**Company Registration No. 2066629**

# LINX PRINTING TECHNOLOGIES LIMITED

## Report and Financial Statements

## 31 December 2020

# REPORT AND FINANCIAL STATEMENTS 2020

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# LINX PRINTING TECHNOLOGIES LIMITED

## REPORT AND FINANCIAL STATEMENTS 2020

## OFFICERS AND PROFESSIONAL ADVISERS

### DIRECTORS

M J Cooper
H S Sandhu
L J Fairhead

### REGISTERED OFFICE

Linx House
8 Stocks Bridge Way
Compass Point Business Park
St Ives
Cambridgeshire
PE27 5JL

### BANKERS

HSBC Bank plc
27th Floor
8 Canada Square
London
E14 5HQ

### AUDITORS

Ernst & Young LLP
400 Capability Green
Luton
LU1 3LU

# STRATEGIC REPORT

## REVIEW OF BUSINESS

The Company's principal activity during the period continued to be the development, manufacture, sale and service of products in the field of coding and marking technologies.

The company's key financial and other performance indicators were as follows:

| | 2020<br>£000 | 2019<br>£000 | Change<br>% |
|---|---|---|---|
| Turnover | 91,479 | 93,457 | -2.1% |
| Gross profit as % of sales | 57.5% | 57.0% | +0.8% |
| Operating profit as % of sales | 39.5% | 40.0% | -1.2% |
| R&D as a % of sales | 4.6% | 4.7% | -2.1% |
| Current assets (excluding cash) as a % of current liabilities | 118% | 133% | -11.3% |

Turnover decreased by £2.0 million (-2.1%) during the year due to a decrease in demand principally in Q2 as a result of the global pandemic (refer to the directors' report for additional information). Sales to new distributors appointed in the year contributed £0.2 million (+0.2%). Like for like sales to external customers decreased by £1.9 million (-2.2%) whilst intercompany sales decreased by £0.3 million (-4.2%) principally to France. Developed markets decreased by -0.5% and high growth markets by -4.1%. We appointed 8 new distributors in the year, and we continue to focus on extending our geographical coverage and on the appointment of new distributors in 2021.

Operating profit as a percentage of sales decreased by 48 basis points (-1.2% decrease). The decrease is primarily due to an increase in operating costs. Sales expenses decreased by 12.7% principally from reduced travel costs and R&D expenses were broadly flat to last year. These were offset by increased Admin costs up by 16.1% the main driver being the implementation costs and depreciation relating to a new ERP system. Linx continued to focus on new product development with R&D spend similar to last year (4.6% of sales) and expects expenditure to remain at similar levels for 2021.

Current assets as a percentage of current liabilities, which is calculated as (Stock + Debtors) / Creditors, decreased in the year by -11.3% to 117.8%, principally due to higher liabilities particularly intercompany balances with China.

## FUTURE DEVELOPMENTS

We will continue to add products to our portfolio from our own research and development work as well as products which have been developed by other Danaher group companies in order to maximize the efficiency of our sales channels. We are focusing on extending our distribution channel in regions where economic growth is expected to be highest.

# STRATEGIC REPORT (CONTINUED)

## PRINCIPAL RISKS AND UNCERTAINTIES

*Competitive risks*

The company faces competition which in some cases requires price reductions in order to compete effectively. However, our customer base is located in 90 countries, so we are not reliant on any one economic region and no individual customer accounts for more than 10% of sales.

*Technological risks*

Technologies, product offerings and customer requirements change over time. In order to keep up with these changes the company invests significant amounts in research and development as well as a "Voice of the Customer" programme which is integrated in the product development process. The company also seeks to maintain and protect its intellectual property.

*Foreign currency risks*

The majority of sales are made in sterling, but a proportion is in US dollars and to a lesser extent Euros. Similarly, a proportion of purchases are in US dollars and Euros. This exposes the company to losses as well as gains arising from relative movements in these exchange rates, but the net offset between sales and purchases in currency means our exposure to foreign currencies is not considered material and the company does not undertake any hedging activities.

*Risks stemming from the UK's departure from membership of the EU*

The United Kingdom ceased to be a member state of the EU on January 31, 2020 (commonly referred to as "Brexit"). In December 2020, the UK and the EU agreed on a trade and cooperation agreement that applies provisionally until it is ratified by the parties to the agreement. On December 31, 2020, the UK passed legislation giving effect to the trade and cooperation agreement, while the EU has not yet formally adopted the agreement. The impact to date has been limited. We have experienced some delays in importing and exporting goods principally as agents and customs brokers struggle to deal with the increased volume of documentation. To mitigate the potential impact of Brexit on the import of goods to the UK, the Company continues to strategically manage its inventory levels and logistical channels and continues to monitor the status of Brexit and plan for potential impacts. Never the less, the ultimate impact of Brexit on the Company's financial results in future periods is uncertain.

*COVID 19*

The COVID 19 pandemic has presented risks to the business. Refer to the Directors report under COVID 19 section for the assessment of the impact of the pandemic to the business and our mitigating plans.

## SECTION 172(1) STATEMENT

The revised UK Corporate Governance Code was published in July 2018 and applies to accounting periods beginning on or after January 1, 2019.

The Companies (Miscellaneous Reporting) Regulations 2018 require Directors to explain how they considered the interests of key stakeholders and the broader matters set out in section 172(1) (A) to (F) of the Companies Act 2006 ('S172') when performing their duty to promote the success of the Company under S172.

The Companies (Miscellaneous Reporting) Regulations 2018 require Directors to explain how they considered the interests of key stakeholders and the broader matters set out in section 172(1) (A) to (F) of the Companies Act 2006 ('S172') when performing their duty to promote the success of the Company under S172.

## STRATEGIC REPORT (CONTINUED)

This S172 statement explains how the Directors:

a) have engaged with employees, suppliers, customers and others; and
b) have had regard to employee interests, the need to foster the company's business relationships with suppliers, customers and other, and the effect of that regards, including on the principal decisions taken by the company during the financial year.

The S172 statement focuses on matters of strategic importance to the Company, and the level of information disclosed is consistent with the size and the complexity of the business.

**General confirmation of Directors' duties**

The Board has a clear framework for determining the matters within its remit and certain financial and strategic thresholds have been determined to identify matters requiring Board consideration and approval. The Delegation of Authority sets out the delegation and approval process across the broader business.

When making decisions, each Director ensures that he/she acts in the way he/she considers, in good faith, would most likely promote the Company's success for the benefit of its members, and in doing so have regard (among other matters) to:

**S172(1) (A) "The likely consequences of any decision in the long term"**

The company is part of the Danaher group which is a global group of companies listed on the New York Stock Exchange, and all of its shares are held internally within the Danaher group. The Danaher group and all of its subsidiaries embrace the Danaher Business System (DBS) into its core values.

The business, its Directors and employees embody the core values of building the best team, continuously improving and driving innovation and this is included in each decision made in the short or long term.

