Ten Cate Advanced Armour Danmark A/S

Damsbovej 10 5492 Vissenbjerg Denmark

CVR no. 28 31 00 64

Annual report 2018

The annual report was presented and approved at the Company's annual general meeting on

23 May 2019

chairman

Ten Cate Advanced Armour Danmark A/S

Annual report 2018 CVR no. 28 31 00 64

Contents

Statement by the Board of Directors and the Executive Board	2
204.4	2
Independent auditor's report	3
Management's review	5
Company details	5
Operating review	6
Financial statements 1 January – 31 December	7
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes	11

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Ten Cate Advanced Armour Danmark A/S for the financial year 1 January – 31 December 2018.

The annual report has been 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 assets, liabilities and financial position at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Vissenbjerg, 23 May 2019

Executive Board:

Helle/Spech/

Board of Directors:

Steen Tanderup

Chairman

Wilfred Sluiiter

598195



Independent auditor's report

To the shareholders of Ten Cate Advanced Armour Danmark A/S

Opinion

We have audited the financial statements of Ten Cate Advanced Armour Danmark A/S for the financial year 1 January – 31 December 2018 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies. 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 assets, liabilities and financial position at 31 December 2018 and of the results of the Company's operations for the financial year 1 January – 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and 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 that 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 as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made on the basis of these financial statements.

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

— identify and assess the risks of material misstatement of the company 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.



Independent auditor's report

- 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.

Statement on the 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 assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility 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 our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

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

Kolding, 23 May 2019

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Nikolaj Møller Hange State Authorised Public Accountant mne33220

Ten Cate Advanced Armour Danmark A/S

Annual report 2018 CVR no. 28 31 00 64

Management's review

Company details

Ten Cate Advanced Armour Danmark A/S Damsbovej 10 5492 Vissenbjerg Denmark

Telephone:

+45 65 48 16 00

Fax:

+45 65 48 16 08

CVR no.:

28 31 00 64

Registered office:

Vissenbjerg

Financial year:

1 January - 31 December

Board of Directors

Steen Tanderup, Chairman Wilfred Sluijter Helle Specht

Executive Board

Helle Specht

Auditor

KPMG Statsautoriseret Revisionspartnerselskab Jupitervej 4, st. 6000 Kolding Denmark

Management's review

Operating review

Principal activities

Ten Cate Advanced Armour Danmark A/S develops, designs and manufactures lightweight survivability solutions for personnel, land vehicles, naval vessels, aircraft, structures and fixed installations for the Danish and international markets.

Development in activities and financial position

Profit/loss for the year

TenCate Advanced Armour Danmark A/S recognised a significant increase in revenue in 2018. This is a result of intensified sales and project work, generating increased revenue from new customers on and outside the European markets. At the same time, Denmark has invested in new technologies.

TenCate Advanced Armour Danmark A/S has strengthened its market position as strategic supplier for a variety of OEM customers within the defence and civilian sectors. Concurrently, a targeted approach to projects for the Danish Armed Forces has resulted in TenCate being selected as supplier for the protection of Danish soldiers and military vehicles.

Automated production processes have been introduced, and more complex designs are part of the 2018 success story. The focus onwards is increasing customer satisfaction by becoming able to offer a wider range of complex designs in an efficient manufacturing environment with a new capability of surface treatment.

The Company reported an increase in profit before tax, going from EUR 1,968 thousand in 2017 to EUR 5,399 thousand in 2018. Profit for the year is considered satisfactory.

Outlook

It is planned for 2019 to increase the level of industrialisation and competitiveness by an extension of the site as well as to invest in new production techniques and knowhow.

Ten Cate will keep focus on quality management and works according to requirements from the TS-16949 standard. The Company will strive for a certification to the quality standard ISO 9001:2015 and maintains certification to the environmental standard ISO 14001:2011.

Events after the balance sheet date

No events have occurred after the balance sheet date affecting the company's financial position significantly.

Income statement

EUR	Note	2018	2017
Gross profit	. 2	11,283,771	7,278,032
Distribution costs	2	-934,064	-988,797
Administrative expenses	2	4,954,247	4,266,872
Operating profit		5,395,460	2,022,363
Financial income		11,722	18,865
Financial expenses	3	7,785	-72,812
Profit before tax		5,399,397	1,968,416
Tax on profit for the year	4		434,420
Profit for the year		4,211,737	1,533,996
Proposed profit appropriation			n
Retained earnings		4,211,737	1,533,996

