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PR electronics A/S

Lerbakken 10 8410 Rønde Central Business Registration No 73438411

Annual report 2017/18

The Annual General Meeting adopted the annual report on 30.10.2018

Chairman of the General Meeting

Name: Claus Berner Nielsen

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Entity details

Entity

PR electronics A/S Lerbakken 10 8410 Rønde

Central Business Registration No: 73438411

Registered in: Rønde

Financial year: 01.07.2017 - 30.06.2018

Board of Directors

Claus Berner Nielsen, Chairman Kim Thomas Rasmussen Knud Valdemar Mørk Krægpøth

Executive Board

Kim Thomas Rasmussen, Chief Executive Officer Stig Alnøe Lindemann, Chief Technological Officer Simon Bisbo, Chief Sales Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab City Tower, Værkmestergade 2 8000 Aarhus C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of PR electronics A/S for the financial year 01.07.2017 - 30.06.2018.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 30.06.2018 and of the results of its operations and cash flows for the financial year 01.07.2017 - 30.06.2018.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Rønde, 30.10.2018

Executive Board

Kim Thomas Rasmussen Chief Executive Officer Stig Alnøe Lindemann Chief Technological Officer Simon Bisbo Chief Sales Officer

Board of Directors

Claus Berner Nielsen

Chairman

Kim Thomas Rasmussen

Knud Valdemar Mørk Krægpøth

Independent auditor's report

To the shareholders of PR electronics A/S Opinion

We have audited the consolidated financial statements and the parent financial statements of PR electronics A/S for the financial year 01.07.2017 - 30.06.2018, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 30.06.2018, and of the results of their operations and the consolidated cash flows for the financial year 01.07.2017 - 30.06.2018 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 consolidated financial statements and the parent financial statements section of this auditor's report. We are independent of the Group in accordance with the International Ethics Standards Board of 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 consolidated financial statements and the parent financial statements

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

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

Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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

Independent auditor's report

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 consolidated financial statements and parent 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 consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Group and the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are
 responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Independent auditor's report

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the consolidated financial statements and the parent 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 commentary.

Aarhus, 30.10.2018

Deloitte

Statsautoriseret Revisionspartnerselskab Central Business Registration No: 33963556

Klaus Tvede-Jensen State Authorised Public Accountant Identification number (MNE) mne23304 Henrik Brorsbøl Jakobsen State Authorised Public Accountant Identification number (MNE) mne33233

Management commentary

	2017/18 DKK'000	2016/17 DKK'000	2015/16 DKK'000	2014/15 DKK'000	2013/14 DKK'000
Financial highlights					
Key figures					
Revenue	305.233	279.963	267.748	267.002	252.218
Gross profit/loss	174.602	161.468	152.194	147.440	138.227
Operating profit/loss	49.302	35.673	23.435	36.431	32.725
Net financials	(1.007)	(1.729)	(2.729)	7.676	(1.603)
Profit/loss for the year	37.525	26.174	15.965	33.780	24.093
Total assets	295.878	280.805	316.496	302.073	264.172
Investments in property, plant and equipment	4.888	6.663	12.932	7.150	7.296
Equity	197.701	182.929	227.125	214.943	186.068
Cash flows from (used in) operating activities	47.952	50.937	39.278	47.810	58.416
Employees in average	199	197	206	199	194
Investments in intangible assets	16.450	18.373	18.477	23.562	12.463
Ratios					
Return on equity (%)	19,7	12,8	7,2	16,8	13,9
Profit margin (%)	16,2	12,7	8,8	13,6	13,0
Equity ratio (%)	66,8	65,1	71,3	71,2	70,4

Financial highlights are defined and calculated in accordance with "Recommendations & Ratios 2015" issued by the Danish Society of Financial Analysts.

Ratios	Calculation formula	Ratios
Return on equity (%)	Profit/loss for the year x 100 Average equity	The entity's return on capital invested in the entity by the owners.
Profit margin (%)	EBIT x 100 Revenue	The Entity's profitability
Equity ratio (%)	<u>Equity x 100</u> Total assets	The financial strength of the Entity

Management commentary

Primary activities

The Group develops, produces and sells electronic components. Development and production takes place in PR electronics A/S, whereas the Group's products are sold through its foreign sales subsidiaries and independent distributors as well as from PR electronics A/S directly.

Development in activities and finances

Revenue for the year amounts to DKK 305,233k against DKK 279,963k last year, which corresponds to a growth of 9.0%.

Other external expenses and staff costs increases combined by 0.6% reflecting more employees and higher marketing expenses partly offset by lower administration expenses.

The profit for the year increases from DKK 26,174k in 2016/2017 to DKK 37,525k in 2017/2018. The increase in profit for the year mainly reflects an increase in gross profit and lower depreciation, amortisation and impairment losses.