The Directors understand the business and the evolving environment in which it operates, including the related challenges. Based on the Company's purpose to be the partner of choice to build the future of coding and marking, the strategy set by the Board is intended to strengthen the position as a leading supplier of coding and marking products and services while keeping safety and social responsibility fundamental to the business approach.

**S172(1) (B) "The interests of the company's employees"**

The Directors recognise that employees are fundamental and core to the business and delivery of its strategic ambitions. The success of the business depends on attracting, retaining and motivating employees. From ensuring that it remains a responsible employer, from pay and benefits to the health, safety and workplace environment, the Directors factor the implications of decisions on employees and the wider workforce, where relevant and feasible.

Employee engagement, organisational culture, attracting and retaining talent is key to the business and to Danaher group. The company complies with all employment legislation. A key driver in the Danaher culture is to embed diversity and inclusion. Each year all employees have the opportunity to take part in a Danaher wide independent employee survey, the results of which are reviewed in detail and actions taken. An annual appraisal program is followed for all employees.

**S172(1) (C) "The need to foster the company's business relationships with suppliers, customers and others"**

Delivering the Company's strategy requires strong mutually beneficial relationships with suppliers, customers and government. The Company seeks the promotion and application of sound corporate governance principles in such relationships, which are prescribed in standards such as the Supplier Code of Conduct, including the UK Modern Slavery Act, which governs the Company's approach to suppliers. The Company continuously assess the priorities related to customers and those with

## STRATEGIC REPORT (CONTINUED)

whom we do business. Most of our distributors have partnered with Linx for many years. The relationships are managed by regionally based sales managers who have regular meetings to discuss sales performance and receive feedback on our products. Linx also undertakes "Voice of the customer" surveys to assist in new product development and many distributors also perform testing on prototype equipment before general release. In this way customers have direct input into the type of products they wish to see. The Board is involved in this process through business strategy updates.

Moreover, the Directors receive information updates on a variety of topics that indicate and inform how these stakeholders have been engaged. These range from information provided from the Finance and/or Legal Department (e.g. supplier contract management topics) to information provided by the Financial Planning and Analysis Department (on customers related to business strategies, projects and investment or divestment proposals).

**S172(1) (D) "The impact of the company's operations on the community and the environment"**

In conducting our business, Linx seeks to minimise waste, reduce the impact on the environment and reduce the use of energy and resources and is accredited to ISO14001 Environmental Management Systems and reports regularly on Safety and environment performance matters

The Board receives information on these topics to both provide relevant information for specific Board decisions (e.g. those related to specific strategic initiatives such as investment or divestment proposals, business strategy reviews, etc.) and to provide ongoing overviews (e.g., regular Health & Safety updates).

**S172(1) (E) "The desirability of the company maintaining a reputation for high standards of business conduct"**

The Company aims to meet the demand for coding and marking products in ways which are economically, environmentally and socially responsible. The Board periodically reviews and approves clear frameworks, such as the Standards of Conduct, specific Ethics & Compliance manuals, and ensures all personnel participate in training which cover topics such as Bribery and corruption, Data protection, cyber security and Modern Slavery.

All personnel have access to the Danaher Integrity and Compliance Helpline, as well as the Danaher reporting platform through which any compliance or ethics issues can be discussed or reported to Danaher Corporation, the ultimate holding company. The Company also performs due diligence before entering into new supplier or distributor agreements. These measures ensure that high standards of business conduct are maintained both within the Company and its business relationships.

## STRATEGIC REPORT (CONTINUED)

**S172(1) (F) "The need to act fairly as between members of the company"**

After weighing up all relevant factors, the Directors consider which course of action best enables delivery of the Company's strategy through the long-term, taking into consideration the impact on stakeholders.

In doing so, the Directors act fairly as between the Company's members but are not required to balance the Company's interest with those of other stakeholders, and this can sometimes mean that certain stakeholder interests may not be fully aligned.

**Principal decisions**

Below, we outline some of the principal decisions made by the Board over the year, explain how the Directors have engaged with, or in relation to, the different key stakeholders and how stakeholder interests were considered over the course of decision-making.

- **Investing in new products or research and development**

  In its strategic plan the Board decided to move the company into the industrial internet of things (IIOT) by developing its PrinterNet product to connect customers' printers to The Cloud. In making the decision to invest in this product the Board considered the increasing requirement from manufacturing companies for internet connectivity of equipment and the benefit to them of printer performance data to reduce customer down-time and provide value added customer services.

  Another strategic objective was to expand sales in High Growth Markets by developing a low-cost printer. The board considered that engineers with experience of local manufacturing methods and technology would better enable Linx to achieve the very aggressive cost target. Therefore, an R&D team was recruited in China located at the Danaher development centre.

- **Shareholder distributions**

  The Board assessed the ongoing payment and rate of dividend payable to the shareholder. In making the distribution decision, the Board considered shareholder expectations and the flexibility afforded by operating plans, which included known and anticipated organic free cashflow and solvency considerations and were reflective of the actual and expected performance at the time of the resolution.

  Based on the above metrics, the Board resolved it to be prudent and appropriate for an interim dividend of £35,000,000 to be declared for the 2020 year.

On behalf of the Board

DocuSigned by:

Harry Sandhu

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H S Sandhu

Director

Date: 30 June 2021

# DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 December 2020.

## RESULTS AND DIVIDENDS

The results for the financial year are set out in the Income Statement on page 16 and show a profit before taxation of £36,390,000 (2019: £37,888,000).

An interim dividend of £35,000,000 (2019: £48,000,000) was proposed and paid on 20th November 2020 to the company's immediate parent company Launchchange Operations Ltd.

The Directors do not recommend the payment of a final dividend.

## RESEARCH AND DEVELOPMENT

The Company continues to invest in research and development which is expected to result in several new products being launched, contributing to the growth of the business. The Directors regard investment in this area as a pre-requisite for success in the medium to long-term future.

## DIRECTORS

The directors who served during the year were as follows:

K G Ward (resigned 19 October 2020)

H S Sandhu

M J Cooper

L J Fairhead (appointed 19 October 2020)

## COVID-19

The global spread of coronavirus (COVID-19) has led to unprecedented restrictions on, and disruptions in, business and personal activities, including as a result of preventive and precautionary measures that we, other businesses, our communities and governments have taken to mitigate the spread of the virus and to manage its impact. The Company continues to actively monitor the pandemic and has taken steps to identify and mitigate the adverse impacts on, and risks to, the Company's business (including but not limited to its employees, customers, business partners, manufacturing capabilities and capacity, and supply and distribution channels) posed by the spread of COVID-19 and the governmental and community responses thereto. The company has taken steps to keep our workforce healthy and safe and are assessing and updating those plans on an ongoing basis. As a result of COVID-19 the Company modified certain business practices including:

- People – Operations associates are still attending site to manufacture and assemble product along with shipping staff. All other associates are working from home. A small number were briefly furloughed during the year but have now returned. Hiring decisions were delayed for a time but have now resumed.
- Health & safety – Social distancing measures are in place, shifts and break times have been staggered to reduce contact, temperature testing and masks are provided, and hand sanitizers are available throughout the site. Cleaning of high traffic areas is conducted four times a day.
- Business travel – The Company ceased all business travel including physical participation in meetings.

