report for KYOCERA UNIMERCO A/S for 2015/16 is presented in accordance with the requirements of the Danish Financial Statements Act for class C companies (large).

The accounting policies applied in this Annual Report are unchanged from last year.

# In general

Assets are recognised in the balance sheet when it is probable that future economic benefits will accrue to the company and the value of the assets can be measured reliably.

Liabilities are recognised in the balance sheet when they are probable and when they can be measured reliably.

Initial recognition of assets and liabilities is done at cost price. Subsequently, assets and liabilities are measured as described below for each item.

Certain financial assets and liabilities are measured at amortised cost price, which means a constant true interest is recognised. Amortised cost is calculated as initial cost less any instalments and addition/deduction of the accumulated amortisation of the difference between cost and nominal value. Consequently, the capital gains and losses are allocated over the expected useful lives.

When recognising and measuring, allowance is made for any profits, losses and risks that become known before the financial statements are presented and which confirm or deny conditions, which existed on the balance sheet date.

Income is recognised in the income statement when earned – this includes recognition of value adjustments of financial assets and liabilities which are measured at fair value or amortised cost. Furthermore, all costs incurred to achieve the profit for the year – including depreciation, write-downs and provisions – are recognised in the income statement along with reversal of amounts, which have previously been recognised in the income statement, due to changes in accounting estimates.

# **Consolidated financial statements**

The consolidated financial statements comprise the parent company KYOCERA UNIMERCO A/S and the subsidiaries in which the Group holds more than 50% of the voting rights or, in any other way, holds controlling interest. Companies in which the Group holds between 20% and 50% of the voting rights and has a significant but not a controlling interest are considered as associated companies. In the process of consolidation, intra-group income and expenses, shareholdings, dividends, balances and unrealised intragroup profits and losses have been eliminated.

The accounting principles applied in the foreign subsidiaries have been adjusted to the Group's accounting principles.

Investments in subsidiaries are set off against the proportionate share of the subsidiaries' fair value of net assets or liabilities at the acquisition date.

Recently acquired subsidiaries are included in the consolidated financial statements as from the date of acquisition. Companies sold are included until the date of sale. Comparative figures are not adjusted for newly acquired or sold companies.

Purchases of new companies are accounted for using the purchase method of accounting, according to which the assets and liabilities of the newly acquired companies are measured at fair value at the time of acquisition. Provision is made for liabilities relating to any restructurings decided and published in the acquired company in connection with the purchase. Account is taken of the tax effect of the undertaken revaluations.

Positive balances (goodwill) between the cost and fair value of identified assets and liabilities acquired, including restructuring provisions, are recognised under intangible assets and amortised systematically through the income statement based on an individual assessment of the economic life of the asset.

Negative balances (negative goodwill) reflecting an anticipated unfavourable trend in the companies concerned are offset against positive balances and subsequently recognised in the income statement in line with the realisation of the unfavourable trend.

### **Group internal business combinations**

The pooling of interest method is applied on investments and divestures, mergers etc. of participating companies under the control of the parent company. Differences in the amounts between the cost price and the booked value of the acquired business are recognized directly in equity. Comparative figures are adjusted in accordance with the business combination.

# Translation of foreign currency

Transactions in foreign currency during the year have been booked during the year at the exchange rate effective on the date of transaction. Exchange differences arising from the difference between the exchange rate on the transaction date and the exchange rate prevailing at the balance sheet date are recognised in the income statement.

Receivables, payables and other monetary items in foreign currency, which have not been settled on the balance sheet date, are translated using the closing rate. The difference between the exchange rate of the balance sheet date and the exchange rate when the receivable or debt was incurred or recognised in the latest annual report is recognised in the income statement under financial items.

Non-current assets purchased in foreign currency are translated using the rate of exchange on the date of transaction.

Foreign subsidiaries and associated companies are considered as independent units. When recognising foreign subsidiaries and associated companies, the income statement is translated using the average exchange rate for the month. The balance sheet items are translated using the closing rate. Exchange rate differences deriving from translation of the foreign companies' equity at the beginning of the financial year using the closing rates, and the differences owing to the translation of income statements from the date of transaction to closing rates, are all recognised directly in the equity.

## **Derivative financial instruments**

Derivative financial instruments are initially recognised in the balance sheet at cost and subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are recognised in other receivables or other payables.

Changes in the fair value of derivative financial instruments, which meet the criteria of fair value hedging of a recognised asset or a recognised liability, are recognised in the income statement together with any changes in the value of the hedged asset or the hedged liability.

Changes in the fair value of derivative financial instruments, which meet the criteria of hedging of future assets or liabilities, are recognised in other receivables or other payables, as well as in equity. Earnings and expenses related to such hedging transactions are transferred from equity when the hedged position is realised and subsequently recognised in the same item as the hedged position.