The profit for the year is regarded as satisfactory. The Group constantly takes steps and makes adjustments to ensure that its strategy plan for growth in revenue and profitability is met.

Outlook

Founded in a continuously wider high-quality product range, increased activities to create market awareness and a larger sales force, the Group expects to continue its growth path. Increased profitability is expected through continued optimization of the Group's internal value chains, including purchasing and production optimizations.

The Group expects that order intake, revenue and profit for 2018/2019 will be at a higher level than in 2017/2018.

Research and development activities

Research and development activities are carried out in PR electronics A/S. The activities primarily comprise development of modules for electronic signal conditioning and related products.

Approx. 7% of revenue for the year is spent on research and development activities of which DKK 16.5m has been recognized under intangible assets.

For the next financial year, the Group expects that resources used for research and development activities will remain at the same level as in 2017/2018.

Other financial matters

The Group is strongly focused on financial management, including continuous assessment and hedging of the Group's trading risks and financial risks, etc.

Management commentary

Business risks

The markets, in which the Group operates, are mainly product-driven. Therefore, the Group's efforts in the research and development area contribute to securing the Group's long-term market position. Consequently, it is important to retain and further enhance the Group's innovative potential and to be able to attract the best-qualified candidates.

Product risks mainly relate to delays in launch of new products. The Group has focus on all parts of the product development and launch processes in order to minimize this risk. The Group's supply chain is constantly monitored, and policies ensure availability of minimum inventory levels to avoid adverse consequences of short and medium-term interruptions of the supply chain. Finally, significant resources are spent to protect inventions through patents and the Group continuously develop and maintain its competences in this area.

Financial risks

As a result of its operations, investments and financing, the Group is exposed to changes in exchange rates and interest levels. The Group manages the financial risks centrally and has a central coordination of the Group's cash management, including capital procurement and investment of excess liquidity.

Foreign exchange risks

Foreign exchange risks are primarily hedged by means of matching of payments received and made in the same currency and by means of forward exchange contracts.

Credit risks

Credit risks related to financial assets correspond to the values recognized in the balance sheet. The Group does not have any material risks relating to a single customer or cooperative partner. According to the Group's policy for assuming credit risks, all major customers and other cooperative partners are credit rated on an ongoing basis.

According to the Group's policy, capital procurement as well as investment of surplus liquidity shall be managed centrally by PR electronics A/S.

Interest risks

It is the Group's policy to hedge interest rate risks on Group loans if it is assessed that such interest payments can be ensured at a satisfactory level compared to the related costs. At present, the Group has limited debt compared to its activity level.

Management commentary

Liquidity risks

The Group has policies stipulating availability of minimum cash resources, which the Group must have at its disposal at any time.

Management and employees

The average number of employees (converted into full-time employees) was 199 in 2017/2018 (197 in 2016/2017).

Knowledge resources

The Group's strategic objective of continued growth in revenue and profit requires maintenance of a high level of innovation through a flexible and knowledge-based organization. This is a sustained process, which is facilitated through the implementation of educational plans, encouragement to cooperation and by inspiring employees to take responsibility.

Maintenance of the Group's leading technology edge requires core competencies amongst others within effective project management, hardware design of analogue and digital electronics, design of solid and highefficient embedded software as well as development of advanced signal conditioning algorithms. Furthermore, outstanding product quality and productivity of new products requires core competencies within development of high-precision calibration equipment and end test equipment with high production efficiency.

In order to maintain a leading edge in the development of new innovative technologies and products, the Group cooperates with a number of external consultants as well as design and development companies.

Statutory report on corporate social responsibility

Environmental performance

The risk of negative impact on the external environment is low for the Group as only small quantities of dangerous substances is used in the production process. The Group is certified according to the DS/EN ISO 14001:2015 standard and has continuous focus on minimizing our environmental footprint.

Health and safety at work

The Group takes responsibility for the working environment and focus on the health of its employees. The working environment complies with the highest national standards, and the Group focuses on being a healthy work place for the well-being of its employees.

Society

The Group consents with the 10 UN Global Compact Principles in its day-to-day business operations and has particular focus on maintaining compliance with human rights, labour rights and anti-corruption laws and regulations.