The Company has developed return-to-work protocols designed to help ensure the health and safety of its employees, customers and business partners, to apply as and when return-to-work is legally permissible and deemed appropriate.

## DIRECTORS' REPORT

The COVID-19 pandemic has had a limited impact on the Company's results as follows:

- Supply Chain – There has been minimal disruption to supply of product either from our suppliers or to our customers. The main impact has been an increase in carriage costs, particularly air freight. This led the company to switch to sea freight resulting in longer lead times and an increase in safety stocks.
- Demand - The demand for the company's products and services decreased during the year, principally in Q2, but demand improved by the year-end and into 2021 such that the forecast for coming periods, covering at least 12 months from approval of the financial statements, has been adjusted to reflect the directors' current expectations of the impact on results for the remainder of 2021 and future periods. Whilst there have been restrictions on staff movement the business has operated with minimal disruption and is continuing to provide products and services to customers.

The company's business activities, together with the factors likely to affect its future development, its financial position, financial risk management objectives, and its exposure to competitive, technological, and foreign currency risks are described in the Strategic Report on page 5.

The company is part of the Danaher UK group cash pool arrangement. As part of the group cash pool arrangement, company cash holdings remain in the ownership of each company and are not subject to cash sweeping. All members of the cash pool have entered into unlimited cross guarantees in respect of bank borrowings with fellow participating companies.

The company is trading profitably, with positive cash flow and a strong balance sheet forecast over the period to 31 December 2022 (the going concern 'assessment period'). Whilst not forecast to be required, the group cash pool arrangement in the UK is also available if the company requires immediate access to cash funds to meet its liabilities as they fall due. The cash position of the UK group as a whole is strong and therefore the company has access to sufficient operating funds as necessary.

After making due enquiries and considering the impact of COVID-19 and the access to funds, potential downside scenarios, cross guarantees with fellow members of the UK Group cashpool, and strength of the ultimate parent undertaking, Danaher Corporation, the directors have a reasonable expectation that the Company has adequate resources to continue in operation during the forecast period to 31 December 2022. These considerations included the impact of COVID-19 on company, as well as the wider UK and Danaher Corporation group. Accordingly, the financial statements have been prepared on the going concern basis.

### EMPLOYMENT POLICIES

The Company's policy is to encourage the involvement of all employees in the Company's development and to provide equal opportunity to all, irrespective of sex, race, religion, age or colour.

The Company also pursues a policy of providing, wherever possible, the same employment and career development opportunities to disabled persons as to others.

The Company keeps its employees informed on matters affecting them as employees and on the factors affecting the performance of the Company. This is achieved through formal and informal meetings, emails, bulletins on notice boards and Company magazines.

### THIRD PARTY INDEMNITIES

Danaher Corporation has provided to all directors limited indemnities in respect of the cost of defending claims against them and third-party liabilities. These are all third-party indemnity provisions for the purpose of the Companies Act 2006 and are all currently in force.

# DIRECTORS' REPORT

## STREAMLINED ENERGY AND CARBON REPORTING

In compliance with UK reporting requirements (streamlined energy and carbon reporting) the directors provide the Company's UK energy and greenhouse (GHG) emissions data in the table below.

Emissions data in respect of the 2020 reporting period was as follows

| | 2020 |
|---|---|
| **Emission Type** | **CO2e tonnes** |
| Scope1: Operation of facilities | 290.87 |
| Scope 2: Purchase Energy (UK) | 251.54 |
| **Total Emissions** | **542.41** |

Greenhouse gas emissions intensity ratio:

| | 2020 |
|---|---|
| Total footprint (Scope 1 and Scope 2) – CO2e tonnes | 5,297.91 |
| Turnover (in thousands) | 91,479 |
| Intensity Ratio (CO2e tonnes/£1m) | 5.93 |

Scope and Methodology:

Our methodology has been based on the principles of the Greenhouse Gas Protocol, taking account of the 2015 amendment which set out a 'dual reporting' methodology for the reporting of Scope 2 emissions. We have reported on all the measured emissions sources required under The Companies Act 2006 (Strategic Report and Directors Report Regulations 2013), except where stated.

The principal energy efficiency measures to reduce our carbon emissions this year include LED lighting replacements, upgrades to insulation during building refurbishment and lighting and water facilities activated by movement sensors. We are committed to a gradual transition of fleet vehicles initially to hybrid and ultimately full electric over the next few years and are currently considering investment in solar panels for our owned buildings.

## DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were members of the board at the time of approving the Directors' report are listed on page 3. Having made enquiries of fellow directors and of the company's auditors, each of these directors confirms that:

- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are unaware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information.

## DIRECTORS' REPORT

### AUDITORS

At a shareholders meeting held on 18th June 2007 it was resolved to dispense with the obligation to appoint auditors annually. It was noted that in light of this resolution the company's auditors, Ernst & Young, are deemed to be re-appointed for each succeeding financial year on the expiry of the time for the appointment of auditors for that year.

On behalf of the Board

DocuSigned by:
Harry Sandhu
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H S Sandhu

Director

Date: 30 June 2021

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report and Directors' Report and the financial statements in accordance with applicable United Kingdom law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements the directors are required to:

- select suitable accounting policies in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in FRS 101 is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the company financial position and financial performance;
- in respect of the company financial statements, state whether applicable UK Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is appropriate to presume that the company will not continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the company financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Under applicable law and regulations, the directors are also responsible for preparing a strategic report and directors' report, that complies with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

# Independent Auditor's Report to the members of Linx Printing Technologies Limited

## Opinion

We have audited the financial statements of Linx Printing Technologies Limited for the year ended 31 December 2020 which comprise the Income Statement, Statement of Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 23, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 101 "Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice)".

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards 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 ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, 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.

## Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period until 31 December 2022.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

## Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and

- the strategic report and directors' report have been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept or returns adequate for our audit have not been received from branches not visited by us; or

- the financial statements are not in agreement with the accounting records and returns; or

- certain disclosures of directors' remuneration specified by law are not made; or

- we have not received all the information and explanations we require for our audit.

**Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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, the directors are 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 unless the directors either intend to liquidate the company or to cease operations, or have 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 (UK) 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.

