Anritsu A/S
Torveporten 2
2500 Valby, Denmark
Tel: +45 72112200
Registered No. DK 28 31 01 61

# Anritsu A/S

Registration No. 28 31 01 61

# Annual Report 2017/18

Management review and financial statements
for the period 1 April 2017 – 31 March 2018

(14th fiscal year)

Annual Report was presented and approved at the Annual General Meeting

Date: 9th July 2018

Chairman of the meeting

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2500 Valby, Denmark
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## CONTENT

# 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 2017/18 for the financial year 1 April 2017 – 31 March 2018.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

It is our opinion that the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 March 2018 and of the results of the Company's operations and cash flows for the financial year 1 April 2017 – 31 March 2018.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's activities and financial matters, of the results for the year and the Company's financial position.

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

Copenhagen, 3th July 2018

**Executive Board**

Gerald Ostheimer

**Board of Directors**

| | | |
|---|---|---|
| Hirokazu Hamada<br>Chairman | Akifumi Kubota | Gerald Ostheimer |

# Independent auditor's report

## To the shareholders of Anritsu A/S

## Opinion

We have audited the financial statements of Anritsu A/S for the financial year 1 April 2017 – 31 March 2018 comprising income statement, balance sheet, statement of changes in equity, cash flow statement 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 March 2018 and of the results of the Company's operations and cash flows for the financial year 1 April 2017 – 31 March 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 financial statement 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.

- 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, ~~X~~ 4 July 2018

**KPMG**
Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Jon Beck
State Authorised
Public Accountant
mne32169

## Company details

Anritsu A/S
Torveporten 2
2500 Valby
Denmark

| | |
|---|---|
| Phone : | +45 72 11 22 00 |
| Fax: | +45 72 11 22 10 |
| Web site: | www.anritsu.com |

| | |
|---|---|
| Registration No.: | 28 31 01 61 |
| Established: | 1st of July 2004 |
| Registered office: | Copenhagen |

### Board of Directors

Hirokazu Hamada (Chairman), EVP and Director Anritsu Corporation, President M Group
Akifumi Kubota (Director), SVP, Director of Anritsu Corporation and Group CFO
Gerald Ostheimer (Director), SVP and Executive Officer Anritsu Corporation.

### Executive Board

Gerald Ostheimer

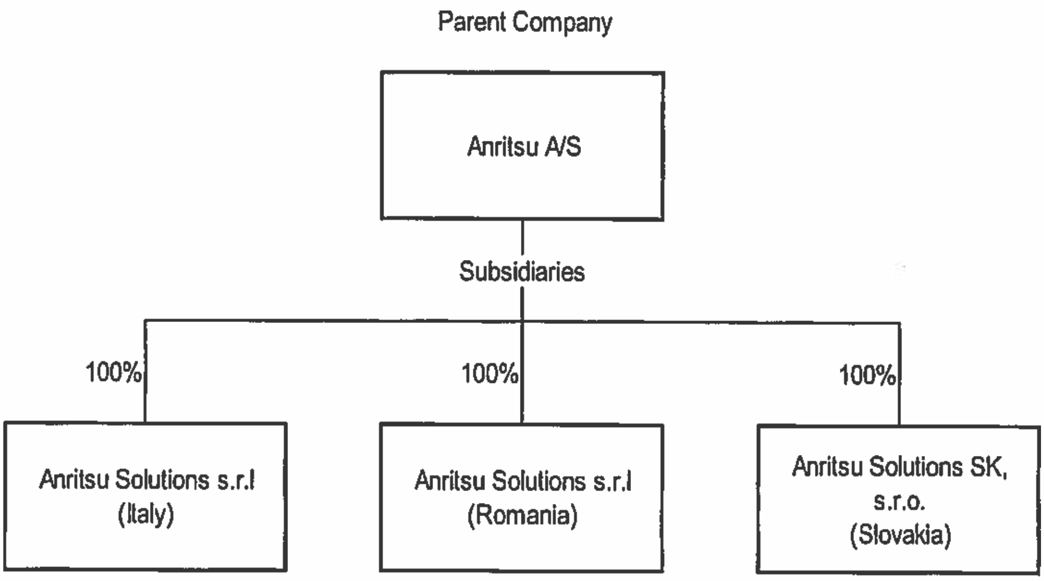
### Ownership

Anritsu Corporation holds 100% of the Company's share capital.
Anritsu A/S is included in the consolidated accounts of Anritsu Corporation for which company details can be found at www.anritsu.com

### Auditors

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
2100 København Ø

## Group Chart


Parent Company
Anritsu A/S
Subsidiaries
100%
100%
100%
Anritsu Solutions s.r.l (Italy)
Anritsu Solutions s.r.l (Romania)
Anritsu Solutions SK, s.r.o. (Slovakia)

