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OMNILAB-LABORZENTRUM GmbH & Co. KG Bremen	Accounting / financial reports	Annual financial statements for the business year from 01/01/2018 to 12/31/2018	02/03/2020

**OMNILAB-LABORZENTRUM GmbH & Co. KG**

Bremen

**Annual financial statements for the business year from 01/01/2018 to 12/31/2018****Management report****I. Company basics****1. Business model of the company**

OMNILAB has been a leading laboratory supplier in Germany for more than 80 years and a long-term partner for European and international customers. The strengths of OMNILAB are innovative product offers and advice as well as individual customer solutions.

OMNILAB only sells high-quality branded products in the areas of consumables, laboratory equipment, chemicals, laboratory equipment and chromatography.

The management of OMNILAB-LABORZENTRUM GmbH & Co. KG is carried out by the general partner OMNILAB-Verwaltungs GmbH, whose managing directors are Mr. Horst Juergens, Mr. Joachim Juergens and Mr. Torge Burgtorff.

**2. Corporate management**

Sales, contribution margin and earnings after taxes are the most important key figures for OMNILAB. The non-financial key figures at OMNILAB include the extensive brand portfolio, the ability to deliver quickly and customer satisfaction. The corporate philosophy "The best for your laboratory" is the basis of all market activities.

Another important strategic customer loyalty and customer acquisition instrument is the implementation of our own laboratory fairs in Germany in order to present the latest products and developments in the laboratory market to customers. The importance of eBusiness is steadily increasing for OMNILAB as well as for the entire B2B laboratory trade. OMNILAB continues to push eCommerce activities in this area in order to use this digital trend for further growth. In addition, the multilingual OMNILAB catalog with more than 18,000 articles continues to be an important customer loyalty tool.

**II. Economic report****1. General economic conditions**

International trade conflicts, tensions in the financial markets and national efforts to protectism have all contributed to the fact that global economic growth slowed significantly in the past year. As a result, economic growth in the euro area has also lost further momentum. Growth in the euro area was more moderate in 2018 than in the previous year and rose by 1.8% over the year (previous year: 2.5%). The inflation rate in 2018 rose to just 1.6% in the euro area (previous year: 1.5%). Headline inflation remained low.

For the coming year, the ECB is forecasting low economic growth for the euro area of +1.1%.

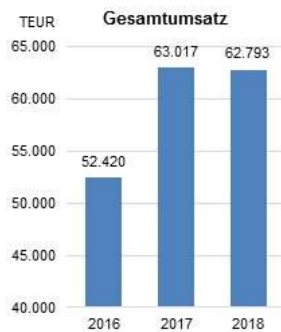
The German economy - like the European economy - remained just as powerless until the end of 2018 and could not detach itself from this trend. Economic growth in Germany was 1.4% in 2018 (previous year: 2.2%). The fact that the economic momentum could not regain momentum in the last quarter of 2018 was largely due to the ongoing weakness of the industry. For the coming year, general expectations are based on an increase in economic output in Germany of +0.8% to +1.0%.

The laboratory market grew moderately in Germany in 2018. In the coming years, it is assumed that the laboratory market will continue to grow less in Germany and Europe. As a result, some competitors will gain market share through pricing strategies.

**2. Earnings position**

Net sales amounted to EUR 65,621 thousand in 2018 (previous year: EUR 65,939 thousand) and included non-operating income of EUR 1,321 thousand (previous year: EUR 796 thousand), of which EUR 481 thousand (previous year: EUR 471 thousand) from affiliated companies.

Net sales by region (in EUR thousand)	2018	2017	Dev. T €	Dev. %
Germany	53,238	53,886	(648)	-1.2%
Europe	7,026	6,423	604	9.4%
Russia and Eastern Europe	198	233	(35)	-15.0%
Asia	826	715	111	15.5%
Africa	147	1,017	(870)	-85.6%
South and Central America	444	374	70	18.6%
Others	913	368	(545)	100.0%
Total sales	62,793	63,017	(224)	-0.4%
Affiliates	2,828	2,922	(94)	-3.2%
Net proceeds	65,621	65,939	(318)	-0.5%



The other operating income decreased compared to the previous year by EUR -91 thousand to EUR 327 thousand (previous year: EUR 418 thousand). The cost of sales decreased by 0.7% compared to the previous year to EUR -53,539 thousand (previous year: EUR -53,943 thousand).