***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud***

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice), the Companies Act 2006, and United Kingdom direct and indirect tax regulations. In addition, the company must comply with operational and employment laws and regulations including health and safety regulations, environmental regulations, Competition Law, anti-bribery and corruption regulations and General Data Protection Requirements.
- We understood how the company is complying with those frameworks by holding enquiries with management and those charged with governance. We understood the potential incentive and ability to override controls, and employee access to guidance of how to report any instances on non-compliance. We understood any controls put in place by wider group management to reduce the opportunities for fraudulent transactions.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by obtaining and reading group policies and holding enquiries of management and those charged with governance. Through these procedures we considered the risk of management override in relation to revenue recognition as the key area of focus. We addressed this risk through sample testing of revenue recognized in the year to underlying contracts and other supporting documentation, ensuring such revenue was recognized in accordance with the satisfaction of performance obligations in line with the operating companies revenue recognition policy and UK Generally Accepted Accounting Practice. We have also used data analytics and obtained the entire population of journals for the year, and identified specific transactions for further investigation based on certain criteria. We understood the transactions identified for testing and agreed them to source documentation.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved:
  - Enquiry of management and those charged with governance as to any fraud identified or suspected in the period, any actual or potential litigation or claims or breaches of significant laws or regulations applicable to the company;
  - Auditing the risk of management override of controls, through testing of a sample of journal entries and other adjustments for appropriateness;
  - Enquiry of management, coupled with testing of journal entries, in order to identify and understand any significant transactions outside of the normal course of business;
  - Challenging the judgements made by management through corroborating the basis for those judgments and considering contradicting evidence; and
  - Reading financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the

Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

**Use of our report**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young LLP

**Fraser Bull (Senior Statutory Auditor)**

**For and on behalf of Ernst & Young LLP (Statutory Auditor)**

Luton, United Kingdom

Date: 30 June 2021

## INCOME STATEMENT

### For the year ended 31 December 2020

| | Note | 2020 £000 | 2019 £000 |
|---|---|---|---|
| **TURNOVER** | 3 | 91,479 | 93,457 |
| Cost of sales | | (38,899) | (40,158) |
| **GROSS PROFIT** | | 52,580 | 53,299 |
| Sales and distribution costs | | (6,253) | (7,161) |
| Administrative expenses | 4 | (10,206) | (8,789) |
| **OPERATING PROFIT** | 5 | 36,121 | 37,349 |
| Interest receivable and similar income | 7 | 276 | 546 |
| Interest payable and similar charges | 8 | (7) | (7) |
| **PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION** | | 36,390 | 37,888 |
| Tax (charge)/credit on profit on ordinary activities | 9 | (244) | 203 |
| **PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION** | | 36,146 | 38,091 |

All operations of the Company continued throughout both periods and no operations were acquired or discontinued.

The accompanying notes are an integral part of this profit and loss account.

## STATEMENT OF OTHER COMPREHENSIVE INCOME

### For the year ended 31 December 2020

| | 2020 | 2019 |
|---|---|---|
| | £000 | £000 |
| **Profit for the year** | 36,146 | 38,091 |
| **Other comprehensive income for the year net of tax** | - | - |
| **Total Comprehensive income for the year** | 36,146 | 38,091 |

The accompanying notes are an integral part of this profit and loss account.

# LINX PRINTING TECHNOLOGIES LIMITED

## Registered number 2066629

## BALANCE SHEET

### At 31 December 2020

| | Note | 2020 £000 | 2019 £000 |
|---|---|---|---|
| **FIXED ASSETS** | | | |
| Tangible assets | 10 | 12,496 | 12,765 |
| **CURRENT ASSETS** | | | |
| Stock | 11 | 3,681 | 3,583 |
| Debtors | | | |
| - due within one year | 12 | 16,387 | 15,168 |
| - due in over one year | 13 | 3,864 | 3,838 |
| Deferred tax | 9 | 858 | 935 |
| Cash at bank and in hand | | 24,063 | 21,152 |
| | | 48,853 | 44,676 |
| **CREDITORS:** amounts falling due within one year | 14 | (17,038) | (14,127) |
| **NET CURRENT ASSETS** | | 31,815 | 30,549 |
| **TOTAL ASSETS LESS CURRENT LIABILITIES** | | 44,311 | 43,314 |
| **CREDITORS:** amounts falling due after more than one year | 15 | (1,108) | (1,186) |
| **PROVISION FOR LIABILITIES AND CHARGES** | 16 | (588) | (582) |
| **NET ASSETS** | | 42,615 | 41,546 |
| **CAPITAL AND RESERVES** | | | |
| Called up share capital | 17 | 10 | 10 |
| Profit and loss account | | 42,605 | 41,536 |
| **TOTAL SHAREHOLDERS' FUNDS** | | 42,615 | 41,546 |

These financial statements were approved by the Board of Directors on 30 June 2021

Signed on behalf of the Board of Directors

DocuSigned by:

Harry Sandhu

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H S Sandhu

Director

The accompanying notes are an integral part of this balance sheet.

## STATEMENT OF CHANGES IN EQUITY

### For the year ended 31 December 2020

| | Note | Called-up share capital £000 | Profit and loss account £000 | Total Shareholders' funds £000 |
|---|---|---|---|---|
| **At 1 January 2019** | | 10 | 51,586 | 51,596 |
| Profit for the year | | - | 38,091 | 38,091 |
| Dividends paid | | - | (48,000) | (48,000) |
| Other comprehensive income | | - | - | - |
| **Total comprehensive income for the year** | | 10 | 41,677 | 41,687 |
| Share-based payment transactions | 21 | - | (141) | (141) |
| **At 31 December 2019** | | 10 | 41,536 | 41,546 |
| Profit for the year | | - | 36,146 | 36,146 |
| Dividends paid | | - | (35,000) | (35,000) |
| Other comprehensive income | | - | - | - |
| **Total comprehensive income for the year** | | 10 | 42,682 | 42,692 |
| Share-based payment transactions | 21 | - | (77) | (77) |
| **At 31 December 2020** | | 10 | 42,605 | 42,615 |

The accompanying notes are an integral part of this statement of changes in equity.

## 1. AUTHORISATION OF FINANCIAL STATEMENTS AND STATEMENT OF COMPLIANCE WITH FRS101

The financial statements of Linx Printing Technologies Limited (the "Company") for the year ended 31 December 2020 were authorised for issue by the board of directors on 31 June 2020 and the balance sheet was signed on the board's behalf by Mr H S Sandhu. Linx Printing Technologies Limited is incorporated and domiciled in England and Wales.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The Company's financial statements are presented in pounds sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The results of Linx Printing Technologies Limited are included in the consolidated financial statements of Danaher Corporation which are available from 2200 Pennsylvania Avenue Suite 800 West, Washington DC 20037, USA.

The principal accounting policies adopted by the Company are set out in note 2.

## 2. ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2020.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

(a) the requirements of paragraphs 45(b) and 46-52 of IFRS 2 *Share based Payment*, because:
   (i) the share-based payment arrangement concerns the instruments of another group entity;

(b) the requirements of IFRS 7 *Financial Instruments: Disclosures*,

(c) the requirements of paragraphs 91-99 of IFRS *13 Fair Value Measurement,*

(d) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
   (i) paragraph 79(a)(iv) of IAS 1;
   (ii) paragraph 73(e) of IAS 16 *Property, Plant and Equipment*;
   (iii) paragraph 118(e) of IAS 38 *Intangible Assets;*

(e) the requirements of paragraphs 10(d), 10(f), 38A, 38B, 38C, 38D, 111, and 134-136 of IAS 1 Presentation of Financial Statements;

(f) the requirements of IAS 7 Statement of Cash Flows;

(g) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;

(h) the requirements of paragraph 17 of IAS 24 Related Party Disclosures;

(i) the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member ; and

(j) the requirements of paragraphs 130(f)(ii)-130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

## 2.1 BASIS OF PREPARATION (CONTINUED)

### COVID-19 and going concern

The directors have considered the impact of COVID-19 as well as the availability of funds described more fully in the Directors' report on page 9. Given this assessment the directors have a reasonable expectation that the Company has adequate resources to continue in operation during the forecast period to 31 December 2022 (the going concern 'assessment period' – being more than 12 months from approval of the financial statements). Accordingly, the financial statements have been prepared on the going concern basis.