## Financial highlights

| EUR 1.000 | 2017/18 | 2016/17 | 2015/16 | 2014/15 | 2013/14 |
|---|---|---|---|---|---|
| **Key figures** | | | | | |
| Revenue | 26.664 | 37.656 | 30.369 | 28.214 | 27.988 |
| Gross profit | 8.054 | 13.959 | 12.952 | 11.462 | 8.341 |
| Result from primary operations | -3.027 | 466 | -59 | 1.098 | -3.484 |
| Result of financial items | -1.718 | 734 | 766 | 2.295 | -1.176 |
| Result for the year | -4.850 | 723 | 631 | 3.029 | -4.467 |
| **Balance sheet** | | | | | |
| Fixed assets | 18.098 | 10.614 | 10.497 | 9.399 | 7.970 |
| Current assets | 23.058 | 35.779 | 32.841 | 32.515 | 29.774 |
| Total assets, year end | 41.156 | 46.393 | 43.338 | 41.914 | 37.744 |
| Investments in tangible assets | 6.510 | 0 | 74 | 0 | 35 |
| Share Capital | 29.088 | 29.088 | 29.088 | 29.088 | 29.088 |
| Equity, year end | 25.925 | 30.781 | 30.009 | 29.339 | 26.315 |
| **Number of employees, average** | 8 | 14 | 27 | 41 | 51 |
| **Key ratios** | | | | | |
| Operating margin | -11,4% | 1,2% | -0,2% | 3,9% | -12,4% |
| Return on invested capital | -11,7% | 1,7% | -0,2% | 12,9% | -30,0% |
| Gross margin | 30,2% | 37,1% | 42,6% | 40,6% | 29,8% |
| Solvency ratio | 63,0% | 66,3% | 69,2% | 70,0% | 69,7% |
| Return on equity | -17,1% | 2,4% | 2,1% | 10,8% | -15,6% |

Financial ratios are calculated in accordance with the "Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommandations and Ratios". The definitions are described in the accounting policies.

## Management review

### Principal activities

The Company provides Service Assurance in the form of integrated systems for monitoring telecommunications networks.

The products and services are used to ensure high performance and quality of networks within GSM, GPRS, UMTS, LTE, VoLTE and VoIP networks. The solutions provided are now critical to customers, enabling them to manage their Customer's Experience and the End to End service quality of their networks. This ensures that operators reduce churn, improve efficiency and optimize their network investments.

Customers are offered a range of services including 24hrs support, training, system administration, on-site engineering and other consultancy services.

## Development through the year

### Result for the year

Revenue has decreased by 29% from 37.7 million to EUR 26.7 million. Compared to expectations for the year the actual revenue was 41% below.

In 2017/18 the Service Assurance market has continued to be competitive. The company experienced a decrease in incoming orders of 7.3% and a decline in Gross Margin from 37.1% to 30.2%.The expectations for the year was a Gross Margin of 38.1%.

Distribution costs decreased from EUR 9.6 million to EUR 8.7 million which is due to the restructuring of the US sales team, which took place in October 2017.

The decrease in administrative costs (EUR 0.7 million) is mainly explained by costs related to the move from the former Copenhagen HQ (non recurring costs) that took place in 2016/2017.

The company experienced currency losses, especially due to the unfavorable currency fluctuations, between USD/AED and EUR. Total net financial income decreased from EUR +0,7 million to a loss of EUR 1,7 million.

As a result of the above, the company realised a loss of EUR 5.2 million compared to a profit of EUR 0.7 million last year, and expectaions for the year of EUR 2.8 million.

### Share capital, equity and liquidity position

During the year the company has generated a negative net cash flows, with cash generated from operations before financial items and tax amounting to EUR -0.3 million. The decrease compared to last year is mainly due to the decrease in the result from primary operations and investments in inventory.

The cash flow from operations after financial items and tax amounted to EUR-1.1 million. The company's investments in development projects amounted to EUR 3.7 million and the investment in tangible assets amounted to EUR 6.5 million.

The resulting net cash flow amounted to EUR -11.5 million, which is mainly due to the much higher investments in 2017/18 compared to 2016/17.

Cash and cash equivalents were EUR 0.3 million at the end of the year.

At the end of the fiscal year the Company's equity was amounted to EUR 25.6 million, and the equity ratio of the company was 62.7%.

In addition to the amount of cash available at the end of March 2018, the company`s banks have confirmed that they will maintain the available credit facilities. Thus, at 31 March 2018 the company has EUR 28.8 million in uncommitted credit facilities.

It is the opinion of the Boards that the company's cash funds and credit facilities are adequate for the company to meet its commitments and liabilities as they fall due.

**Strategic activities**

As in previous year, the company is still focusing on selling the product suite eoAnalytics, enabling the company to better address its customer's needs and expectations.

The company has recognised that the market expects faster software engineering of new solutions, this has been addressed by an investment in a new fast track engineering organisation.

The Asia region as a whole is a strategic growth area. Investments in sales has already been made and growth in Japan and India has already been seen in 17/18, and further business development is expected in 2018/19. During the year, the company has decided to move away from the US market in order to focus on the Asian market.

The Romanian subsidiary has continued to improve the quality of the software releases, enabling faster upgrade times for customers and reduced operational costs.

**Software Engineering**

The company's software engineering activities take place in the parent company as well as in its subsidiaries. In addition, the company has strategic cooperations with a number of outsourcing companies that perform a variaty of development activities

The software engineering activities of the company are adapted to actual market conditions and constantly monitored to ensure software engineering project's profitability.

**Special risks – operating risks and financial risks**

***Operating risks***
The main operating risk of the company relates to its ability to maintain a strong position market position in order to ensure that the company's products and services continue to be attractive to customers.

This requires agile and fast software engineering and delivery of solutions that meet the evolving global market requirements of customers in a timely manner.