Consolidated income statement for 2017/18

	Notes	2017/18 DKK'000	2016/17 DKK'000
Revenue		305.233	279.963
Other operating income		450	425
Cost of sales		(87.730)	(75.068)
Other external expenses		(43.351)	(43.852)
Gross profit/loss		174.602	161.468
Staff costs	2	(107.024)	(105.627)
Depreciation, amortisation and impairment losses	3	(18.276)	(20.168)
Operating profit/loss		49.302	35.673
Other financial income	4	42	25
Other financial expenses	5	(1.049)	(1.754)
Profit/loss before tax		48.295	33.944
Tax on profit/loss for the year	6	(10.770)	(7.770)
Profit/loss for the year	7	37.525	26.174

Consolidated balance sheet at 30.06.2018

	Notes	2017/18 DKK'000	2016/17 DKK'000
Completed development projects		17.004	25.510
Acquired patents		1.949	1.860
Development projects in progress		46.076	32.342
Intangible assets	8	65.029	59.712
	•		
Land and buildings		75.340	77.168
Plant and machinery		9.071	8.191
Other fixtures and fittings, tools and equipment		4.899	4.183
Property, plant and equipment in progress		0	2.069
Property, plant and equipment	9	89.310	91.611
Oth or investments		20	20
Other investments Other receivables		38 577	38
Fixed asset investments	10	615	606 644
rixed asset investments	10	015	044
Fixed assets		154.954	151.967
Raw materials and consumables		26.049	18.402
Work in progress		4.032	4.128
Manufactured goods and goods for resale		3.335	5.946
Inventories		33.416	28.476
Trade receivables		51.778	46.858
Other receivables		7.373	6.976
Prepayments	11	2.089	1.573
Receivables		61.240	55.407
	•	-	
Cash		46.268	44.955
Current assets		140.924	128.838
Assets		295.878	280.805

Consolidated balance sheet at 30.06.2018

	<u>Notes</u>	2017/18 DKK'000	2016/17 DKK'000
Contributed capital		1.180	1.180
Retained earnings		136.521	159.249
Proposed dividend		60.000	22.500
Equity		197.701	182.929
Deferred tax	12	20.420	18.625
Other provisions	13	0	337
Provisions		20.420	18.962
Mortgage debts		18.034	20.260
Non-current liabilities other than provisions	14	18.034	20.260
Current portion of long-term liabilities other than provisions	14	2.828	3.401
Prepayments received from customers		313	488
Trade payables		22.699	20.318
Income tax payable		7.167	4.693
Other payables		26.216	29.754
Deferred income	15	500	0
Current liabilities other than provisions		59.723	58.654
Liabilities other than provisions		77.757	78.914
Equity and liabilities		295.878	280.805
Events after the balance sheet date	1		
Unrecognised rental and lease commitments	17		
Mortgages and securities	18		
Subsidiaries	19		

Consolidated statement of changes in equity for 2017/18

	Contributed capital DKK'000	Retained earnings DKK'000	Proposed dividend DKK'000	Total DKK'000
Equity beginning of year	1.180	159.249	22.500	182.929
Ordinary dividend paid	0	0	(22.500)	(22.500)
Exchange rate adjustments	0	(253)	0	(253)
Profit/loss for the year	0	(22.475)	60.000	37.525
Equity end of year	1.180	136.521	60.000	197.701

Consolidated cash flow statement for 2017/18

	Notes	2017/18 DKK'000	2016/17 DKK'000
Operating profit/loss		49.302	35.673
Amortisation, depreciation and impairment losses		18.276	20.168
Working capital changes	16	(12.518)	(28)
Cash flow from ordinary operating activities		55.060	55.813
Financial income received		41	24
Financial income paid		(642)	(661)
Income taxes refunded/(paid)		(6.507)	(4.239)
Cash flows from operating activities		47.952	50.937
Acquisition etc of intangible assets		(16.450)	(18.373)
Acquisition etc of property, plant and equipment		(4.887)	(6.662)
Cash flows from investing activities		(21.337)	(25.035)
Instalments on loans etc		(2.800)	(2.843)
Dividend paid		(22.500)	(70.000)
Cash flows from financing activities		(25.300)	(72.843)
Increase/decrease in cash and cash equivalents		1.315	(46.941)
Cash and cash equivalents beginning of year		44.953	91.894
Cash and cash equivalents end of year		46.268	44.953

Notes to consolidated financial statements

1. Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

	2017/18 DKK'000	2016/17 DKK'000
2. Staff costs		
Wages and salaries	88.229	86.818
Pension costs	6.275	6.160
Other social security costs	8.465	8.648
Other staff costs	4.055	4.001
	107.024	105.627
Average number of employees	199	197
	Remunera- tion of manage- ment 2017/18 DKK'000	Remunera- tion of manage- ment 2016/17 DKK'000
	5 000	7.005
Executive Board	6.908	7.085
Board of Directors	50	50
	6.958	7.135
	2017/18 DKK'000	2016/17 DKK'000
3. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	11.133	13.410
Impairment losses on intangible assets	0	191
Depreciation of property, plant and equipment	7.143	6.474
Profit/loss from sale of intangible assets and property, plant and equipmer	nt0	93
	18.276	20.168
	2017/18 DKK'000	2016/17 DKK'000
4. Other financial income		
Interest income	1	1
Other financial income	41	24
	42	25