## 2.2 JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. The company also has to make judgements in applying its accounting policies which affect the amounts recognised in the financial statements. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The key estimates, assumptions and judgements are set out below:

### Taxation

Management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. Further details are contained in note 9.

### Provisions

Management assesses the carrying value of debtor, inventory and warranty balances based on past losses, current trading patterns and anticipated future events.

### Determination of Lease term

The company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease where this is reasonably certain to be exercised, or any periods covered by an option to terminate the lease where this is reasonably certain not to be exercised.

Many of the company's leases, particular property leases, contain options for the company to extend and/or terminate the lease term. The company applies judgement in evaluating whether it is reasonably certain to exercise these options, taking account of all relevant factors that create an economic incentive for it to do so.

After the lease commencement date, the company reassesses the lease term if there has been a significant event or change in circumstances that is within its control and which affects its ability to exercise (or not to exercise) the option to renew and / or to terminate (e.g. a change in business strategy).

## 2.2 JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

**Determination of the incremental Borrowing rate – Company as a Lessee**

The company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the company's stand-alone credit rating).

## 2.3 SIGNIFICANT ACCOUNTING POLICIES

**Revenue recognition**

Revenue is measured based on the consideration to which the company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The company determines whether to recognise revenue, following a five-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligations;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and
5. Recognising revenue when/as performance obligation(s) are satisfied

Revenue arises from the manufacture and sale of industrial printers and related consumables and rendering of maintenance services. Sale of goods and services revenue is recognised at a point in time, unless specific conditions have been satisfied allowing revenue to be recognised over a period of time as identified in the five-step process e.g. where the asset produced doesn't have an alternative use and the company has an enforceable right to payment for performance completed to date. An input methodology (based on estimated costs) is used when recognising revenue over time. Use has been made of the practical expedient not to recognise a significant financing component where the period between transfer of the good or service and payment is one year or less.

A receivable is recognised when the performance obligations are satisfied (e.g. upon shipment, upon delivery as services are rendered or upon completion of service) as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due, there will be a reservation of title until payment has been received, but control has been transferred.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Share based payments

*Equity-settled transactions*

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become fully entitled to the award. Fair value is determined using an appropriate pricing model. In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of the company (market conditions).

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied

At each balance sheet date before vesting, the cumulative expense is calculated, representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions and the number of equity instruments that will ultimately vest or in the case of an instrument subject to a market condition, be treated as vesting as described above. The movement in cumulative expense since the previous balance sheet date is recognised in the profit and loss account, with a corresponding entry in reserves.

Where the terms of an equity-settled award are modified or a new award is designated as replacing a cancelled or settled award, the cost based on the original award terms continues to be recognised over the original vesting period. In addition, an expense is recognised over the remainder of the new vesting period for the incremental fair value of any modification, based on the difference between the fair value of the original award and the fair value of the modified award, both as measured on the date of the modification. No reduction is recognised if this difference is negative.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any cost not yet recognised in the profit and loss account for the award is expensed immediately. Any compensation paid up to the fair value of the award at the cancellation or settlement date is deducted from reserves, with any excess over fair value being treated as an expense in the profit and loss account.

### Intangible assets – Research and development

Research costs are expensed as incurred. Development expenditure on an individual project is recognised as an intangible asset when the Company can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the asset and the ability to measure reliably the expenditure during development.

Following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised evenly over the period of expected future benefit. During the period of development, the asset is tested for impairment annually. There was no expenditure capitalised in the period (2019 £nil).

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

**Intangible assets – Other/Software**

Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the income statement in the year in which the expenditure is incurred. The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the income statement when the asset is derecognised.

**Tangible fixed assets**

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost comprises the aggregate amount paid, and the fair value of any other consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended. Borrowing costs directly attributable to assets under construction and which meet the recognition criteria in IAS 23 are capitalised as part of the cost of that asset.

Depreciation is provided on all property, plant and equipment, other than land, on a straight-line basis over its expected useful life as follows:

| | |
|---|---|
| Freehold Buildings | 30 years |
| Leasehold land and improvements | 10 years or the term of the lease whichever is shorter |
| Plant and machinery | 3 to 10 years |
| Furniture and fittings | lower of 3 years or term of property lease |

The carrying values of property, plant and equipment are reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable and are written down immediately to their recoverable amount. Useful lives and residual values are reviewed annually and where adjustments are required these are made prospectively.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the derecognition of the asset is included in the income statement in the period of derecognition.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses on continuing operations are recognised in the income statement in those expense categories consistent with the function of the impaired asset.

For assets where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, not to exceed the carrying amount that would have been determined, net of depreciation, had no impairment losses been recognised for the asset or cash generating unit in prior years. A reversal of impairment loss is recognised immediately in the income statement.

### Stocks

Stocks are stated at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition is based on:

- Raw materials and consumables - purchase cost.
- Work in progress and finished goods - cost of direct materials and labour plus attributable overheads based on a normal level of activity, excluding borrowing costs.

Net realisable value is based on estimated selling price less any further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow-moving or defective items where appropriate.

### Foreign currency

The company's financial statements are presented in pounds sterling, which is also the company's functional currency. Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange prevailing at the balance sheet date. All exchange differences are included in the income statement. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Leases

The company's lease commitments relate mainly to properties and motor vehicles. Leases are typically negotiated on an individual basis and thus contain a wide range of terms and conditions, including options to extend or terminate. The lease liability is considered to be an indicator of the future cash outflows, there are no significant restrictions or covenants, residual value guarantees or sale and leaseback transactions. Previously, payments made under operating leases were charged to the income statement on a straight-line basis over the period of the lease.

From 1 January 2019, the company assesses at contract inception whether a contract is, or contains, a lease. The company initially recognises a right-of-use asset and a corresponding liability at the date at which the leased asset is available.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets is equal to the aggregate lease liabilities recognised on day 1, adjusted for any initial direct costs incurred, any lease incentives received, and any lease payments made at or before the commencement date. Right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are tested for impairment at each year end.

At the commencement date of the lease, the company recognises lease liabilities measured at the present value of the lease payments to be made over the lease term, discounted at the incremental borrowing rate. The lease payments include fixed payments less any lease incentives received, and amounts expected to be paid under residual value guarantees. In calculating the present value of the lease payments, the company uses its incremental borrowing rate at the lease commencement date as the interest rate implicit in the lease is not readily determinable. Following recognition, the liability is reduced for the lease payments made and increased by the interest accrued. Moreover, the carrying amount of the lease liability is re-measured in the event of a modification, such as a change in the lease term or change in the lease payments. The interest cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining liability for each period.