The company has a number of customers who are operating in regions which are experiencing significant conflict or political and social unrest which could affect the company's ability to deliver and maintain solutions.

***Market risks***
The most important market risks are related to the keen competition in the service assurance market and the constant demand for new products and services from customers. This can impose very heavy demands on constant new development of new solutions that meet time to market requirements. The stability of the global financial sector can have an impact on our customers CAPEX budgets.

***Currency risk***
Global activities expose results, cash flows and equity to fluctuation in exchange and interest rates affecting a number of the company's major trading currencies. The company is particularly exposed to fluctuations in the USD/Euro exchange rate.

***Liquidity risks***
At times the company launches very large projects, and therefore the company must to some degree continually have credit facilities available. Therefore it is company policy continually to have irrevocable credit facilities that match the planned activities. It is also a company policy not to be dependent on a single lender, but to have loan facilities from several lenders.

***Interest rate risks***
Since the company is in a positive cash positionthere is no significant interest rate risk.

***Credit risks***
The company's credit risks relate primarily to the receivables from large telecom providers. When undertaking business, the company policy is to ensure that the customer's credit ratings are satisfactory.

**Knowledge resources.**
The primary business base of the company includes development of integrated solutions for surveillance of telecommunication networks. This places special demands on the knowledge resources needed to develop the solutions.

For a constant supply of these solutions it is essential that the company is able to recruit and keep staff with a high education level and a detailed knowledge of the telecommunications global technology market, especially expertise in surveillance systems of telecommunication networks.

**Expectations for the New Year**
The company expects an improvedresult from primary operations compared to the result for the current year.

The vision is to continue to build a solid business and management structure that will grow profitability, manage market and external environment changes and continue to deliver competitive solutions that increase shareholder value.

**Events after the date of the balance sheet date**
No significant event has occurred since 31st March 2018 that would affect the assessment of the financial position of the company.

# INCOME STATEMENT 1 APRIL - 31 MARCH

| EUR 1.000 | Note | 2017/18 | 2016/17 |
|---|---|---|---|
| Revenue | | 26.664 | 37.656 |
| Production costs | 2 | -18.610 | -23.697 |
| **GROSS PROFIT** | | **8.054** | **13.959** |
| Reseach and development costs | 3 + 4 | -438 | -1.174 |
| Distribution costs | | -8.699 | -9.634 |
| Administrative expenses | | -1.937 | -2.658 |
| **RESULT OF ORDINARY, PRIMARY OPERATIONS** | | **-3.020** | **493** |
| **RESULT BEFORE FINANCIAL ITEMS** | | **-3.020** | **493** |
| Share of result in subsidiaries | 5 | -7 | -27 |
| **RESULT FROM PRIMARY OPERATIONS** | | **-3.027** | **466** |
| Financial income | 6 | 262 | 922 |
| Financial costs | 7 | -1.980 | -188 |
| **RESULT BEFORE TAX** | | **-4.745** | **1.201** |
| Tax for the year | 8 | -105 | -478 |
| **RESULT FOR THE YEAR** | 9 | **-4.850** | **723** |

# BALANCE SHEET 31 MARCH

## ASSETS

| EUR 1.000 | Note | 31/03/2018 | 31/03/2017 |
|---|---|---|---|
| Software | | 7 | 14 |
| Completed development projects | | 3.719 | 5.727 |
| Development projects in progress | | 5.348 | 2.119 |
| **INTANGIBLE ASSETS** | **10** | **9.074** | **7.861** |
| Operating equipment | | 6.355 | 21 |
| IT equipment | | 4 | 15 |
| Leased equipment | | 5 | 13 |
| **TANGIBLE ASSETS** | **11** | **6.364** | **50** |
| Investment in subsidiaries | | 2.639 | 2.650 |
| Deposits | | 21 | 54 |
| **FINANCIAL ASSETS** | **5** | **2.660** | **2.703** |
| **FIXED ASSETS** | | **18.098** | **10.614** |
| Finished goods and goods for resale | | 2.680 | 1.209 |
| **INVENTORIES** | | **2.680** | **1.209** |
| Deferred tax assets | 12 | 2.157 | 1.856 |
| Trade receivables | 13 | 6.507 | 7.810 |
| Contract work in progress | 14 | 8.199 | 9.801 |
| Receivables from subsidiaties | | 148 | 413 |
| Receivables from affiliated companies | | 1.299 | 1.794 |
| Other receivables | | 134 | 214 |
| Prepayments | 15 | 1.674 | 906 |
| **RECEIVABLES** | | **20.118** | **22.794** |
| **CASH AT BANK AND IN HAND** | | **260** | **11.776** |
| **CURRENT ASSETS** | | **23.058** | **35.779** |
| **ASSETS** | | **41.156** | **46.393** |