Balance sheet

EUR	Note	2018	2017
ASSETS			
Fixed assets			
Intangible assets	5		
Patents and licenses		21,415	35,699
Property, plant and equipment	6		
Plant and machinery		687,396	586,086
Fixtures and fittings, tools and equipment		5,607	11,247
Property, plant and equipment under construction		354,297	51,598
		1,047,300	648,931
Total fixed assets		1,068,715	684,630
Current assets			
Inventories			
Raw materials and consumables		917,221	945,369
Work in progress		591,942	379,297
Finished goods and goods for resale		207,889	79,555
		1,717,052	1,404,221
Receivables			
Trade receivables		3,573,158	3,450,292
Receivables from group entities		3,529,785	1,417,249
Other receivables		249,115	79,562
Prepayments		106,785	79,763
		7,458,843	5,026,866
Cash at bank and in hand		1,078,731	871,572
Total current assets		10,254,626	7,302,659
TOTAL ASSETS		11,323,341	7,987,289

Balance sheet

EUR	Note	2018	2017
EQUITY AND LIABILITIES Equity			
Contributed capital	7	134,000	134,000
Retained earnings		7,863,197	3,670,829
Total equity		7,997,197	3,804,829
Provisions			
Provisions for deferred tax		37,200	14,659
Total provisions		37,200	14,659
Liabilities other than provisions			***************************************
Current liabilities other than provisions			
Trade payables		1,018,410	1,661,621
Payables to group entities		1,201,047	1,738,547
Other payables		360,901	325,836
Deferred income		708,586	441,797
		3,288,944	4,167,801
Total liabilities other than provisions		3,288,944	4,167,801
TOTAL EQUITY AND LIABILITIES		11,323,341	7,987,289

Financial statements 1 January – 31 December

Statement of changes in equity

EUR	Contributed capital	Retained earnings	Total
Equity at 1 January 2018	134,000	3,670,829	3,804,829
Exchange adjustment	0	-19,369	-19,369
Transferred over the profit appropriation	0	4,211,737	4,211,737
Equity at 31 December 2018	134,000	7,863,197	7,997,197

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Ten Cate Advanced Armour Danmark A/S for 2018 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

All amounts are stated in EUR.

Foreign currency translation

Transactions denominated in foreign currencies are translated at the exchange rate at the date of the transaction.

Exchange differences arising between the transaction date and the date of payment are recognised in the income statement as a financial cost.

Receivables, payables and other monetary items denominated in foreign currencies are translated into EUR at the exchange rate at the balance sheet date. Realised and unrealised exchange gains and losses are recognised in the income statement as financial income/expenses.

Derivative financial instruments

On initial recognition, derivative financial instruments are recognised at cost in the balance sheet and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables and payables, respectively.

Income statement

Revenue

Income from the sale of goods for resale is recognised in revenue when transfer of the most significant rewards and risks to the buyer has taken place and provided that the income can be reliably measured and payment is expected to be received.

Revenue is measured at fair value of the agreed consideration exclusive of VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Gross Profit

In the income statement, revenue, production expenses and other operating income have been aggregated into one item called 'gross margin', see section 32 of the Danish Financial Statements Act.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Production costs

Production costs include expenses incurred to generate the year's revenue. The item includes direct and indirect expenses relating to raw materials, consumables, labour, rent and leasing as well as depreciation of productive equipment.

Research costs and development costs not satisfying the criteria for capitalisation and amortisation/depreciation of capitalised development costs are also recognised under production costs.

Distribution costs

Distribution costs include expenses relating to sale and distribution in the year, including expenses relating to sales staff, advertising, exhibitions and amortisation/depreciation of assets that are related to sale and distribution of the company's products.

Administrative expenses

Administrative expenses include expenses incurred in the year for purposes of managing and administering the company, including expenses relating to administrative staff, management, office premises/expenses as well as amortisation/depreciation of assets used for administrative purposes.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year, Net financials include interest income and expenses, exchange gains and losses as well as allowances and surcharges under the advance-payments of tax scheme, etc.

Tax on profit/loss for the year

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to current rates applicable to interest allowances, and jointly taxed companies with insufficient tax paymets are, as a maximum, to pay a surcharge according to current rates applicable to interest surcharges to the management company.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Balance sheet

Intangible assets

Intangible assets include acquired patents and software licences.

Acquired patents and software licences are measured at cost less accumulated amortisation and impairment losses. Patents are amortised on a straight-line basis over the remaining life of the patent, and licences are amortised over the contract period, however, not exceeding 5 years.

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

Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Property, plant and equipment

Plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Plant and machinery 7 - 10 years Fixtures and fittings, tools and equipment 4 - 7 years Leasehold improvements 6 - 7 years

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Fixed assets under construction are recognised and measured at cost at the balance sheet date. Upon entry into service, the cost is transferred to the relevant group of property, plant and equipment.

Depreciation is recognised in the income statement as production costs, distribution costs and administrative expenses, respectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

Leases

All leases are operating leases. Payments relating to operating leases and other leases are recognised in the income statement over the term of the lease. The Company's total obligation relating to operating leases and other leases is disclosed as contractual obligations, etc.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

The cost of raw materials and consumables comprises the cost of acquisition plus delivery costs.