The company applies the short-term lease exemption to those leases that have a lease term of 12 months or less from the commencement date and also applies the exemption for leases of low value assets to office equipment. Lease payments relating to these exemptions are recognised in operating expenses on a straight-line basis over the lease term. These exemptions are not applied to property leases and any short-term property leases are accounted for as above.

### Pension costs

The company operates a defined contribution pension scheme. The amount charged to the Profit and Loss Account represents contributions payable to the pension scheme in respect of the financial year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the Balance Sheet.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Provision for liabilities

A provision is recognised when the company has a legal or contractual obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

The company provides for the expected cost of product warranty at the time that sales are recognised as revenue. The effect of the time value of money is not material and therefore the provisions are not discounted.

### Taxation

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the following exceptions:

- deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised; and

- where the temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date. Deferred income tax assets and liabilities are offset, only if a legally enforceable right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the company to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise income tax is recognised in the income statement.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

**Financial instruments**

The company applies IFRS 9 in relation to financial instruments:

**Financial assets**

The Company's financial assets include cash, trade and other receivables.

Non-derivative financial assets are classified as either 'available for sale' financial assets or 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

*Loans and receivables* - Trade receivables and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as receivables. Receivables are measured at amortised cost using the effective interest method, less any impairment.

*Cash and cash equivalents* - Cash and cash equivalents comprise balances on bank accounts, cash in transit and cash floats held in the business.

Finance income is accounted for on an accruals basis and credited to the Income Statement when receivable.

*Financial Instruments* – Financial assets are classified, at initial recognition, as financial assets at Fair value through profit or loss (FVPL), loans and receivables, held to maturity (HTM) investments, available-for-sale (AFS) financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. Financial assets are recognised initially at fair value plus, in the case of investments not at FVPL, directly attributable transaction costs that are attributable to the acquisition of the financial asset.

The classification depends on the purpose for which the investments were acquired or originated.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

## 2.3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Financial instruments (Continued)

#### Financial assets (continued)

*Impairment of financial assets* – Financial assets, other than those at fair value through profit or loss (FVTPL), are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For trade and other receivables, the company adopts a simplified approach in calculating expected credit losses (ECL). Therefore, the company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The group utilises a provision matrix that has been designed based on historically observed default rates adjusted by a forward-looking estimate that includes the probability of a worsening economic environment within the next year.

The group assesses a financial asset in default when contractual payments are 90 days past due. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

#### Financial liabilities

The Company's financial liabilities include trade and other liabilities.

Financial liabilities are classified according to the substance of the contractual arrangements entered into. All financial liabilities are classified as 'other financial liabilities' and are initially measured at fair value net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. The Company derecognises financial liabilities when the Company's obligations are discharged, cancelled or they expire.

### Financial guarantees

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the reporting date and the amount recognised less cumulative amortisation.

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 3. TURNOVER

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Sales of goods | 88,528 | 90,494 |
| Rendering of services | 2,951 | 2,963 |
| | **91,479** | **93,457** |

| | 2020 £000 | 2019 £000 |
|---|---|---|
| **Turnover by destination** | | |
| UK | 10,090 | 10,444 |
| Rest of Europe | 32,595 | 33,440 |
| Americas | 19,197 | 18,352 |
| Rest of World | 29,597 | 31,221 |
| | **91,479** | **93,457** |

All turnover relates to the Company's single class of business being the development, manufacture and sale of products in the field of coding and marking technologies.

No revenue was derived from the exchanges of goods or services (2019: nil).

All turnover, operating profit and net assets originate in the United Kingdom.

### 4. ADMINISTRATIVE EXPENSES

| | 2020 £000 | 2019 £000 |
|---|---|---|
| **Administrative expenses** | | |
| - research and development | 4,167 | 4,402 |
| - other | 6,039 | 4,387 |
| | 10,206 | 8,789 |

### 5. OPERATING PROFIT

| Operating profit is stated after charging: | 2020 £000 | 2019 £000 |
|---|---|---|
| Depreciation of tangible fixed assets – owned (Note 10) | 1,082 | 1,134 |
| Depreciation of tangible fixed assets - leased (Notes 10 and 18) | 158 | 277 |
| Cost of stocks recognised as an expense in cost of sales | 33,781 | 34,451 |
| Auditors' remuneration | 140 | 138 |
| Loss on disposal of fixed assets | 208 | 2 |

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 6. STAFF COSTS

**(a) Staff costs**

| | 2020 £000 | 2019 £000 |
|---|---|---|
| **Staff costs during the year** | | |
| Wages and salaries | 12,691 | 12,775 |
| Social security costs | 1,291 | 1,206 |
| Other pension costs (see note 20) | 1,166 | 1,124 |
| | 15,148 | 15,105 |

| | 2020 No. | 2019 No. |
|---|---|---|
| **Average numbers of persons employed** | | |
| Production, research and development | 154 | 159 |
| Sales, marketing and administration | 88 | 90 |
| | 242 | 249 |

| **(b) Directors' emoluments** | 2020 £000 | 2019 £000 |
|---|---|---|
| The following disclosures are in respect of qualifying services provided by the directors of the company | | |
| Aggregate emoluments in respect of qualifying services | 387 | 313 |
| Aggregate value of contributions paid by the company to money purchase pension schemes | 35 | 30 |

| | 2020 No. | 2019 No. |
|---|---|---|
| Number of directors who exercised share options | 0 | 1 |
| Number of directors accruing benefits under money purchase schemes | 3 | 2 |

The services to this company and to a number of fellow subsidiaries performed by K Ward are of a non-executive nature and his emoluments are deemed to be wholly attributable to his qualifying services to Danaher UK Industries Ltd. Accordingly, these financial statements include no emoluments in respect of this director (2019: £nil).

| | 2020 £000 | 2019 £000 |
|---|---|---|
| In respect of the highest paid director: | | |
| Aggregate emoluments in respect of qualifying services | 198 | 169 |
| Aggregate value of contributions paid by the company to money purchase pension schemes | 17 | 15 |

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 7. INTEREST RECEIVABLE AND SIMILAR INCOME

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Bank interest receivable | 217 | 470 |
| Interest receivable from finance lease sales | 59 | 76 |
| | 276 | 546 |

### 8. INTEREST PAYABLE AND SIMILAR CHARGES

| | 2020 £000 | 2018 £000 |
|---|---|---|
| Operating lease interest payable (Note 20) | 7 | 7 |

### 9. TAX ON PROFIT ON ORDINARY ACTIVITIES

**(a) Tax charged in the income statement**

| | 2020 £000 | 2019 £000 |
|---|---|---|
| ***Current UK tax*** | | |
| Corporation tax at the standard rate of 19% (2019: 19%) | 192 | 208 |
| | 192 | 208 |
| ***Deferred tax*** | | |
| In respect of all other assets and liabilities | 51 | 56 |
| Adjustment in respect of prior periods | 1 | (467) |
| | 52 | (411) |
| Taxation charge/(credit) for the year | 244 | (203) |