For derivative financial instruments, which do not qualify as hedging instruments, changes are recognised at market value in the income statement on a continuing basis.

#### Income statement

#### Revenue

The revenue related to goods for resale and manufactured goods is recognised in the income statement provided that delivery and passing of the risk have taken place before the end of the financial year, and provided that the income can be stated reliably and is expected to be received. Revenue is recognised ex. VAT, taxes and discounts related to sales.

## **Production expenses**

Production expenses comprise expenses, including depreciation salaries/wages, incurred to achieve the revenue for the year. The trading activities include cost of sales, and the manufacturing activities include production expenses corresponding to the revenue for the year.

Production expenses also include R&D expenses that do not meet the criteria for capitalisation, along with depreciation on capitalised development expenses.

#### **Distribution expenses**

Distribution expenses comprise expenses regarding sales and distribution personnel, market development expenses, other sales promotion expenses, expenses related to sales risks, etc., including depreciation.

#### Administrative expenses

Administrative expenses comprise expenses regarding administrative staff, management and office expenses, etc., including depreciation. Administrative expenses also comprise other overheads regarding IT, including technical IT, human resource development, training and education and the company canteen.

### Other operating income and expenses

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

#### Profit or loss on investments in subsidiaries

The income statement of the parent company recognises the proportionate share of the profit or loss after tax of each individual subsidiary after full elimination of intercompany gains/losses.

### **Financial items**

Financial income and expenses include interest income and expenses, exchange gains and losses on securities, amortisation of financial assets and liabilities, as well as surcharges and allowances under the tax prepayment scheme.

#### Tax on profit for the year

Tax for the year, which includes the year's anticipated tax liability on taxable earnings and changes in deferred tax, is recognised in the income statement with the share that is directly attributable to the result for the year and directly on equity with the share, which can be attributed to entries made directly to the equity.

The parent company is taxed jointly with the Danish subsidiaries, and some of the foreign subsidiaries continue to influence the joint taxation. Provisions are made for full tax in all Danish subsidiaries. The difference between the calculated tax on income subject to joint taxation and the tax provided for in the subsidiaries is provided for in the financial statements of the parent company.

## **Government grants**

Government grants are included in the income statement when it is certain that the conditions have been met and that the government grants will be received. Government grants are recognised as income over a period of time corresponding to the equivalent costs.

#### **Balance sheet**

#### Intangible fixed assets

#### **Development costs**

Development costs comprise costs, wages/salaries and amortisations which can be directly or indirectly attributed to the company's development activities.

Clearly defined and identifiable development projects, for which the technical rate of utilisation, sufficient resources and a potential future market or development opportunity within the company can be demonstrated, and where it is the intent to manufacture, market or use the project, will be recognised as intangible fixed assets provided that the cost price can be measured reliably and provided that there is a sufficient degree of certainty that the future earnings can cover costs for production, sales and administration as well as costs for development.

Other development costs are recognised as costs in the income statement when incurred.

Capitalised development projects are measured at cost less accumulated depreciation or recoverable amount if this is lower.

Upon completion of the development work, recognised development costs are amortised using the straight-line method over the estimated economic useful life.

The amortisation period is 3-5 years.

#### **Acquired rights**

Patents and trademarks are measured at cost price with the deduction of accumulated depreciation and write-downs. Patents and trademarks are amortised on a straight-line basis over the expected useful life.

Depreciation of investments in software purchased to improve and streamline routines, processes, etc., is amortised on a straight-line basis over a period of 5 years. Software upgrades and updates are written off immediately.

### Goodwill

Goodwill is amortised over its expected economic life, which is determined on the basis of management's experience within the individual business areas. Goodwill is amortised on a straight-line basis over the period of amortisation.

The amortisation period for goodwill currently capitalised equals 3-10 years.

#### Tangible fixed assets

Plant and equipment are measured at acquisition cost less accumulated depreciation. Land is not depreciated.

Interest related to loans financing production of tangible fixed assets, and which concerns the production period, is recognised in the income statement.

Depreciation on buildings and installations is carried out on a straight-line basis over the estimated useful lives of the assets, which have been fixed at 25 years.

Plant and machinery as well as vehicles, fixtures, fittings, tools and equipment are depreciated over 5 years with the following profile in per cent of the cost value:

Year 1: 40.0% Year 2: 24.0% Year 3: 14.4% Year 4: 10.8% Year 5: 10.8%

However, desktop computers and laptops are depreciated over 3 years using the straight-line method.

#### Assets for sale

Tangible fixed assets available for sale are classified as receivables. They are transferred from fixed assets at cost price less accumulated depreciations. After transfer, no deprecations are made - but a write-down to net realization value, if that is lower than cost less accumulated depreciations.