# BALANCE SHEET 31. MARCH

## EQUITY & LIABILITIES

| EUR 1.000 | Note | 31/03/2018 | 31/03/2017 |
|---|---|---|---|
| Share capital | | 29.088 | 29.088 |
| Revaluation reserve subs | | 176 | 188 |
| Reserv for R&D development costs | 4 | 4.681 | 1.991 |
| Retained earning | | (8.020) | (486) |
| **EQUITY** | | **25.925** | **30.781** |
| Amounts owed to credit institutes | | - | 6 |
| Amounts owed to suppliers | | 128 | 319 |
| **LONG-TERM LIABILITIES** | **16** | **128** | **325** |
| Current portion of non-current liabilities | 16 | 1.526 | 220 |
| Prepayment from customers | 17 | 5.882 | 6.208 |
| Amount owed to suppliers | | 2.445 | 1.026 |
| Amount owed to subsidiaries | | 1.329 | 1.779 |
| Amounts owed to affiliated companies | | 1.062 | 1.534 |
| Other payables | | 2.859 | 4.521 |
| **SHORT TERM LIABILITIES** | | **15.103** | **15.287** |
| **TOTAL LIABILITIES** | | **15.231** | **15.612** |
| **EQUITY AND LIABILITIES** | | **41.156** | **46.393** |

| | |
|---|---|
| Accounting Policies | 1 |
| Contingent items | 18 |
| Other notes | 19 - 22 |

# STATEMENT OF CHANGE IN EQUITY

## EQUITY STATEMENT

| EUR 1.000 | Share capital | Retained earnings | Revaluation reserve subs | Reserve for capitalized development cost | Total |
|---|---|---|---|---|---|
| Equity 1 April 2017 | 29.088 | -486 | 188 | 1.991 | 30.781 |
| Currency adjustment | 0 | 0 | -6 | 0 | -6 |
| Other adjustments | 0 | 0 | 0 | 0 | 0 |
| Result of the year | 0 | -7.534 | -6 | 2.690 | -4.850 |
| Equity 31 March 2018 | 29.088 | -8.020 | 176 | 4.681 | 25.925 |
| Equity 1 April 2016 | 29.088 | 755 | 166 | 0 | 30.009 |
| Currency adjustment | 0 | 0 | 49 | 0 | 49 |
| Other adjustments | 0 | 0 | 0 | 0 | 0 |
| Result of the year | 0 | -1.241 | -27 | 1.991 | 723 |
| Equity 31 March 2017 | 29.088 | -486 | 188 | 1.991 | 30.781 |

The share capital consists of 21.700.000 shares of a norminal value of EUR 1,34 per share.
No shares have special rights.

# CASH FLOW STATEMENT

| EUR 1.000 | Note | 31/03/2018 | 31/03/2017 |
|---|---|---|---|
| Result from primary operations | | -3.027 | 466 |
| Adjustments for non-cash items | 22 | 1.647 | 1.954 |
| **CASH FLOW OPERATIONS BEFORE CHANGES IN WORKING CAPITAL** | | **-1.380** | **2.420** |
| Change in inventories | | -1.471 | -107 |
| Change in receivables | | 1.303 | -2.521 |
| Change in contract work in progress | | 1.602 | -3.329 |
| Change in other receivables and prepayments | | -688 | 2.449 |
| Change in receivables from associated and group related companies | | 759 | 1.910 |
| Change in payables to suppliers | | 1.419 | -694 |
| Change in payables to affiliated and group related companies | | -923 | 0 |
| Change in Current portion of non-current liabilities | | 1.306 | 148 |
| Change in other payables | | -1.852 | 647 |
| Change in prepayments from customers | | -326 | 2.990 |
| **CHANGE IN WORKING CAPITAL** | | **1.129** | **1.492** |
| **CASH FLOW FROM OPERATIONS BEFORE FINANCIALS AND TAX** | | **-251** | **3.912** |
| Financial income received | | 262 | 564 |
| Financial cost paid | | -957 | -302 |
| Paid taxes | | -406 | -172 |
| **FINANCIALS AND TAX** | | **-1.101** | **91** |
| **CASH FLOW FROM OPERATING ACTIVITIES** | | **-1.352** | **4.003** |
| Acquisition of intangible assets | | -3.676 | -2.589 |
| Acquisition of tangible assets | | -6.510 | 0 |
| Disposal of financial assets | | 32 | 237 |
| **CASH FLOW FROM INVESTING ACTIVITIES** | | **-10.154** | **-2.351** |
| **CASH FLOW FROM OPERATING AND INVESTING ACTIVITIES** | | **-11.506** | **1.652** |
| **CASH FLOW FROM FINANCING ACTIVITIES** | | | |
| Repayment of finance lease | | -10 | -7 |
| **NET CASH FLOW** | | **-11.516** | **1.645** |
| Cash and cash equivalents 1 April | | 11.776 | 10.131 |
| **CASH AND CASH EQUIVALENTS 31 MARCH** | | **260** | **11.776** |

# 1. Accounting policies

The annual report 2017/18 has been prepared in acordance with the provisions applying to class C (medium) enterprises under the Danish Financial Statements Act.

Referring to the Danish Financial Statements Act § 112 have the Company not prepared the consolidated financial statement for the Anritsu A/S Group. Anritsu A/S is included in the consolidated accounts of Anritsu Corporation, Japan which is the Parent Company.

The annual report is prepared in EUR 1,000.

## Recognition and measurement

Assets are recognized in the balance sheet when it is probable that future economic benefits will flow to the Company and the value of the asset can be reliably measured.

Liabilities are recognized in the balance sheet when an outflow of economic benefits is probable and when the liability can be reliably measured.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each individual item.

On recognition and measurement are considered gains, loss and risks known before the date of the annual report, if these confirm or de-confirm events that existed at the date of the balance sheet.

Income is recognized in the income statement as earned. Costs incurred to generate the year's earnings, including depreciation, amortization, impairment and provisions are recognized in the income statement.