## 9. TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

### (b) Reconciliation of the total tax charge

The main rate standard rate of tax for the year, based on the UK standard rate of corporation tax, is 19.00% (2019: 19.00%). The actual tax charge for the year differs from the standard rate of UK corporation tax for the reasons set out in the following reconciliation.

| | 2020<br>£000 | 2019<br>£000 |
|---|---|---|
| **Profit before tax** | 36,390 | 37,888 |
| Tax on profit on ordinary activities at standard UK corporation tax rate of 19% (2019: 19%) | 6,914 | 7,199 |
| Effects of: | | |
| Expenses not deductible for tax purposes | 123 | 32 |
| Difference in current year Deferred and Current tax rates | (107) | (7) |
| Prior year adjustment to deferred tax | 1 | (467) |
| Group relief | (6,687) | (6,960) |
| **Total tax charge/(credit) reported in the income statement** | 244 | (203) |

Details of recognised and unrecognised deferred tax assets are shown below.

### (c) Factors that may affect future tax charges

The The Finance (No.2) Act 2015 reduced the main rate of UK corporation tax to 19%, effective from 1 April 2017. A further reduction in the UK corporation tax rate to 17% was expected to come into effect from 1 April 2020 (as enacted by Finance Act 2016 on 15 September 2016). However, legislation introduced in the Finance Act 2020 (enacted on 22 July 2020) repealed the reduction of the corporation tax, thereby maintaining the current rate of 19%. Deferred taxes on the balance sheet have been measured at 19% (2019: 19%) which represents the future corporation tax rate that was enacted at the balance sheet date.

The UK Budget 2021 announcements on 3 March 2021 included measures to support economic recovery as a result of the ongoing COVID-19 pandemic. These included an increase to the UK's main corporation tax rate to 25%, which is due to be effective from 1 April 2023. These changes were not substantively enacted at the balance sheet date and hence have not been reflected in the measurement of deferred tax balances at the period end. It is not anticipated that these changes will have a material impact on the company's deferred tax balances.

## NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 9. TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

**(d) Deferred tax**

The amounts provided for deferred taxation are set out below:

| | 2020<br>£000 | 2019<br>£000 |
|---|---|---|
| Fixed asset timing differences | 435 | 459 |
| Other timing differences | 423 | 476 |
| Deferred tax asset as at 31 December | 858 | 935 |

There are no unrecognised deferred tax assets or liabilities.

Under FRS 101 deferred tax should be measured using the tax rates that are expected to apply to the reversal of the timing differences. As such, deferred tax has been calculated at 19%.

| Deferred tax asset is provided as follows: | 2020<br>£000 | 2019<br>£000 |
|---|---|---|
| Deferred tax asset as at 1 January | 935 | 328 |
| Charge to profit and loss account | (51) | (56) |
| Adjustment in respect of prior years | (1) | 467 |
| Credit/(debit) charged to equity (Note 21) | (25) | 196 |
| Deferred tax asset as at 31 December | 858 | 935 |

## 10. TANGIBLE FIXED ASSETS

| | Freehold land and buildings £000 | Leasehold improvements £000 | Fixtures, fittings, plant & machinery £000 | Right of use assets (Note 18) £000 | Total £000 |
|---|---|---|---|---|---|
| **Cost** | | | | | |
| At 1 January 2020 | 11,054 | 848 | 6,399 | 629 | 18,930 |
| Additions | 19 | 47 | 1,022 | 91 | 1,179 |
| Disposals | - | - | (256) | (118) | (374) |
| At 31 December 2020 | 11,073 | 895 | 7,165 | 602 | 19,735 |
| **Depreciation** | | | | | |
| At 1 January 2020 | 1,580 | 689 | 3,619 | 277 | 6,165 |
| Charge for the year | 310 | 35 | 737 | 158 | 1,240 |
| Disposals | - | - | (48) | (118) | (166) |
| At 31 December 2020 | 1,890 | 724 | 4,308 | 317 | 7,239 |
| **Net book value** | | | | | |
| At 31 December 2020 | 9,183 | 171 | 2,857 | 285 | 12,496 |
| At 1 January 2020 | 9,474 | 159 | 2,780 | 352 | 12,765 |

Included within freehold land and buildings is an amount of £763,000 (2019: £763,000) in respect of land held under a 999-year lease (virtual freehold) that is depreciated over the life of the lease.

## 11. STOCKS

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Raw materials and consumables | 3,074 | 2,801 |
| Work in progress | 129 | 25 |
| Finished goods and goods for resale | 478 | 757 |
| | 3,681 | 3,583 |

The estimated replacement cost of stock does not differ significantly from the above.

## NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Trade debtors | 13,497 | 12,878 |
| Amounts owed by other group undertakings | 1,280 | 1,348 |
| Other debtors | 694 | 194 |
| Corporation tax | 511 | 250 |
| Prepayments and accrued income | 405 | 498 |
| | 16,387 | 15,168 |

Amounts owed by other group undertakings are unsecured, non-interest bearing and payable on demand.

### 13. DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Trade debtors | 3,864 | 3,838 |
| | 3,864 | 3,838 |

### 14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Trade creditors | 9,981 | 9,366 |
| Amounts owed to other group undertakings | 2,328 | 1,082 |
| Other taxation and social security | 544 | 463 |
| Other creditors | 88 | 105 |
| Current portion of lease liabilities (Note 18) | 153 | 188 |
| Accruals and deferred income | 3,944 | 2,923 |
| | 17,038 | 14,127 |

Amounts owed to other group undertakings are unsecured, non-interest bearing and payable on demand.

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | 2020 £000 | 2019 £000 |
|---|---|---|
| Accruals and deferred income | 976 | 1,022 |
| Lease liabilities (Note 18) | 132 | 164 |
| Total creditors: amounts falling due after more than one year | 1,108 | 1,186 |

Deferred income relates to obligations under maintenance contracts that fall due within the second to fifth years from the balance sheet date.

### 16. PROVISION FOR LIABILITIES AND CHARGES

| | Warranty provision £000 | Dilapidations provision £000 | Total £000 |
|---|---|---|---|
| At 1 January 2020 | | | |
| - Current | 402 | 180 | 582 |
| -Non-current | - | - | - |
| | 402 | 180 | 582 |
| Utilised/paid during the year | (455) | - | (455) |
| Arising during the year | 414 | 47 | 461 |
| At 31 December 2020 | 361 | 227 | 588 |
| - Current | 361 | - | 361 |
| - Non-current | - | 227 | 227 |
| | 361 | 227 | 588 |

*Warranty provision*

The provision for product warranties relates to expected warranty claims on products sold last year. It is expected that this expenditure will be incurred in the next financial year.