#### Lease agreements

At the time of purchase, financially leased assets are recognised in the balance sheet at market value or at the current value of the future lease payments, if lower. When calculating the current value, the lease agreement's internal rate of return is used as discount factor, or an approximate value for this. Financially leased assets are depreciated as other tangible fixed assets.

#### Decrease in value of assets

The accounting values of tangible as well as intangible fixed assets are calculated annually for indications of decrease in value beyond that which is expressed by depreciation. If there are indications of decrease in value, impairment tests are made of each individual asset or group of assets. The assets are written down to recoverable amount if this is lower than the accounting value.

#### Fixed asset investments

Investments in subsidiaries are measured at equity value in the balance sheet of the parent company with additions or deductions of intra-group profits or losses and non-amortised goodwill calculated according to the acquisition method.

Investments in associated companies are measured at the proportionate share of the equity value in the balance sheets of the parent company and the Group in accordance with the Group's accounting policies, with additions or deductions of unrealised profits or losses and non-amortised goodwill calculated according to the acquisition method.

Listed and non-listed shares recognised under investments are measured at fair value.

### **Current assets**

#### **Inventories**

Inventories are recognised at cost, using the FIFO method or net realisation value, if lower.

The cost of goods for resale, raw materials and other materials comprises the purchase price plus delivery costs. The cost of manufactured goods and work in progress comprises the costs for raw materials, other materials and direct labour costs as well as indirect production costs.

Indirect production costs comprise indirect materials and labour costs, costs for maintenance of and depreciation on machinery, factory buildings and equipment applied in the production process as well as costs for factory administration and management.

The net realisable value of inventories is calculated as the selling price less cost of completion and costs for executing the sale, and it is fixed in consideration of negotiability, obsolescence and the development in expected sales price.

#### Receivables

Receivables are measured at amortised cost. Writing down for anticipated uncollectible is carried out.

#### Prepayments and deferred income

Prepayments recognised under assets comprise incurred costs related to the following financial year.

#### Equity

#### Dividend

Proposed dividend is recognised as a liability in the accounts when approved at the General Meeting (the time of announcement). The expected dividend is shown as a separate item under equity.

#### **Provisions**

# Deferred tax and corporation tax

Provision for deferred tax is calculated according to the debt method on the basis of all temporary differences between the tax and accounting values of assets and liabilities. Deferred tax is measured on the basis of the planned use of the asset as well as the planned settlement of the obligation.

In the calculation of deferred tax, the tax base of possible losses and provisions etc. is entered if it is likely that these can be included in future tax results.

If the deferred tax constitutes a positive amount, this is entered in the balance sheet as a deferred tax asset. Deferred tax is measured on the basis of the tax rules and tax rates in force in the individual countries.

Corporation tax is recognised along with the tax expected to be imposed on taxable profit for the year less tax paid on account.

### Restructuring provisions

In connection with acquisition of enterprises, provisions are made for costs related to restructurings within the acquired enterprise which have been decided and published no later than on the date of acquisition.

# Liabilities

Debt to mortgage credit institutions and credit institutions is recognised initially at the proceeds received net of transaction expenses incurred. In subsequent periods, the financial liabilities are recognised at amortised cost corresponding to the capitalised value using the effective interest rate, so that the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities, comprising trade payables and other payables, are measured at amortised cost, which essentially equals the nominal value.

#### **Deferred income**

Deferred income recognised under liabilities comprises received payments related to income in the following financial years.

# Cash flow statement

The cash flow statement shows the company's cash flow for the year, allocated on operating activity, investment activity and financing activity for the year, change in liquid assets for the year and the company's liquid assets at the beginning and end of the financial year.

#### Cash flow from operating activities

Cash flow from operating activities is calculated as result for the year adjusted for non-cash operating items, changes to working capital as well as corporation tax paid.

#### Cash flow from investing activities

Cash flow from investing activities comprises cash flows related to purchase and sale of companies and activities as well as purchase and sale of intangible, tangible and financial fixed assets.

# Cash flow from financing activities

Cash flow from financing activities comprises changes in size or composition of the company's share capital and related costs as well as raising of loans, repayment on interest-bearing debt as well as distribution of dividend to the shareholders.

# Segment information

Segment information on business segments and geographical markets is provided. The segment information follow the Group's accounting policies, risks and internal corporate management accounting.

#### Liquid funds

Liquid funds cover cash at bank and in hand.

#### **Financial ratios**

Financial ratios have been prepared in accordance with the 2010 guidelines of the Danish Society of Financial Analysts concerning the calculation of financial ratios.