Value adjustments of financial assets and liabilities measured at amortized cost are recognized in the income statement. Reversals as a result of changes in accounting estimates of amounts which were previously recognized in the income statement are also recognized in the income statement.

## Foreign currency translation

Transactions denominated in foreign currencies (e.g. purchase/sale) are translated into the currency at the exchange rates at the transaction date or at a hedged exchange rate.

Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognized in the income statement as interest income or expense and similar items.

Receivables and payables denominated in foreign currencies and forward exchange contracts are recognized at the exchange rates at the balance sheet date. Hedged receivables and payables are recognized at the hedged exchange rates. Foreign exchange gains or losses are recognized in the income statement under interest income and expense and similar items.

## Derivative financial instruments

Derivative financial instruments are recognized at market value at the balance sheet date. Realized and unrealized gains and losses are recognized in the income statement.

The value of derivative financial instruments is recognized under receivables or short-term liabilities.

Foreign exchange adjustments of financial instrments designated as a hedge of future income and expenses are deferred and recognized in the income statement when such income and expenses have been realized. The value is recognized in a separate item in equity. Premiums received or paid on financial instruments are recognized in the income statement over the term of the instruments.

Gains or losses on derivative financial instruments designated as a hedge of capital expenditure are included in the cost of theinvestment.

## Pension plans

Fixed periodic contributions (defined contribution plans) are recognized in the income statement.

## INCOME STATEMENT

### Revenue
Revenue from the sale of goods and rendering of services is recognized in the income statement provided that delivery has taken place before year-end. Revenue is measured excluding customer discounts and bonuses in relation to the sale.

Revenue from contract work in progress is recognized at the selling price of work performed during the year (the percentage of completion method). The stage of completion is determined as the percentage of rendered services relative to the total services to be provided under the contract.

### Production costs
Production costs comprise of cost related to installation and support of integrated systems. The cost includes hardware, software, direct wages and salaries including social charges, and other stafrelated costs.

### R&D costs
R&D costs comprise costs, salaries, and depreciation of operating assets and equipment directly or indirectly attributable to the Company's R&D activities.

Research costs are recognized as cost in the year when they are incurred.

Costs relating to development projects that are clearly defined and identifiable, where the technical utilization degree, sufficient resources and a potential future market or development opportunities in the Company is evidenced, and where the Company intends to produce, market or use the project, are capitalized from the date on which the above-mentioned conditions are satisfied and when the present value of future earnings is expected to exceed the development costs incurred. The cost of such development projects includes direct wages, salaries, materials and other direct and indirect costs attributable to the development projects.

Other development costs are recognized as cost in the year when they are incurred.

### Selling and distribution costs
Selling and distribution costs comprise costs relating to the sale and distribution of products and services, including salaries, sales commissions, advertising and marketing costs and depreciation, etc.

### Management and administrative expenses
Management and administrative expenses comprise expenses incurred for administrative staff and management, office expenses and depreciation, etc.

### Other operating income and costs
Other operating income and costs comprise other income and costs, including gains and losses on disposal of fixed assets (plant, machinery, operating assets and equipment) etc., salaries for employess who has been made, vacant in the termination period.

### Impairment
Impairment comprises write-downs of intangible assets and property, plant and equipment due to reduced expectations of the assets' cash generating ability.

### Profits/losses from investments in subsidiaries
The proportionate share of the profit/loss after tax of the individual subsidiaries is recognized in the income statement.

### Financial items
Interest income and expense and similar items comprise interest income and expense relating to the fiscal year.

Also included are finance costs relating to finance leases, impairment of investments, realized and unrealized gains and losses on derivative financial instruments, securities recognized under current assets and items denominated in foreign currencies.

Any paid or received premium on derivative financial instruments is recognized in interest income and expense and similar items over the term of the instrument.

### Tax on profit for the year
Tax on the taxable income for the year adjusted for changes in provision for deferred tax for the year is recognized in the income statement. Withholding tax on dividends from foreign subsidiaries is recognized in the year when dividend is received and included in the profit for the year.

Surcharges, premiums and refunds relating to tax payments are included in financial items and similar items at the time of payment.

Tax payable is recognized under short-term liabilities and deferred tax is recognized under provisions.

Tax assets are recognized under investments. Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities.

The tax base of tax loss carry forwards or deferred tax is recognized as an asset when the tax losses are likely to reduce tax payments in coming years.

Deferred tax is provided for according to the tax rules and at the tax rates applicable when the temporary differences are expected to reverse. The change in deferred tax as a result of changes in tax rates is recognized in the income statement.

## BALANCE SHEET

### Intangible assets

Intangible assets are measured at cost less accumulated amortization and impairment.
Amortization of the following intangible assets is provided on a straight-line basis over the expected useful lives of the assets.

The expected useful lives are as follows:

Software............................................... 3 years
Development projects .......................... 3 years

Gains or 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 disposal date, and are recognized in the income statement as other operating income or other operating costs, respectively.

### Tangible assets

Property, machinery, equipment etc. are measured at cost less depreciation and impairment.

Cost includes the cost of acquisition and cost of materials, components, subcontractor services, direct wages and salaries, and indirect production costs. Interest and other borrowing costs are not included in the cost of acquisition.

The cost of assets leased under finance leases is stated at the lower of fair value or the present value of the future lease payments at the time of acquisition. Assets leased under finance leases are recognized in the balance sheet and depreciated as the Company's other property, plant and equipment.