*Dilapidations provision*

A dilapidation provision is recognised for the expected cost of returning the leasehold property to the state and condition required by the lease agreements at their termination.

### 17. CALLED UP SHARE CAPITAL

| | 2020 £000 | 2019 £000 |
|---|---|---|
| **Authorised, allotted, called up and fully paid** | | |
| 200,000 ordinary shares of 5p each (2019: 200,000) | 10 | 10 |
| | 10 | 10 |

## NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 December 2020

### 18. LEASES

**Company as a lessee**
The group has lease contracts for property and various items of properties and motor vehicles. Rental contracts are on average for a lease term of 4 years.

The company's obligations under its leases are secured by the lessor's title to the lease assets. Generally, the company is restricted from assigning and subleasing the leased assets. There are no lease contracts that with extension and termination options and variable lease payments.

The group also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Information about leases for which the group is a lessee is presented below:

| | Properties £000 | Motor vehicles £000 | Total £000 |
|---|---|---|---|
| **Cost** | | | |
| At 1 January 2020 | 52 | 577 | 629 |
| Additions | - | 91 | 91 |
| Disposals | (52) | (66) | (118) |
| At 31 December 2020 | - | 602 | 602 |
| **Depreciation** | | | |
| At 1 January 2020 | 51 | 226 | 277 |
| Charge for the year | 1 | 157 | 158 |
| Disposals | (52) | (66) | (118) |
| At 31 December 2020 | - | 317 | 317 |
| **Net book value** | | | |
| At 31 December 2020 | - | 285 | 285 |
| At 1 January 2020 | 1 | 351 | 352 |

Lease liabilities are effectively secured as the rights to the leased asset revert to the lessor in the event of default.

| | 2020 £000 | 2019 £000 |
|---|---|---|
| At 1 January | 352 | 450 |
| Additions | 91 | 184 |
| Interest charged (Note 8) | 7 | 7 |
| Lease payments | (165) | (285) |
| At 31 December | 285 | 352 |
| | | |
| Of which: | | |
| Amounts falling due within one year | 153 | 188 |
| Amounts falling due beyond one year | 132 | 164 |

The discount rates for the leases disclosed above ranged from 1.2% to 1.8%. The company has several lease contracts that include termination options, usually through a break clause. These options are negotiated by management to provide flexibility in managing the leased asset portfolio and adapt to the company's business needs. Management exercises judgement in determining whether these termination options are reasonably certain to be exercised.

**Company as a lessor**

The Company is a lessor of printing machines in connection with finance leases. The gross investment amounts and the present value of payable minimum lease payments are as follows:

| | 2020 | | | 2019 | | |
|---|---|---|---|---|---|---|
| | Gross investment | Interest | Present value of minimum lease payments | Gross investment | Interest | Present value of minimum lease payments |
| | £000 | £000 | £000 | £000 | £000 | £000 |
| Not later than one year | 2,184 | (108) | 2,076 | 1,759 | (74) | 1,685 |
| After one year but not more than five years | 3,743 | (121) | 3,622 | 3,617 | (269) | 3,348 |
| After five years | 248 | (6) | 242 | 308 | (5) | 303 |
| Total lease commitments | 6,175 | (235) | 5,940 | 5,684 | (348) | 5,336 |

## 19. FINANCIAL COMMITMENTS

An unlimited multi-lateral guarantee exists between all the United Kingdom based subsidiaries of Danaher Corporation and HSBC Bank plc. The guarantee is to a maximum amount of Nil (2019; Nil). No liability is expected to arise due to the financial support provided by the parent Company and to the cash pool being maintained in credit.

A non-financial guarantee limited to £1,250,000 (2019 £1,000,000) exists between the company and HMR&C in respect of import VAT and customs duty deferment.

## 20. PENSION ARRANGEMENTS

The Company operates a defined contribution pension scheme administered independently from the finances of the Company.

The pension charge represents contributions payable by the Company to the scheme and amounted to £1,166,000 (2019: £1,124,000). At 31 December 2020 pension contributions payable to the scheme, including employee contributions, amounted to £88,000 (2019: £105,000).

## 21. SHARE-BASED PAYMENTS

Stock options and restricted stock units (RSUs) have been issued to officers and other employees under the Group's 2007 Omnibus Incentive Plan.

The 2007 Omnibus Incentive Plan provides for the grant of stock options, stock appreciation rights, RSUs, restricted stock or any other stock-based award. A total of approximately 127 million shares of Danaher common stock have been authorized for issuance under the 2007 Omnibus Incentive Plan.

Stock options generally vest pro-rata over a five-year period and terminate ten years from the grant date. Option exercise prices for options granted by Danaher Corporation are the closing price on the New York Stock Exchange of the common stock of Danaher Corporation on the date of grant.

RSUs issued under the 2007 Omnibus Incentive Plan provide for the issuance of a share of the common stock of Danaher Corporation at no cost to the holder. The RSUs that have been granted to employees under the 2007 Omnibus Incentive Plan generally provide for time-based vesting over a five-year period, although the specific time-based vesting terms vary depending on grant date. Prior to vesting, RSUs do not have dividend equivalent rights or voting rights and the shares underlying the RSUs are not considered issued and outstanding.

The equity compensation awards generally vest only if the employee is employed by the company on the vesting date or in other limited circumstances. To cover the exercise of options and vesting of RSUs,

Danaher Corporation generally issues new shares from its authorised but unissued share pool although it may instead issue treasury shares in certain circumstances.

The weighted average remaining contractual life for the share options outstanding at 31 December 2020 was 7 years (2019: 7 years). The range of exercise price for options outstanding at the end of year was $38.12 to $234.68 (2019: $38.12 to $142.99).

The weighted average share price at the date of exercise for the options exercised in 2020 is $175.89 (2019: $138.11).

The Company accounts for stock-based compensation by measuring the cost of employee services received in exchange for all equity awards granted based on the fair value of the award as of the grant date. The Company recognizes the compensation expense over the requisite service period (which is generally the vesting period but may be shorter than the vesting period if the employee becomes retirement eligible before the end of the vesting period). The fair value for RSU awards was calculated using the closing price of the common stock of Danaher Corporation on the date of grant, adjusted for the fact that RSUs do not accrue dividends. The fair value of the options granted was calculated using a Black Scholes Merton option pricing model ("Black-Scholes").

The amount charged to equity during the year was £77,000 (2019: £141,000); being a charge of £52,000 in profit or loss increased by deferred tax of £25,000 directly charged to equity (2019: charge of £337,000 in profit or loss decreased by deferred tax of £196,000 directly charged to equity).

### 22. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Launchchange Operations Limited, a company incorporated in the United Kingdom.

The ultimate parent undertaking and controlling party is Danaher Corporation, a company incorporated in the USA.

The largest and smallest group in which the results of the company are consolidated is Danaher Corporation, a company incorporated in the USA. The consolidated financial statements of this group are available to the public and may be obtained from 2200 Pennsylvania Avenue, Suite 800 West, Washington DC 20037, USA.

### 23. RELATED PARTY DISCLOSURES

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.