The financial ratios mentioned in the section "Key figures" have been calculated as follows:

Profit ratio Operating profit x 100
Revenue

Return on invested capital Operating profit x 100
Average invested capital

Average invested capital

Invested capital Operational intangible and tangible fixed assets and net working capital

Gross margin ratio Gross profit x 100
Revenue

Return on equity

Profit for the year x 100

Average Equity

Equity ratio Equity (end of period) x 100
Liabilities, total (end of period)

# INCOME STATEMENT FOR THE PERIOD 1 APRIL 2015 – 31 MARCH 2016

		Group		Parent company	
<u>Note</u>	DKK '000	2015/16	2014/15	2015/16	2014/15
	B	1 010 175	044 500	0	0
1	Revenue	1.013.475	944.596	0	0
2	Production expenses	-636.237	-577.219	0 _	0
	Gross profit	377.238	367.377	0	0
2	Distribution expenses	-223.940	-203.915	0	0
2,3	Administrative expenses	-77.253	-70.054	-15.540	-13.909
	Other operating income	4.803	11.555	7.387	7.584
	Other operating costs	-72	0	0	0
8	Goodwill amortisation	-4.011	-3.132	0	0
	Operating profit/loss	76.765	101.831	-8.153	-6.325
4	Profit after tax in subsidiaries	0	0	55.076	77.314
5	Financial income	4.242	7.576	867	3.025
6	Financial expenses	-7.525	-6.488	-2.007	-875
	Profit before income tax	73.482	102.919	45.783	73.139
7	Tax on profit for the year	-23.785	-29.773	3.997	7
	Profit for the period	49.697	73.146	49.780	73.146
	Profit is attributable to:				
	Owner of KYOCERA UNIMERCO A/S	49.780	73.146		
	Non-controlling interest	-83	0		
		49.697	73.146		
	Proposed distribution of profit:				<b>a</b>
	Proposed dividend for the year			16.619	25.264
	Retained earnings		-	33.161	47.882
			_	49.780	73.146

# **BALANCE SHEET AS OF 31 MARCH 2016**

		Group	)	Parent co	mpany
Note	DKK '000	31/3 2016	31/3 2015	31/3 2016	31/3 2015
	<u>ASSETS</u>				
	Completed development projects	0	0	0	0
	Acquired rights	25.515	12.719	0	0
	Goodwill	16.838	8.725	0	0
	Development projects in progress				
	and prepayments	2.768	1.518	0	0
8	Intangible fixed assets	45.121	22.962	0	0
	Land and buildings	157.989	170.897	0	0
	Plant and machinery	25.628	22.956	0	0
	Other fixtures and fittings, tools and equipment	12.400	10.699	0	0
	Property, plant and equipment in progress	3.786	4.197	0	0
9	Property, plant and equipment	199.803	208.749	0	0
10	Investment in subsidiaries	0	0	620.195	578.510
10	Other investments	676	1.003	676	1.003
11	Deferred tax assets	9.329	12.062	0	0
	Fixed assets investments	10.005	13.065	620.871	579.513
	FIXED ASSETS	254.929	244.776	620.871	579.513
	Raw materials and consumables	18.195	18.066	0	0
	Work in progress	3.401	4.973	0	0
	Manufactured goods and goods for resale	117.118	123.747	0	0
	Inventories	138.714	146.786	0	0
	Trade receivables	162.561	158.147	0	0
	Receivables from group enterprises	26.262	33.837	56.463	68.483
	Corporation tax	8.820	9.052	3.228	8.008
	Other receivables	12.406	3.991	6.399	3.202
	Assets for sale	19.697	19.697	0	0
12	Prepayments	8.752	6.790	47	41
	Receivables	238.498	231.514	66.137	79.734
	Current asset investments	167	4.269	62	4.115
	Cash at bank and in hand	131.845	139.884	25.530	46.086
	CURRENT ASSETS	509.224	522.453	91.729	129.935
	ASSETS	764.153	767.229	712.600	709.448

# **BALANCE SHEET AS OF 31 MARCH 2016**

		Group		Parent company	
<u>Note</u>	DKK '000	31/3 2016	31/3 2015	31/3 2016	31/3 2015
	LIABILITIES				
13	Share capital	153.000	153.000	153.000	153.000
	Retained earnings	456.621	442.308	456.621	442.308
	Proposed dividend	16.619	25.264	16.619	25.264
	Equity attributable to owner of				
	KYOCERA UNIMERCO A/S	626.240	620.572	626.240	620.572
	Non-controlling interest	1.686	0	0	0
	EQUITY	627.926	620.572	626.240	620.572
14	Provision for deferred tax	22.075	27.002	15.964	19.404
	PROVISIONS	22.075	27.002	15.964	19.404
	Credit institutions	2.568	2.439	0	0
15	Non-current liabilities	2.568	2.439	0	0
15	Credit institutions	802	881	0	0
	Payables to group enterprises	19.551	18.626	69.064	66.773
	Trade payables	31.064	29.944	7 0	104
16	Corporation tax Other payables	12.757	16.333 51.432	1.325	0 2.595
10	Other payables	47.410	31.432	1.323	2.090
	Current liabilities	111.584	117.216	70.396	69.472
	LIABILITIES	114.152	119.655	70.396	69.472
	LIABILITIES AND EQUITY	764.153	767.229	712.600	709.448