Notes to consolidated financial statements

		2017/18 DKK'000	2016/17 DKK'000
5. Other financial expenses			
Other financial expenses		1.049	1.754
		1.049	1.754
		2017/18 DKK'000	2016/17 DKK'000
6. Tax on profit/loss for the year			
Tax on current year taxable income		8.973	6.358
Change in deferred tax for the year		1.797	1.428
Adjustment concerning previous years		0	(16)
		10.770	7.770
		2017/18 DKK'000	2016/17 DKK'000
7. Proposed distribution of profit/loss			
Ordinary dividend for the financial year		60.000	22.500
Retained earnings		(22.475)	3.674
		37.525	26.174
	Completed develop- ment projects DKK'000	Acquired patents DKK'000	Develop- ment projects in progress DKK'000
8. Intangible assets			_
Cost beginning of year	96.979	2.004	32.342
Transfers	2.463	0	(2.463)
Additions	0	253	16.197
Cost end of year	99.442	2.257	46.076
Amortisation and impairment losses beginning of year	(71.469)	(144)	0
Amortisation for the year	(10.969)	(164)	0
Amortisation and impairment losses end of year	(82.438)	(308)	0
Carrying amount end of year	17.004	1.949	46.076

Development projects in progress

The Company's development projects relate to development of new products to be used in industrial applications and control systems within the process industry, among others. Development of new products is made on the basis of an identified market need, a commercial long-term need for new technology or an identified need for production optimisation. All projects are assessed on the basis of a business case before they are initiated. Development projects are recognised in the balance sheet when it is assessed that the

Notes to consolidated financial statements

products derived from the project will yield a future financial benefit. The projects and their values are assessed on a continuous basis, and no indication of impairment of the carrying amount is found to exist.

_	Land and buildings DKK'000	Plant and machinery DKK'000	Other fixtures and fittings, tools and equipment DKK'000	Property, plant and equipment in progress DKK'000
9. Property, plant and equipment				
Cost beginning of year	97.217	46.100	15.597	2.069
Exchange rate adjustments	6	0	(15)	0
Transfers	0	2.355	450	(2.805)
Additions	24	1.585	2.543	736
Disposals	0	0	(133)	0
Cost end of year	97.247	50.040	18.442	0
Depreciation and impairment losses beginning of the year	(20.049)	(37.909)	(11.414)	0
Exchange rate adjustments	(2)	0	1	0
Depreciation for the year	(1.856)	(3.060)	(2.227)	0
Reversal regarding disposals	0	0	97	0
Depreciation and impairment losses end of the year	(21.907)	(40.969)	(13.543)	0
Carrying amount end of year	75.340	9.071	4.899	o

10. Fixed asset investments

Fixed asset investments consist primarily of deposits on leases (other receivables).

11. Prepayments

Prepayments cover substantially prepaid insurance, licenses, lease payments, etc.

12. Deferred tax	DKK'000
Changes during the year	
Beginning of year	18.623
Recognised in the income statement	1.797
End of year	20.420

13. Other provisions

Other provisions consist of expected cost regarding returns.

Notes to consolidated financial statements

	Instalments within 12 months 2017/18 DKK'000	Instalments within 12 months 2016/17 DKK'000	Instalments beyond 12 months 2017/18 DKK'000	Outstanding after 5 years DKK'000
14. Liabilities other than provisions Mortgage debts	2.828	3.401	18.034	6.707
•	2.828	3.401	18.034	6.707

15. Short-term deferred income

Deferred income cover prepaid rental.

	2017/18 DKK'000	2016/17 DKK'000
16. Change in working capital		
Increase/decrease in inventories	(4.940)	(3.044)
Increase/decrease in receivables	(5.825)	(3.347)
Increase/decrease in trade payables etc	(1.786)	6.363
Other changes	33	0
	(12.518)	(28)

17. Unrecognised rental and lease commitments

The Group has entered into a number of operating leases. The leases have an average remaining term of 30 months and a total residual lease payment of DKK 9,737k (2016/17:DKK 11,313k).

18. Mortgages and securities

Mortgage debt is secured by way of mortgage on properties.