The cost of finished goods and work in progress are measured at cost, comprising the cost of raw materials, consumables, direct labour and direct production overheads. Indirect production overheads and borrowing costs are not included in the cost.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other costs directly attributable to the acquisition.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective indication that a receivable is impaired. If there is objective indication that an individual receivable has been impaired, writedown is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable is used as discount rate.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Prepayments and deferred income

Prepayments recognised under 'Assets' comprise prepaid expenses regarding subsequent financial reporting years.

Cash at bank and in hand

Cash at bank and in hand comprise cash and short-term marketable securities which are subject to an insignificant risk of changes in value.

Equity

Dividends

The expected dividend payment for the year is disclosed as a separate item under equity.

Corporation tax and deferred tax

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

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Prepayments and deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

Notes

	EUR	2018	2017
2	Staff costs and incentive schemes Staff costs		
	Wages and salaries	4,146,683	3,007,449
	Pensions	321,281	247,133
	Other social security costs	82,988	46,827
		4,550,952	3,301,409
	Average number of full-time employees	66	48
3	Financial expenses		
	Interest expense to group entities	3,456	48,863
	Other financial costs	4,329	23,949
		7,785	72,812
4	Tay on profit for the year		
7	Tax on profit for the year		
	Current tax for the year	1,165,032	433,542
	Deferred tax for the year	22,628	878
		1,187,660	434,420
5	Intangible assets		
	EUR		Patents and licences
	Cost at 1 January 2018		348,314
	Disposals for the year		854
	Cost at 31 December 2018		347,460
	Amortisation and impairment losses at 1 January 2018		-312,615
	Amortisation for the year		-14,177
	Amortisation and impairment losses for the year on assets sold		747
	Amortisation and impairment losses at 31 December 2018		-326,045
	Carrying amount at 31 December 2018		21,415

Notes

6 Property, plant and equipment

1 37 L min min a daulamana				
	5.	Fixtures and fittings, tools	Property, plant and equipment	
EUR	Plant and	and	under	T
	machinery	equipment	construction	<u>Total</u>
Cost at 1 January 2018	2,972,312	121,450	51,598	3,145,360
Disposals for the year	-708,211	-93,418	0	-801,629
Additions for the year	0	0	560,631	560,631
Transferred	257,932	0	257,932	0
Cost at 31 December 2018	2,522,033	28,032	354,297	2,904,362
Depreciation and impairment losses at 1				
January 2018	-2,386,226	-110,203	0	-2,496,429
Depreciation for the year	-154,864	-5,606	0	-160,470
Depreciation and impairment losses for the year on assets sold	706,453	93,384	0	799,837
Depreciation and impairment losses at 31	100,100			
December 2018	-1,834,637	-22,425	0	-1,857,062
Carrying amount at 31 December 2018	687,396	5,607	354,297	1,047,300

7 Equity

The Company's contributed capital has remained unchanged at EUR 134,000 over the past five years.

The contributed capital consists of 1,000 shares of a value of DKK 1,000 each. No shares carry special rights.

Financial statements 1 January – 31 December

Notes

8 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company is jointly taxed with other Danish group companies. As a group company, together with the other companies included in the joint taxation, the Company has unlimited joint and several liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties within the jointly taxed unit. Any subsequent corrections of the joint taxation income and withholding taxes, etc. may result in an increased liability for the Company.

Operating lease obligations

The Company has entered into operating leases and tenancy agreements at the following amounts:

Industrial buildings: Remaining term of 8 years with an average yearly payment of EUR 192 thousand, totalling EUR 1,536 thousand.

Other: Remaining term of up to 20 months with an average yearly payment of EUR 21 thousand, totalling EUR 57 thousand.

EUR	2018	2017
Rent and lease liabilities	7,352,371	1,592,970

The Company has entered into foreign exchange forward and swap contracts to hedge currency risks on operational order and balance sheet positions in GBP and USD. Operational order and balance sheet positions in EUR are not hedged due to a floating peg against the DKK. The total market value of the outstanding foreign exchange derivatives at 31 December 2018 represented a negative of EUR 6,364.

The Company has entered into payment guarantees at a total of EUR 793 thousand.

9 Related party disclosures

TenCate Advanced Armour Danmark A/S' related parties comprise the following:

Control

Ten Cate Danmark A/S holds the majority of the contributed capital in the Company.

Ten Cate Advanced Armour Danmark A/S is part of the consolidated financial statements of Koninklijke Ten Cate B.V., Holland, which is the smallest group in which the Company is included as a subsidiary.

Ten Cate Advanced Armour Danmark A/S is part of the consolidated financial statements of Tennessee Acquisition Holding B.V., Holland, which is the largest group in which the Company is included as a subsidiary.