<sup>18</sup> Contingent liabilities and other financial obligations

<sup>19</sup> Related parties

# CASH FLOW STATEMENT FOR THE PERIOD 1 APRIL 2015 TO 31 MARCH 2016

		Grou	р
Note	DKK '000	2015/16	2014/15
	_		
	Revenue	1.013.475	944.596
	Expenses	<u>-897.673</u>	-814.189
17	Cash flows from operating activities before		
	change in working capital	115.802	130.407
	Change in inventories	7.381	-10.103
	Change in receivables	-12.429	1.105
	Change in payables	-5.675	-4.988
	Cash flows from operating activities before	105.079	116.421
	financial items		
	Financial items, net	-2.131	259
	Corporation tax paid	-31.214	-25.966
	Cash flows from operating activities	71.734	90.714
	Acquisition of subsidiary	-26.718	0
	Purchase of intangible fixed assets	-11.959	-1.427
	Purchase of tangible fixed assets	-22.268	-12.915
	Sale of tangible fixed assets	5.038	12.871
	Purchase/sales of financial fixed assets	3.271	41
	Cash flows from investing activities	-52.636	-1.430
	Shareholders:		
	Dividend paid	-25.264	-24.588
	Non-controlling interest	1.991	0
	Participation in group Cash Pool	7.533	-33.626
	Debt financing:		
	Increase of debt to credit institutions etc.	1.627	1.081
	Repayment of debt	-8.587	-84.890
	Cash flow from financing activities	-22.699	-142.023
	Change in cash and cash equivalents	-3.601	-52.739
	Cash and cash equivalents at the beginning of the year	139.884	183.631
	Currency adjustments relating to subsidiaries	-4.438	8.992
	Cash and cash equivalents at year end	131.845	139.884

The cash flow statement cannot be derived directly from the consolidated financial statements.

# STATEMENT OF CHANGES IN EQUITY, GROUP AND PARENT COMPANY

Group

<u>Note</u>	DKK '000	Share capital	Retained earnings	Proposed dividend	Non-controlling interest	Total
	Equity at 1 April 2014	153.000	352.899	24.588	0	530.487
	Exchange rate adjustment of					
	subidiaries	0	41.008	0	0	41.008
	Dividend paid	0	0	-24.588	0	-24.588
	Net adj. of hedging instruments	0	519	0	0	519
	Net profit for the year	0	47.882	25.264	0	73.146
	Equity at 31 March 2015	153.000	442.308	25.264	0	620.572
	Exchange rate adjustment of					
	subidiaries	0	-18.848	0	-257	-19.105
	Addition	0	0	0	2.026	2.026
	Dividend paid	0	0	-25.264	0	-25.264
	Net profit for the year	0	33.161	16.619	-83	49.697
	Equity at 31 March 2016	153.000	456.621	16.619	1.686	627.926

# Parent company

Note	DKK '000	Share capital	Retained earnings	Proposed dividend	Total
11010	DICK 000	Onare capital	carinings	<u> aivideild</u>	Total
	Equity at 1 April 2014	153.000	352.899	24.588	530.487
	Exchange rate adjustment of				
	subidiaries	0	41.008	0	41.008
	Dividend paid	0	0	-24.588	-24.588
	Net adj, of hedging instruments	0	519	0	519
	Net profit for the year	0	47.882	25.264	73.146
	Equity at 31 March 2015	153.000	442.308	25.264	620.572
	Exchange rate adjustment of				
	subidiaries	0	-18.848	0	-18.848
	Addition	0	0	0	0
	Dividend paid	0	0	-25.264	-25.264
	Net profit for the year	0	33.161	16.619	49.780
	Equity at 31 March 2016	153.000	456.621	16.619	626.240