	2017/18 DKK'000	2016/17 DKK'000
Carrying amount of mortgaged properties	73.617	75.254

Notes to consolidated financial statements

	Registered in	Corpo- rate <u>form</u>	Equity inte- rest <u>%</u>
19. Subsidiaries			
PR electronics Sarl	France	Sarl	100,0
PR electronics AB	Sweden	AB	100,0
PR electronics Srl	Italy	Srl	100,0
PR electronics GmbH	Germany	GmbH	100,0
PR electronics S.L.	Spain	S.L.	100,0
PR electronics Inc.	USA	Inc.	100,0
PR electronics Ltd.	China	Ltd.	100,0
PR electronics UK	Scotland	Ltd.	100,0
PR electronics Lyon Sci	France	Sci	100,0
PR electronics BVBA	Belgium	BVBA	100,0

Parent income statement for 2017/18

	Notes	2017/18 DKK'000	2016/17 DKK'000
Revenue		239.766	216.258
Other operating income		450	425
Costs of raw materials and consumables		(81.460)	(72.982)
Other external expenses		(24.757)	(25.425)
Gross profit/loss		133.999	118.276
Staff costs	ว	(69.651)	(6E 120)
	2	,	(65.438)
Depreciation, amortisation and impairment losses	3	(17.661)	(19.714)
Operating profit/loss		46.687	33.124
Income from investments in group enterprises		1.542	1.863
Other financial income	4	263	250
Other financial expenses	5	(947)	(1.721)
Profit/loss before tax		47.545	33.516
Tax on profit/loss for the year	6	(10.020)	(7.342)
Profit/loss for the year	7	37.525	26.174

Parent income statement for 2017/18

	<u>Notes</u>	2017/18 DKK'000	2016/17 DKK'000
Completed development projects		17.004	25.510
Acquired patents		1.949	1.859
Development projects in progress		46.076	32.342
Intangible assets	8	65.029	59.711
Land and buildings		73.617	75.254
Land and buildings Plant and machinery		9.069	73.234 8.190
Other fixtures and fittings, tools and equipment		3.370	3.421
Property, plant and equipment in progress		0	2.069
	9	86.056	88.934
Property, plant and equipment	9	80.030	66.934
Investments in group enterprises		21.313	19.749
Other investments		38	38
Deposits		7	27
Fixed asset investments	10	21.358	19.814
Fixed assets		172.443	168.459
Raw materials and consumables		26.049	18.403
Work in progress		4.032	4.128
Manufactured goods and goods for resale			
-		1.942	4.499
Inventories		32.023	27.030
		32.023	27.030
Trade receivables		32.023 20.440	27.030 16.873
		32.023 20.440 33.115	27.030 16.873 32.747
Trade receivables Receivables from group enterprises	11	32.023 20.440	27.030 16.873
Trade receivables Receivables from group enterprises Other receivables	11	20.440 33.115 6.322	27.030 16.873 32.747 5.029
Trade receivables Receivables from group enterprises Other receivables Prepayments	11	20.440 33.115 6.322 2.443	27.030 16.873 32.747 5.029 1.429
Trade receivables Receivables from group enterprises Other receivables Prepayments Receivables	11	20.440 33.115 6.322 2.443 62.320	27.030 16.873 32.747 5.029 1.429 56.078

Parent balance sheet at 30.06.2018

	Notes	2017/18 DKK'000	2016/17 DKK'000
Contributed capital	12	1.180	1.180
Reserve for development expenditure		18.173	14.095
Retained earnings		118.348	145.154
Proposed dividend		60.000	22.500
Equity		197.701	182.929
Deferred tax	13	20.554	19.198
Other provisions	14	0	337
Provisions		20.554	19.535
Mortgage debts		18.034	20.260
Non-current liabilities other than provisions	15	18.034	20.260
Current portion of long-term liabilities other than provisions	15	2.828	3.401
Prepayments received from customers		381	223
Trade payables		22.541	19.326
Payables to group enterprises		483	677
Income tax payable		7.185	4.772
Other payables		17.347	20.038
Deferred income	16	500	0
Current liabilities other than provisions		51.265	48.437
Liabilities other than provisions		69.299	68.697
Equity and liabilities		287.554	271.161
Events after the balance sheet date	1		
Unrecognised rental and lease commitments	17		
Contingent liabilities	18		
Mortgages and securities	19		
Related parties with controlling interest	20		

Parent statement of changes in equity for 2017/18

	Contributed capital DKK'000	Reserve for development expenditure DKK'000	Retained earnings DKK'000	Proposed dividend DKK'000
Equity beginning of year	1.180	14.095	145.154	22.500
Ordinary dividend paid	0	0	0	(22.500)
Exchange rate adjustments	0	0	(253)	0
Profit/loss for the year	0	4.078	(26.553)	60.000
Equity end of year	1.180	18.173	118.348	60.000

	Total <u>DKK'000</u>
Equity beginning of year	182.929
Ordinary dividend paid	(22.500)
Exchange rate adjustments	(253)
Profit/loss for the year	37.525
Equity end of year	197.701