Depreciation of property, plant and equipment is provided on a straight-line basis over the expected useful lives of the assets. In calculating depreciation on buildings, an estimated scrap value is used.

The expected useful lives are as follows:

Operating assets and
equipment ..............................................3 - 5 years
IT equipment ..........................................3 - 5 years
Leased equipment..................................3 - 5 years
Leasehold improvements .......................3 - 5 years

Gains or losses on the disposal or retirement of an item of property, plant and equipment are determined as the difference between the selling price less costs of dismantling and disposal of the item and restoring the site and the carrying amount at the date of disposal.

The gains or losses are recognized as other operating income or other operating costs, respectively. Gains and losses on sale of property are recognized in a separate line item.

### Impairment of assets

The carrying amount of intangible assets and property, plant and equipment is subject to an impairment test in connection with the year-end reporting. If indications of impairment are present, the carrying amount is written down to the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the future net cash inflows expected to arise from the use of the asset.

### Investments

Investments in subsidiaries are measured using the equity method at the proportionate share of the subsidiaries' net asset value.

Subsidiarieswith negative net asset values are measured at DKK 0 (nil), and any amounts owed by such enterprises are written down by the Company's share of the negative net asset value. If the parent company has an obligation to cover the negative equity and if the negative equity exceeds the amount owed, the remaining amount is recognized in provisions.

### Inventories

Hardware and software for resale are measured at cost in accordance with the FIFO method.

Where the net realizable value is lower than cost, inventories are written down to this lower value.

## Receivables
Receivables are recognized at cost and subsequently measured at the amount expected to be received.

## Contract work in progress
Contract work in progress is measured at the selling price of the part of the contract performed at the balance sheet date less progress billings and anticipated losses.

The stage of completion is determined as the percentage of rendered services relative to the total services to be provided under the contract.

Provisions for bad debt losses are deducted from the selling price and determined as the total losses on the contract regardless of the actual stage of completion.

The selling price of work performed exceeding progress billings and anticipated losses is recognized under receivables. Progress billings and anticipated losses exceeding the value of work performed are recognized under liabilities.

## Net revaluation according to the equity method
Net revaluation according to the equity method comprises the parent company's share of accumulated profits in subsidiaries measured according to the equity method less the share of losses in subsidiaries. Other changes to the net asset value of subsidiaries, which are recognized directly in equity, are also recognized in the revaluation reserve.

Amounts included in the net revaluation reserve relating to subsidiaries or joint ventures will also be released when the subsidiary or the joint venture is liquidated or disposed of.

As a consequens of the change in the Danish Financial Statements Act, the reserve for capitalized development costs have been moved from the free reservs to a bound reserve.
The amount in the bound reserves are capitalized development costs deducted the depeciation and deferred tax.

## Other provisions
Provisions are recognized when as a result of events in the fiscal year or in previous years the Company has an obligation and it is probable that there may be an outflow of resources embodying economic benefits to settle the obligation.

Provisions for restructuring of the company include costs that are related to announced decisions to restructure the existing business units.

## Financial liabilities
Amounts owed to mortgage credit institutions and banks are recognized at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortized cost, corresponding to the capitalized value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognized in the income statement over the term of the loan.
Financial liabilities also include the capitalized residual obligation on finance leases.
Other liabilities are recognized at cost and subsequently measured at amortized cost.

## Other rental and lease matters
When contracts for rent and lease of buildings and operating assets are of an operational nature, rental and lease payments are recognized in the income statement for the period to which they relate.

The remaining rental and lease obligations under such contracts are disclosed as contingent liabilities.

## Cash flow statement
The cash flow statement shows the cash flows from operating, investing and financing activities for the year, the year's changes in cash and cash equivalents as well as the cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise the Company's share of the profit for the year adjusted for non-cash operating items, changes in working capital and paid corporation tax.

The cash flow effect of acquisitions and disposals of enterprises is shown separately in cash flows from investing activities. Cash flows from acquisitions of enterprises are recognized in the cash flow statement from the date of acquisition. Cash flows from disposals of enterprises are recognized up until the date of disposal.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of enterprises and activities and acquisitions and disposals of intangible assets, tangible assets and financial assets.

Cash flows from financing activities comprise changes in the size or composition of the share capital and related costs as well as the raising of loans, repayment of interest-bearing debt, and payment of dividends to shareholders.

## Key ratios

The key ratios stated in the survey of financial highlights have been calculated as follows:

*Gross margin:*

$$\frac{\text{Gross profit x 100}}{\text{Revenue}}$$

*Operating margin:*

$$\frac{\text{Profit of primary operations x 100}}{\text{Revenue}}$$

*Return on invested capital:*

$$\frac{\text{Profit of primary operations x 100}}{\text{Average invested capital}}$$

*Invested capital:*

Operating intangible and tangible fixed assets and net working capital

*Return on equity:*

$$\frac{\text{Profit for the year x 100}}{\text{Average equity}}$$

*Solvency ratio:*

$$\frac{\text{Equity end year x 100}}{\text{Total assets}}$$

**2. Production costs**

| | 2017/18 | 2016/17 |
|---|---|---|
| Production costs | 16.155 | 21.488 |
| Depreciation of capitalized development costs | 2.455 | 2.209 |
| **Production costs** | **18.610** | **23.697** |