		Group		Parent company	
Note	DKK '000	2015/16	2014/15	2015/16	2014/15
1	Payranua				
'	Revenue				
	Revenue grouped by geographical markets				
	Europe	841.699	800.124	0	0
	North and South America	120.711	93.476	0	0
	Asia	50.073	49.914	0	0
	Rest of the world	992	1.082	0	0
		1.013.475	944.596	0	0
	Revenue grouped by segment:				
	Tooling	842.768	784.224	0	0
	Fastening	170.707	160.372	0	0
		1.013.475	944.596	0	0
		1.013.473	944.590		
2	Staff expenses				
	Wages and salaries	263.288	236.012	7.534	7.412
	Pension expenses	17.119	17.766	113	105
	Other expenses for social security	20.582	14.416	40	57
		300.989	268.194	7.687	7.574
	The above is recognised in the annual report as follow	vs:			
	Production expenses	118.234	106.398	0	0
	Distribution expenses	149.001	130.325	0	0
	Administrative expenses	33.754	31.471	7.687	7.574
		300.989	268.194	7.687	7.574
	A	000	500	•	_
	Average number of employees	662	589	<u>6</u> _	7
	Employees as at 31 March	681	590	6	7

Consideration for Management of the parent company for the period is DKK 3,276 thousand (2014/15: DKK 2,876 thousand) and for the Board DKK 0 thousand (2013/14: DKK 0 thousand).

		Group	1	Parent cor	npany
Note	DKK '000	2015/16	2014/15	2015/16	2014/15
3	Fees for auditors appointed by the General Meeting				
	Total fee for Pricewaterhouse Coopers				
	Auditing	1.636	1.816	199	142
	Other assurance tasks	220	100	98	100
	Tax consultancy	56	47	0	0
	Other services	7	119	17	15
		1.919	2.082	314	257
4	Profit after tax in subsidiaries				
	Profits in subsidiaries			93.419	111.873
	Deficits in subsidiaries Tax in subsidiaries			-6.950 -27.564	-2.224 -29.780
	Capital gain from sale of subisidiary			-27.304	-29.760 401
	Consolidated goodwill amortisation			-3.829	-2.956
			<del>-</del>		
			_	55.076	77.314
5	Financial income				
	Interst received from group enterprises	2	9	473	760
	Income from fixed asset investments	0	829	0	829
	Other financial income	4.240	6.738	394	1.436
	<u> </u>	4.242	7.576	867	3.025
6	Financial expenses				
	Interest paid to group enterprises	0	0	-201	-875
	Loss from fixed asset investments	-1.152	0	-1.152	0
	Other financial expenses	-6.373	-6.488	-654	0
	<u> </u>	-7.525	-6.488	-2.007	-875

		Group		Parent company	
Note	DKK '000	2015/16	2014/15	2015/16	2014/15
7	Tax on profit for the year				
	Current tax for the year	26.497	30.242	-427	65
	Change in deferred tax liabilities for the year	-2.539	-1.786	-667	-73
	Change in deferred tax assets for the year	2.077	2.711	0	0
	Adjustment of write-down on deferred tax assets	-15	-306	0	0
	Tax relating to previous years	-2.235	-1.088	-2.903	1
	_	23.785	29.773	-3.997	-7
	Which can be specified as:				
	Tax on net profit for the year	26.020	30.861	-1.094	-8
	Tax relating to previous years	-2.235	-1.088	-2.903	1
		23.785	29.773	-3.997	-7
	Tax on profit for the year can be specified as: Tax on profit for the year Higher/lower tax rate of foreign subsidiaries	17.269 4.689	25.216 3.303	10.759 0	17.919 0
	loreign subsidiaries	4.009	3.303	U	U
	Tax effect of: Reduction of tax rates	53	-90	0	0
	Non-taxable income	-484	-90 -324	-5	-303
	Non-taxable income  Non-taxable result in subsidiaries	-404	-324	-12.943	-18.844
	Non-deductible amortisation of goodwill	957	777	-12.943	10.044
	Other non-deductible expenses	2.611	1.367	161	364
	Lapse due to statute of limitation	0	62	0	0
	Adjustment of write-down on deferred tax receivable	-11	-306	0	0
	Dividend tax subsidiaries	934	856	934	856
	Adjustment of retaxable value re. jointly taxed income	-2.773	0	-2.773	0
	Tax relating to previous years	540	-1.088	-130	1
		23.785	29.773	-3.997	-7

# Note DKK '000

# 8 Intangible fixed assets, group

	Completed development projects	Acquired rights	Goodwill	Development projects in progress and prepayments	Total
Cost at 1 April 2015	4.466	42.703	106.746	1.518	155.433
Exchange adjustment	0	1	-14	-2	-15
Addition from acquisition	0	8.539	12.134	0	20.673
Additions for the year	0	10.707	0	2.698	13.405
Disposals for the year	-814	-240	0	-1.446	-2.500
Cost at 31 March 2016	3.652	61.710	118.866	2.768	186.996
Amortisation at 1 April 2015	4.466	29.984	98.021	0	132.471
Exchange adjustment	0	7	-4	0	3
Amortisation for the year	0	6.444	4.011	0	10.455
Reversal of amortisation of disposed assets	-814	-240	0	0	-1.054
Amortisation at 31 March 2016	3.652	36.195	102.028	0	141.875
Carrying amount at 31 March 2016	0	25.515	16.838	2.768	45.121
Carrying amount at 31 March 2015	0	12.719	8.725	1.518	22.962