Notes to parent financial statements

1. Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

	2017/18 DKK'000	2016/17 DKK'000
2. Staff costs		
Wages and salaries	73.220	69.329
Pension costs	4.652	4.580
Other social security costs	1.229	1.232
Other staff costs	3.235	3.053
Staff costs classified as assets	(12.685)	(12.756)
	69.651	65.438
Average number of employees	127	127
	Remunera- tion of manage- ment 2017/18 DKK'000	Remunera- tion of manage- ment 2016/17 DKK'000
Executive Board	6.908	7.085
Board of Directors	50	50
	6.958	7.135
	2017/18 DKK'000	2016/17 DKK'000
3. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	11.133	13.410
Impairment losses on intangible assets	0	191
Depreciation of property, plant and equipment	6.528	6.113
	17.661	19.714
	2017/18 DKK'000	2016/17 DKK'000
4. Other financial income		
Financial income arising from group enterprises	229	233
Interest income	33	16
Other financial income	1	1
	263	250

Notes to parent financial statements

		2017/18 DKK'000	2016/17 DKK'000
5. Other financial expenses			
Interest expenses		3	1
Other financial expenses		944	1.720
		947	1.721
		2017/18 DKK'000	2016/17 DKK'000
6. Tax on profit/loss for the year			
Tax on current year taxable income		8.671	6.024
Change in deferred tax for the year		1.356	1.334
Adjustment concerning previous years		(7)	(16)
		10.020	7.342
		2017/18 DKK'000	2016/17 DKK'000
7. Proposed distribution of profit/loss			
Ordinary dividend for the financial year		60.000	22.500
Retained earnings		(22.475)	3.674
		37.525	26.174
	Completed develop- ment projects DKK'000	Acquired patents DKK'000	Develop- ment projects in progress DKK'000
8. Intangible assets			
Cost beginning of year	96.979	2.003	32.342
Transfers	2.463	0	(2.463)
Additions	0	254	16.197
Cost end of year	99.442	2.257	46.076
Amortisation and impairment losses beginning of year	(71.469)	(144)	0
Amortisation for the year	(10.969)	(164)	0
Amortisation and impairment losses end of year	(82.438)	(308)	0
Carrying amount end of year	17.004	1.949	46.076

Development projects in progress

The Company's development projects relate to development of new products to be used in industrial applications and control systems within the process industry, among others. Development of new products is made on the basis of an identified market need, a commercial long-term need for new technology or an

Notes to parent financial statements

identified need for production optimisation. All projects are assessed on the basis of a business case before they are initiated. Development projects are recognised in the balance sheet when it is assessed that the products derived from the project will yield a future financial benefit. The projects and their values are assessed on a continuous basis, and no indication of impairment of the carrying amount is found to exist.

	Land and buildings DKK'000	Plant and machinery DKK'000	Other fixtures and fittings, tools and equipment DKK'000	Property, plant and equipment in progress DKK'000
9. Property, plant and equipment				
Cost beginning of year	94.195	46.099	13.232	2.069
Transfers	0	2.355	450	(2.805)
Additions	24	1.584	1.306	736
Cost end of year	94.219	50.038	14.988	0
Depreciation and impairment losses beginning of the year	(18.941)	(37.909)	(9.811)	0
Depreciation for the year	(1.661)	(3.060)	(1.807)	0
Depreciation and impairment losses end of the year	(20.602)	(40.969)	(11.618)	<u> </u>
Carrying amount end of year	73.617	9.069	3.370	0
				Investments in group enterprises DKK'000
10. Fixed asset investments				F7 1 4 1
Cost beginning of year				57.141
Cost end of year				57.141
Impairment losses beginning of y	/ear			(37.392)
Exchange rate adjustments				(253)
Share of profit/loss for the year				1.542
Investments with negative equity	y depreciated over	receivables		275
Impairment losses end of year	ır			(35.828)
Carrying amount end of year				21.313

Fixed asset investments other than investments in group enterprises consist primarily of deposits on leases (other receivables).

Notes to parent financial statements

11. Prepayments

Prepayments cover substantially prepaid insurance, licenses, lease payments etc.

	Neurobou	Nominal value
12. Contributed capital	<u>Number</u>	DKK'000
12. Contributed Capital		
A shares	1.000	1.000
B shares	180	180
	1.180	1.180

Contributed capital consists of shares of DKK 1 and multiples of these. A shares and B shares carry the same voting right.

The share capital has been increased by DKK 180,000 in the financial year 2012/13. In the financial year 2012/13 the existing A shares and B shares were aggregated, and subsequently 180,000 new B shares at DKK 1 were issued. Apart from this, there have not been any changes in share capital over the past five years.