**3. Development costs**

| | | |
|---|---|---|
| Incurred development costs | 4.114 | 3.721 |
| Reimbursed cost from Anritsu Corporation | 0 | 26 |
| Capitalized development costs | -3.676 | -2.573 |
| **Development costs** | **438** | **1.174** |

**4. R&D development costs**

The company is capitalizing costs incurred for the development of the MasterClaw (MC) product suite. Costs comprise mainly engineering costs based on time spent. Development projects are all subject to management approval. Only projects that could generate future revenue stream are eligible for capitalization. Software versioning management is performed by the head of R&D. It is subject to regular management review. On-going development ensure that the MasterClaw suite match customers expectations in the Service Assurance market. Although length of utilization of MC by customer exceed 5 years, projects are depreciated on a 3 year basis.

| **5. Financial assets** | Subsidiaries | Deposits |
|---|---|---|
| Cost value 1 April 2017 | 2.462 | 54 |
| Other adjustments | 1 | 0 |
| Additions | 0 | 0 |
| Disposal | 0 | -33 |
| **Cost Price 31 March 2018** | **2.463** | **21** |
| Revaluations 1 April 2017 | 188 | 0 |
| Result of the year | -6 | 0 |
| Dividend | 0 | 0 |
| Currency adjustment | -6 | 0 |
| **Revaluation 31 March 2018** | **176** | **0** |
| **Carrying amount 31 March 2018** | **2.639** | **21** |

Investment in subsidiaries are specified as follows: (EUR 1.000)

| Name | Company equity | Equity | Result of the year |
|---|---|---|---|
| Anritsu Solutions s.r.l, Italy (Rome) | TEUR 115 | 1.190 | 134 |
| Anritsu Solutions s.r.l, Romania (Bucharest) | TLEI 100 | 297 | 43 |
| Anritsu Solutions s.r.l, Slovakia (Bratislava) | TEUR 17 | 1.151 | -183 |
| **Anritsu A/S's share** | | **2.639** | **-6** |

All subsidiaries are owned 100% by Anritsu A/S.

| 6. Financial income | 2017/18 | 2016/17 |
|---|---|---|
| Interest income | 0 | 0 |
| Net foreign exchange gains | 262 | 922 |
| **Financial income** | 262 | 922 |

| 7. Financial costs | 2017/18 | 2016/17 |
|---|---|---|
| Interest costs, banks and credit institutes | 9 | 7 |
| Other interest costs | 32 | 8 |
| Net exchange rate loss | 1.939 | 173 |
| **Financial costs** | 1.980 | 188 |

| 8. Tax for the year | | |
|---|---|---|
| Paid Withholdning taxes | 406 | 172 |
| Deferred tax adjustment for the year | -301 | 306 |
| **Tax for the year** | 105 | 478 |

| 9. Proposed distribution of result | | |
|---|---|---|
| Retained earnings | -4.844 | 750 |
| Revaluation reserve subssidiaries | -6 | -27 |
| | **-4.850** | **723** |

| 10. Intangible Fixed assets | Software | Completed development projects | Development projects in progress |
|---|---|---|---|
| Cost price 1 April 2017 | 61 | 11.005 | 2.119 |
| Additions | 0 | 0 | 3.676 |
| Transferred | 0 | 447 | -447 |
| Disposal | 0 | -2.358 | 0 |
| **Cost price 31 March 2018** | **61** | **9.094** | **5.348** |
| Depreciations and impairment 1 April 2017 | 47 | 5.278 | 0 |
| Depreciation of the year | 7 | 2.455 | 0 |
| Depreciation of disposed assets | 0 | -2.358 | 0 |
| **Depreciation and impairment 31 march 201** | **54** | **5.375** | **0** |
| **Carrying amount 31 March 2018** | **7** | **3.719** | **5.348** |
| **To be depreciated over** | 3 years | 3 years | - |

| 11. Tangible assets | Operating equipment | It equipment | Leased equipment |
|---|---|---|---|
| Cost price 1 April 2017 | 47 | 45 | 21 |
| Additions | 6.510 | 0 | 0 |
| Disposal | 0 | 0 | 0 |
| **Cost Price 31 March 2018** | **6.557** | **45** | **21** |
| | | | |
| Depreciation 1 April 2017 | 26 | 30 | 7 |
| Other adjustments | 0 | 0 | 0 |
| Depreciation for the year | 176 | 11 | 9 |
| Depreciation of disposed assets | 0 | 0 | 0 |
| **Depreciation 31 March 2018** | **202** | **41** | **16** |
| | | | |
| **Carrying amount 31 March 2018** | **6.355** | **4** | **5** |
| | | | |
| **To be depreciated over** | 3 - 5 years | 3 - 5 years | 3 - 5 years |

| 12. Deferred tax assets | 31/03/2018 | 31/03/2017 |
|---|---|---|
| Deferred tax assets 1. April | 1.856 | 2.162 |
| Deferred tax adjustment for the year | 301 | -306 |
| | | |
| **Deferred tax assets** | **2.157** | **1.856** |

The deferred tax assets is solely related to differences between the tax values and the book values of assets and liabilities.
The company has a tax loss carryforwards of EUR 12,3 million which is not recognized in the deferred tax assets.