# Note DKK '000

# 9 Property, plant and equipment, group

	Land and	Plant and	Other fixtures and fittings, tools and	Property plant and equipment	
	buildings	machinery	equipment	in progress	Total
Cost at 1 April 2015	267.052	304.150	43.161	4.197	618.560
Exchange adjustment	-8.765	-7.055	-665	-67	-16.552
Addition from acquisition	8	8.338	1.803	0	10.149
Additions for the year	714	14.463	7.435	12.231	34.843
Disposals for the year	-72	-11.222	-3.289	-12.575	-27.158
Cost at 31 March 2016	258.937	308.674	48.445	3.786	619.842
Depreciation at 1 April 2015	96.155	281.194	32.462	0	409.811
Exchange adjustment	-1.949	-6.398	-542	0	-8.889
Depreciation for the year	6.814	19.320	6.928	0	33.062
Reversal of depreciation of disposed assets	-72	-11.070	-2.803	0	-13.945
Depreciation at 31 March 2016	100.948	283.046	36.045	0	420.039
Carrying amount at 31 March 2016	157.989	25.628	12.400	3.786	199.803
0 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	470.007	00.050	10.000	4.407	202 742
Carrying amount at 31 March 2015	170.897	22.956	10.699	4.197	208.749
The carrying amount at 31 March 2016 consists of:					
Recognised interest expenses	1.034				
Recognised leased assets			2.418		
-					

# Note DKK '000

# 10 Fixed assets investments, group and parent company

	Parent comp.	Parent comp. and group	
	Investment in subsidiaries	Other Investments	
Cost at 1 April 2015 Additions for the year Disposals for the year	735.841 34.001 0	1.216 0 0	
Cost at 31 March 2016	769.842	1.216	
Revaluations and amortisation at 1 April 2015  Exchange adjustment  Market value adjustments concerning securities	-157.331 -18.847 0	-213 0 -327	
Profit before tax in subsidiaries  Tax on net profit in subsidiaries  Dividend to the parent company  Disposals during the year	82.639 -27.563 -28.545 0	0 0 0 0	
Revaluations and amortisation at 31 March 2016	-149.647	-540	
Carrying amount at 31 March 2016	620.195	676	
Carrying amount at 31 March 2015	578.510	1.003	

# Investment in subsidiaries includes the following:

Company	Place of residence	Owner's share
KYOCERA UNIMERCO Tooling A/S	Sunds, Denmark	100%
KYOCERA UNIMERCO Fastening A/S	Sunds, Denmark	100%
KYOCERA UNIMERCO Tooling AB	Jönköping, Sweden	100%
KYOCERA UNIMERCO Tooling AS	Oslo, Norway	100%
KYOCERA UNIMERCO Tooling Inc.	Saline, Michigan, USA	100%
KYOCERA UNIMERCO Tooling Ltd.	Lichfield, UK	100%
KYOCERA UNIMERCO Tooling GmbH	Neuss, Germany	100%
KYOCERA UNIMERCO Fastening GmbH	Esslingen, Germany	100%
KYOCERA UNIMERCO Tooling s.r.o., Brno	Brno, Czech Republic	100%
KYOCERA UNIMERCO Tooling Sp. z o.o.	Wroclaw, Poland	100%
KYOCERA UNIMERCO Tooling Oy	Lahti, Finland	100%
KYOCERA UNIMERCO Tooling Walmsley Ltd.	Sheffield, UK	100%
KYOCERA UNIMERCO Tooling S.r.I.	Milan, Itlay	100%
Garsdalo Medienos Technologija UAB	Vilnius, Lithuania	100%
KYOCERA UNIMERCO Tooling Technology Wuxi Co., Ltd.	Wuxi, China	100%
KYOCERA BILGINOGLU Precision Tools Industry & Trade A.S.	Istanbul, Turkey	70%