	2017/18 DKK'000
13. Deferred tax	
Changes during the year	
Beginning of year	19.198
Recognised in the income statement	1.356
End of year	20.554

14. Other provisions

Other provisions consist of expected cost regarding returns.

15. Liabilities	Instalments within 12 months 2017/18 DKK'000	Instalments within 12 months 2016/17 DKK'000	Instalments beyond 12 months 2017/18 DKK'000	Outstanding after 5 years DKK'000
other than provisions Mortgage debts	2.828	3.401	18.034	6.707
	2.828	3.401	18.034	6.707

16. Deferred income

Deferred income cover prepaid rental.

Notes to parent financial statements

17. Unrecognised rental and lease commitments

The Company have entered into a number of operating leases. The leases have an average remaining term of 30 months and a total residual lease payment of DKK 1,762k (2016/17:DKK 3,209k).

18. Contingent liabilities

The Entity serves as an administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable from the financial year 2016 for income taxes etc. for the jointly taxed entities, and from 1 July 2016 also for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for these companies.

19. Mortgages and securities

Mortgage debt is secured by way of mortgage on properties.

	2017/18 DKK'000	2016/17 DKK'000
Carrying amount of mortgaged properties	73.617	75.254

20. Related parties with controlling interest

Rasmussen Holding AG, Alpenstrasse 15, 6300 Zug, Switzerland (principal shareholder) PR Invest, Rønde ApS, Lerbakken 10, 8410 Rønde

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

The accounting policies applied to these consolidated financial statements and parent financial statements are consistent with those applied last year, however with some reclassifications.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year. Value adjustments of financial assets and liabilities are recognised in the income statement as financial income or financial expenses.

Consolidated financial statements

The consolidated financial statements comprise PR electronics A/S (Parent) and the group enterprises (subsidiaries) that are controlled by the Parent, see note 10 to the consolidated financial statement. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence. Enterprises in which the Group, directly or indirectly, holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence are regarded as associates.

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of PR electronics A/S and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements. Minority interests' proportionate share of profit or loss is presented as a separate item in Management's proposal for

Accounting policies

distribution of profit or loss, and their share of subsidiaries' net assets is presented as a separate item in group equity.

Jointly controlled enterprises are recognised in the consolidated financial statements on a pro rata basis. The items in the jointly controlled enterprise is recognised based on the ownership interest of the enterprise.

Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the acquisition date, with net assets having been calculated at fair value.

Business combinations

Newly acquired or newly established enterprises are recognised in the consolidated financial statements from the time of acquiring or establishing such enterprises. Divested or wound-up enterprises are recognised in the consolidated income statement up to the time of their divestment or winding-up.

The purchase method is applied at the acquisition of new enterprises, under which identifiable assets and liabilities of these enterprises are measured at fair value at the acquisition date. Provisions for costs of restructuring of the enterprise acquired are only made in so far as such restructuring was decided by the enterprise acquired prior to acquisition. Allowance is made for the tax effect of restatements.

Positive differences in amount (goodwill) between cost of the acquired share and fair value of the assets and liabilities taken over are recognised under intangible assets, and they are amortised systematically over the income statement based on an individual assessment of their useful life, however no more than 20 years. Negative balances (negative goodwill) are recognised as income in the income statement.

Profits or losses from divestment of equity investments

Profits or losses from divestment or winding-up of subsidiaries are calculated as the difference between selling price or settlement price and the carrying amount of the net assets at the time of divestment or winding-up, inclusive of non-amortised goodwill and estimated divestment or winding-up expenses.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates as well as out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly in equity.

Accounting policies

Derivative financial instruments

On initial recognition in the balance sheet, derivative financial instruments are measured at cost and subsequently at fair value. Derivative financial instruments are recognised under other receivables or other payables.

Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging the fair value of a recognised asset or a recognised liability are recorded in the income statement together with changes in the value of the hedged asset or the hedged liability.

Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging future transactions are recognised directly in equity. When the hedged transactions are realised, the accumulated changes are recognised as part of cost of the relevant financial statement items.

For derivative financial instruments that do not comply with the requirements for being treated as hedging instruments, changes in fair value are recognised currently in the income statement as financial income or financial expenses.

Income statement

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including rental income.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses of distribution, sales, advertising, administration, premises, bad debts, etc.

Other external expenses also include development costs settled (including licenses) for the use of the right to market products.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Accounting policies

Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to property, plant and equipment as well as intangible assets comprise amortisation, depreciation and impairment losses for the year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of property, plant and equipment as well as intangible assets.

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of tax surcharge and repayment under the Danish Tax Prepayment Scheme, current tax for the year and changes in deferred tax, are recognised in the income statement by the portion attributable to the profit/loss for the year and recognised directly on equity by the portion attributable to entries directly on equity.