| 13. Trade Receivables | 31/03/2018 | 31/03/2017 |
|---|---|---|
| Receivables from sales of goods and services | 6.567 | 7.871 |
| Provisions for expected losses | -60 | -60 |
| | | |
| **Trade receivables** | **6.507** | **7.810** |

| 14. Contract work in progress | | |
|---|---|---|
| Sales value of completed work | 41.003 | 61.294 |
| Progress billing | -34.872 | -53.455 |
| | | |
| | **6.131** | **7.839** |
| Recognized as follows in the balance: | | |
| | | |
| Contract work in progress for third parties entered under assets | 8.199 | 9.801 |
| Received prepayments entered under liabilities | -2.068 | -1.962 |
| | | |
| **Current work in progress net** | **6.131** | **7.839** |

## 15. Prepayments

Prepayments are prepaid costs representing rent, insurance, subscriptions, license payments and agent fees.

## 16. Debt liabilities

| | 31/03/2018 | 31/03/2017 |
|---|---|---|
| Within a year | 1.522 | 213 |
| Between one and five years | 128 | 319 |
| After five years | 0 | 0 |
| **Suppliers liabilities** | **1.650** | **532** |
| Within a year | 4 | 7 |
| Between one and five years | 0 | 6 |
| After five years | 0 | 0 |
| **Leasing liabilities** | **4** | **13** |

The company's financial leasing contracts are related to printers

## 17. Prepayments from customers

| | | |
|---|---|---|
| Prepayments on contract work in progress for third parties (cf. Note 11) | 2.068 | 1.962 |
| Prepayments from customers, derived from service contracts | 3.814 | 4.246 |
| **Prepayments from customers** | **5.882** | **6.208** |

## 18. Contingent items

**Leasing obligations**

**Lease contract offices premises**

The company has contracted the below leasing agreements:

| | | |
|---|---|---|
| Within a year | 7 | 7 |
| Between one and five years | 0 | 0 |
| After five years | 0 | 0 |
| **Leasing commitments** | **7** | **7** |

**Securities**

The company has not provided any gurantee in any of the company assets.

**Contingent liabilities**

Security for Anritsu A/S's customer obligations in projects in progress. Bank guarantees of EUR 0,6 have been provided.
The parent company Anritsu Corporation has provided an equivalent guarantee to the banks providing the gurantees.

## 19. Staff costs

| | 2017/18 | 2016/17 |
|---|---|---|
| Wages and salaries | 1.248 | 1.897 |
| Pensions | 49 | 87 |
| Other social security costs | 37 | 73 |
| **Total** | **1.334** | **2.056** |

The staff cost is recognized in the income statement as below:

| | | |
|---|---|---|
| Production costs | 309 | 854 |
| Distribution costs | 422 | 644 |
| Administration costs | 604 | 558 |
| **Total** | **1.334** | **2.056** |

| | | |
|---|---|---|
| Average number of employees | 8 | 14 |

The remunerations to directors are not included in the amounts above. The amounts are:

| | | |
|---|---|---|
| Directors and board | 671 | 730 |

## 20. Depreciation

| | | |
|---|---|---|
| Depreciation on development projects | 2.455 | 2.209 |
| Depreciation on intangible assets | 7 | 13 |
| Depreciation on tangible assets | 196 | 32 |
| **Total** | **2.658** | **2.254** |

Depreciation and impairment is recognized in the income statement as below:

| | | |
|---|---|---|
| Production costs | 165 | 3 |
| Administration costs | 10 | 24 |
| Production costs, capitalized development projects | 2.455 | 2.209 |
| Research and development costs, other assets | 17 | 9 |
| Distribution costs | 11 | 9 |
| **Total** | **2.658** | **2.254** |

## 20. Related parties and ownership relations

| Controlling interest | Background |
|---|---|
| Anritsu Corporation, Onna 5-1-1, Atsugi-shi<br>Kanagawa 243-8555, Japan | Principal Shareholder |

| Other related parties: | Background |
|---|---|
| Anritsu Solutions s.r.l, Italy | Subsidiary |
| Anritsu Solutions s.r.l, Romania | Subsidiary |
| Anritsu Solutions s.r.l, Slovakia | Subsidiary |

**Ownership**

The below shareholder is noted in the company register of shareholders as owner of a minimum of 5% of the votes on a minimum of 5% of the share capital.

Anritsu Corporation
Onna 5-1-1
Atsughi-shi
Kanagawa 243-8555
Japan

**Group relations:**

The company's immediate and ultimate parent company, which prepares the Group accounts, and of which the company is a part as a subsidiary is:

Anritsu Corporation, Onna 5-1-1, Atsugi-shi, Kanagawa 243-8555, Japan.

The Group accounts for the foreign parant company is available from this adress:

Anritsu Corporation, Onna 5-1-1, Atsugi-shi, Kanagawa 243-8555, Japan.

or at this link: www.anritsu.com

**Related party transactions**

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

| 21. Adjustments for on-cash items | 31/03/2018 | 31/03/2017 |
|---|---|---|
| Depreciation | 2.658 | 2.254 |
| Share of result in subsidiaries | 7 | 27 |
| Provisions | 0 | -800 |
| Unrealised gains from exchange rate adjustment of foreign currency | -933 | 408 |
| Unrealised losses from exchange rate adjustment of foreign currency | -85 | 65 |
| **Adjustments for non-cash items** | **1.647** | **1.954** |