# Note DKK '000

12

# 11 Deferred tax assets

	Group		Parent company	
	2015/16	2014/15	2015/16	2014/15
Deferred tax assets at 1 April	12.062	11.405	0	0
Exchange adjustment at the end of the year	-704	3.058	0	0
Adjustment relating to previous years	3	4	0	0
Addition from acquisition	30	0	O	U
Adjustment of write-down	15	306	0	0
Changes of the year	-2.077	-2.711	0	0
Carrying amount at 31 March	9.329	12.062	0	0
Deferred tax assets relate to:				
Fixed assets	-5.868	-6.070	0	0
Current assets etc.	801	229	0	0
Tax losses	14.822	18.315	0	0
	9.755	12.474	0	0
Write-down to assessed value	-426	-412	0	0
Carrying amount at 31 March	9.329	12.062	0	0
Prepayments				
Service and software subscriptions	3.072	3.393	0	0
Prepaid lease payments	164	252	0	0
Prepaid insurance premiums etc.	5.516	3.145	47	41
	8.752	6.790	47	41

# Note DKK '000

# 13 Share capital

The share capital of the company is DKK 153,000 divided into shares of DKK 100 each or multiples thereof. No share certificates have been issued.

Spec. of equity movements	2010/12	2012/13	2013/14	2014/15	2015/16
Share capital at 1 April Capital change	168.000 -15.234	152.766 0	152.766 234	153.000 0	153.000 0
Share capital at 31 March	152.766	152.766	153.000	153.000	153.000

# 14 Provision for deferred tax

	Group		Parent company	
	2015/16	2014/15	2015/16	2014/15
Deferred tax at 1 April	27.002	28.623	19.404	19.482
Market value adjustments at the beginning of the year	479	0	0	0
Adjustment of retaxable value re. jointly taxed income	-2.773	0	-2.773	0
Adjustments relating to previous years	-94	-5	0	-5
Deferred tax on net profit for the year	-2.539	-2.086	-667	-373
Deferred tax on retained earnings subsidiary	0	300	0	300
Deferred tax on changes in equity	0	170	0	0
Carrying amount at 31 March	22.075	27.002	15.964	19.404
Deferred tax relates to:				
Intangible fixed assets	-1.217	0	0	0
Property, plant and equipment	7.489	7.003	0	0
Current assets	-68	595	0	0
Retained earnings subsidiary	300	300	300	300
Current liabilities	-93	0	0	0
Retaxation balances	15.664	19.104	15.664	19.104
Carrying amount at 31 March	22.075	27.002	15.964	19.404

# Note DKK '000

# 15 Non-current liabilities

		Grou	Group		Parent company	
		31/3 2016	31/3 2015	31/3 2016	31/3 2015	
	Short-term debt:					
	Credit institutions	802	881	0	0	
		802	881	0	0	
	Long-term debt:					
	Credit institutions	2.568	2.439	0	0	
		2.568	2.439	0	0	
	Long-term liabilities total	3.370	3.320	0	0	
	Of this, falling due after more than 5 years	0	0	0	0	
16	Other payables					
	Taxes and duties Calculated holiday pay and	11.829	16.213	0	613	
	lieu days payable	30.668	28.976	1.167	1.351	
	Other debts	4.913	6.243	158	631	
		47.410	51.432	1.325	2.595	

# 17 Cash flows from operating activities before changes in working capital

	Gro	up
	31/3 2016	31/3 2015
Operating profit Adjustment of non-cash operating items:	76.765	101.831
Depreciation and write-down	43.517	38.425
Gain/loss on disposal of fixed assets	4.480	-9.849
	115.802	130.407

#### Note

#### 18 Contingent liabilities and other financial obligations

#### Group:

#### Contractual obligations

The Group has entered into agreements concerning purchase of machines and software at a value of DKK 11.742 thousand. Of this, DKK 6,206 thousand has been prepaid.

#### Rental and lease obligations

The Group has entered into operational lease commitments at a yearly instalment of DKK 6,933 thousand over a period of 1 to 4 years. The total lease commitment amounts to DKK 16,579 thousand.

The Group has entered into tenancy agreements to rent office and store rooms for a total annual rent of DKK 2,374 thousand.

#### Deferred tax

No provisions have been made for deferred tax on the part of the retaxation balance which can be expected to be eliminated by means of a credit relief for current foreign tax. The deferred tax is estimated to DKK 8,000 thousand.

#### Parent company:

# **Contingent liabilities**

The Group's Danish companies are jointly and severally liable for tax of the Group's jointly taxed income.

#### 20 Related parties

The company's principal shareholder is Kyocera Fineceramics GmbH, Germany.

The company's other related parties comprise the Management and Board of Kyocera Unimerco A/S, cf. page 2 of the Annual Report, as well as the other companies in the Kyocera Group.

### Transactions:

Purchases with Kyocera companies have been made on market terms.

Insignificant management fees have also been calculated on market terms.

Beyond this, no transactions with Board, Management, executives, important shareholders, subsidiaries or other related parties have been made, apart from intra-group transactions, which have been eliminated in the consolidated accounts, and ordinary management remuneration.