The current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid taxes.

Deferred tax is recognised and measured according to the balance-sheet liability method on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

The current Danish income tax is allocated among the jointly taxed companies proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Intellectual property rights etc

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise

Accounting policies

can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using the estimated useful lives of the assets. The amortisation period is five years. For development projects protected by intellectual property rights, the maximum amortisation period is the remaining duration of the relevant rights. Development projects are written down to the lower of recoverable amount and carrying amount.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised over their remaining duration, and licences are amortised over the term of the agreement, but over no more than 20 years.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Other intangible assets are written down to the lower of recoverable amount and carrying amount.

Profits and losses from the sale of other intangible assets are calculated as the difference between selling price less selling costs and the carrying amount at the time of sale. Profits or losses are recognised in the income statement as an adjustment to amortisation and impairment losses, or under other operating income if the selling price exceeds original cost.

Property, plant and equipment

Land and buildings, other fixtures and fittings, tools and equipment as well as leasehold improvements are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition, and preparation costs of the asset until the time when it is ready to be put into operation. For assets held under finance leases, cost is the lower of the asset's fair value and present value of future lease payments.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Buildings 50 years
Plant and machinery 5-10 years

3-5 years

Other fixtures and fittings, tools and equipment

Property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Accounting policies

Profits and losses from the sale of property, plant and equipment are calculated as the difference between selling price less selling costs and carrying amount at the time of sale. Profits or losses are recognised in the income statement as adjustment to depreciation and impairment losses, or under other operating income if the selling price exceeds original cost.

Investments in group enterprises

Investments in group enterprises are recognised and measured under the equity method. This means that investments are measured at the pro rata share of the enterprises' equity plus or less unamortised positive, or negative, goodwill and plus or less unrealised intra-group profits or losses.

The Company's share of the enterprises' profits or losses after elimination of unrealised intra-group profits and losses and less or plus amortisation of positive, or negative, goodwill is recognised in the income statement.

Subsidiaries and associates with a negative equity value are measured at zero value, and any receivables from these enterprises are written down by the Parent's share of such negative equity if it is deemed irrecoverable. If the negative equity exceeds the amount receivable, the remaining amount is recognised under provisions if the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise.

Net revaluation of investments in subsidiaries and associates is taken to reserve for net revaluation under the equity method if the carrying amount exceeds cost.

The purchase method is applied in the acquisition of subsidiaries; see above description under consolidated financial statements.

Goodwill on consolidation is calculated as the difference between cost of the investments and fair value of the assets and liabilities acquired. The amortisation period for goodwill on consolidation is ten years.

Investments in subsidiaries and associates are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Other investments

Securities recognised under current assets comprise listed bonds and investments measured at fair value (quoted price) at the balance sheet date.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Accounting policies

Cost of goods for resale comprises cost plus delivery costs.

Indirect production costs comprise indirect materials and labour costs, costs of maintenance of and depreciation and impairment losses on machinery, factory buildings and equipment applied for the manufacturing process as well as costs of factory administration and management. Financing costs are not included in cost.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividends are recognised as a liability at the time of adoption at the general meeting. The proposed dividends for the financial year are disclosed as a separate item in equity.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Deferred tax relating to retaxation of previously deducted losses in foreign subsidiaries is recognised on the basis of an actual assessment of the purpose of each subsidiary.

Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments and returns.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

If goods are sold on approval, a provision is made for the mark-up on the goods estimated to be returned as well as any expenses related to the returns.

Non-recourse guarantee commitments comprise commitments to remedy defects and deficiencies within the guarantee period.

Accounting policies

Mortgage debt

At the time of borrowing, mortgage debt to mortgage credit institutions is measured at cost which corresponds to the proceeds received less transaction costs incurred. Mortgage debt is subsequently measured at amortised cost. This means that the difference between the proceeds at the time of borrowing and the nominal repayable amount of the loan is recognised in the income statement as a financial expense over the term of the loan applying the effective interest method.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Income tax receivable or payable

Current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.

Cash flow statement

The cash flow statement of the Group is presented using the indirect method and shows cash flows from operating, investing and financing activities as well as the Group's cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from acquisition and divestment of enterprises are shown separately under cash flows from investing activities. Cash flows to acquired enterprises are recognised in the cash flow statement from the time of their acquisition, and cash flows from divested enterprises are recognised up to the time of sale.

Cash flows from operating activities are calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises and activities as well as purchase and sale, etc of intangible assets and property, plant and equipment and assets held under finance leases.

Cash flows from financing activities comprise changes in the size or composition of the Parent's share capital and related costs as well as the raising of loans, instalments on interest-bearing debt and payment of dividends.

Cash and cash equivalents comprise cash less short-term bank debt.