
Litepoint Europe A/S

Alfred Nobles Vej 27, 3., DK-9220 Aalborg Øst

Annual Report for 1 January - 31 December 2017

CVR No 29 61 80 46

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
15/5 2018

Carsten Palsgaard
Chairman



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Litepoint Europe A/S for the financial year 1 January - 31 December 2017.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2017 of the Company and of the results of the Company operations for 2017.

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

Aalborg, 15 May 2018

Executive Board

Jens Jungersen
Executive Officer

Board of Directors

Michael Dennis Callahan

Charles Jeffrey Gray

Bradford Bigelow Robbins

Independent Auditor's Report

To the Shareholder of Litepoint Europe A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Litepoint Europe A/S for the financial year 1 January - 31 December 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

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

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

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

Independent Auditor's Report

audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Odense, 15 May 2018

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Mikael Johansen
State Authorised Public Accountant
mne23318

Henrik Trangeled Kristensen
State Authorised Public Accountant
mne23333

Company Information

The Company

Litepoint Europe A/S
Alfred Nobles Vej 27, 3.
DK-9220 Aalborg Øst

CVR No: 29 61 80 46
Financial period: 1 January - 31 December
Municipality of reg. office: Aalborg

Board of Directors

Michael Dennis Callahan
Charles Jeffrey Gray
Bradford Bigelow Robbins

Executive Board

Jens Jungersen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Rytterkasernen 21
DK-5000 Odense C

Income Statement 1 January - 31 December

	Note	2017 DKK	2016 DKK
Gross profit/loss		10.341.612	9.136.095
Staff expenses	2	-7.932.351	-6.922.473
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-697.423	-908.426
Profit/loss before financial income and expenses		1.711.838	1.305.196
Financial income		7	0
Financial expenses		-603.799	-100.024
Profit/loss before tax		1.108.046	1.205.172
Tax on profit/loss for the year	3	-373.711	-276.332
Net profit/loss for the year		734.335	928.840

Distribution of profit

Proposed distribution of profit

Retained earnings	734.335	928.840
	734.335	928.840

Balance Sheet 31 December

Assets

	Note	2017 DKK	2016 DKK
Acquired licenses		0	649.874
Intangible assets	4	0	649.874
Other fixtures and fittings, tools and equipment		33.151	59.671
Leasehold improvements		0	19.987
Property, plant and equipment	5	33.151	79.658
Fixed assets		33.151	729.532
Trade receivables		4.940.376	6.712.748
Other receivables		338.813	350.509
Deferred tax asset		257.863	197.442
Prepayments		29.015	31.823
Receivables		5.566.067	7.292.522
Cash at bank and in hand		5.421.253	1.744.079
Currents assets		10.987.320	9.036.601
Assets		11.020.471	9.766.133

Balance Sheet 31 December

Liabilities and equity

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
Share capital		500.000	500.000
Retained earnings		<u>6.071.843</u>	<u>5.337.504</u>
Equity		<u>6.571.843</u>	<u>5.837.504</u>
Trade payables		62.161	140.897
Payables to group enterprises		2.236.320	1.899.012
Corporation tax		109.524	246.523
Other payables		2.040.623	1.312.876
Deferred income		<u>0</u>	<u>329.321</u>
Short-term debt		<u>4.448.628</u>	<u>3.928.629</u>
Debt		<u>4.448.628</u>	<u>3.928.629</u>
Liabilities and equity		<u>11.020.471</u>	<u>9.766.133</u>
Main activity	1		
Contingent assets, liabilities and other financial obligations	6		
Related parties	7		
Accounting Policies	8		

Statement of Changes in Equity

	<u>Share capital</u> DKK	<u>Retained earnings</u> DKK	<u>Total</u> DKK
Equity at 1 January	500.000	5.337.508	5.837.508
Net profit/loss for the year	<u>0</u>	<u>734.335</u>	<u>734.335</u>
Equity at 31 December	<u>500.000</u>	<u>6.071.843</u>	<u>6.571.843</u>

Notes to the Financial Statements

1 Main activity

The company's main activity is to trade and test wireless communications equipment.

	2017 DKK	2016 DKK
2 Staff expenses		
Wages and salaries	6.947.113	6.190.799
Other social security expenses	27.602	25.395
Other staff expenses	957.636	706.279
	7.932.351	6.922.473
Average number of employees	8	7

3 Tax on profit/loss for the year

Current tax for the year	356.628	380.723
Deferred tax for the year	-60.421	-104.391
Adjustment of tax concerning previous years	77.504	0
	373.711	276.332

4 Intangible assets

	Acquired licenses DKK
Cost at 1 January	2.599.497
Cost at 31 December	2.599.497
Impairment losses and amortisation at 1 January	1.949.622
Amortisation for the year	649.875
Impairment losses and amortisation at 31 December	2.599.497
Carrying amount at 31 December	0

Notes to the Financial Statements

5 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost at 1 January	336.597	42.024
Cost at 31 December	336.597	42.024
Impairment losses and depreciation at 1 January	276.925	42.024
Depreciation for the year	26.521	0
Impairment losses and depreciation at 31 December	303.446	42.024
Carrying amount at 31 December	33.151	0
	2017 DKK	2016 DKK

6 Contingent assets, liabilities and other financial obligations

Rental and lease obligations

Rent obligations	377.790	305.164
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Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Teradyne Holdings Denmark ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on un-earned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Notes to the Financial Statements

7 Related parties

	<u>Basis</u>
Controlling interest	
LitePoint Corporation	Holds the majority of the share capital
Consolidated Financial Statements	
<u>Name</u>	<u>Place of registered office</u>
LitePoint Corporation	USA
Teradyne Inc.	USA

The Group Annual Report of LitePoint Corporation and Teradyne Inc. may be obtained by contacting the company.

Notes to the Financial Statements

8 Accounting Policies

The Annual Report of Litepoint Europe A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2017 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

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

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

8 Accounting Policies (continued)

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses other than production wages.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Notes to the Financial Statements

8 Accounting Policies (continued)

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance Sheet

Intangible assets

Patents and licences are measured at the lower of cost less accumulated amortisation and recoverable amount. Patents are amortised over the remaining patent period, and licences are amortised over the licence period; however not exceeding 3 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	2-5 years
Leasehold improvements	2-5 years

Depreciation period and residual value are reassessed annually.

Notes to the Financial Statements

8 Accounting Policies (continued)

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

Notes to the Financial Statements

8 Accounting Policies (continued)

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.