The gross profit increased in 2018 by +87 kEUR to +12,083 kEUR (previous year: +11,996 kEUR). The gross profit margin was 18.4% in 2018 (previous year: 18.2%).

Personnel expenses increased by EUR -15 thousand in 2018 to EUR -6,021 thousand (previous year: EUR -6,006 thousand).

The other operating expenses increased to EUR -5,450 thousand (previous year: EUR -5,184 thousand).

In the year under review, the investment result increased by EUR 338 thousand to EUR +540 thousand (previous year: EUR +202 thousand). The financial result was EUR -343 thousand in 2018 (previous year: EUR -344 thousand).

After deducting the profit transferred due to partial profit transfer agreements in the amount of EUR -44 thousand (previous year: EUR -62 thousand), OMNILAB was able to achieve an annual surplus of +573 thousand euros (annual surplus 2017: +582 thousand euros) for the 2018 reporting period.

### 3. Financial position

OMNILAB's financial position is stable and has been further improved. Financial management is geared towards settling liabilities within the payment term and collecting receivables within the payment terms. Replacement investments from own resources are carried out continuously according to plan.

### 4. Financial position

Asset and capital structure: Fixed assets decreased by EUR -26 thousand to EUR 1,134 thousand (previous year: EUR 1,160 thousand). Current assets decreased by EUR -625 thousand to EUR 10,132 thousand (previous year: EUR 10,757 thousand) compared to the previous year. Inventories increased by EUR 267 thousand to EUR 4,299 thousand (previous year: EUR 4,032 thousand). Receivables and other assets decreased by EUR -832 thousand to EUR 5,718 thousand (previous year: EUR 6,550 thousand). The cash funds decreased by EUR -59 thousand to EUR 115 thousand (previous year: EUR 174 thousand). The turnover rate has decreased slightly and still has a good value of 15.3 (previous year: 16.4). Trade accounts receivable increased by +40 kEUR to 1,540 kEUR (previous year: 1.500 kEUR). Due to the effects mentioned, the balance sheet total as of the balance sheet date decreased by EUR -637 thousand to EUR 11,321 thousand (previous year: EUR 11,958 thousand).

Equity increased slightly to EUR 2,448 thousand (previous year: EUR 2,447 thousand). The equity ratio increased slightly to 21.6% (previous year: 20.5%). The provisions decreased by EUR -237 thousand and amounted to EUR 898 thousand (previous year: EUR 1,135 thousand). The short-term liabilities to Banks decreased by EUR -1,911 thousand to EUR 1,446 thousand (previous year: EUR 3,357 thousand). Trade payables increased in the year under review by EUR 1,424 thousand to EUR 4,479 thousand (previous year: EUR 3,055 thousand).

### 5. Overall statement on the current economic situation

The management continues to rate the business development as positive at the time this report was prepared. From today's perspective, the management assumes that OMNILAB-LABORZENTRUM GmbH & Co. KG will continue to strengthen its position in the market.

### 6. Employees

At the end of the 2018 financial year, OMNILAB-LABORZENTRUM GmbH & Co. KG had 137 (previous year: 144) employees; thereof 7 (previous year: 9) young employees in an apprenticeship. You are supported by committed, competent employees who contribute to successful training. The average full-time employment for the year decreased to 122 employees (previous year: 133).

### III. Supplementary report

There were no events of particular importance after the end of the financial year.

### IV. Report on opportunities and risks

#### 1. Economic environment

The general economic situation in Germany and Europe may continue to deteriorate. A changing economic situation or changes in credit markets can have an impact on OMNILAB's business. OMNILAB regularly checks the economic impact on business results. If the economy and investments by private companies and the public sector develop more positively than expected, this can mean additional impetus for growth.

The economic development is monitored regularly and is integrated into the reporting. For the early identification, evaluation and monitoring of risks, OMNILAB operates an individual risk management system consisting of centralized and decentralized elements. Insofar as possible and economically sensible, existing risks are covered by insurance policies. In addition, there are general risks, such as political crises or currency crises, which can only be foreseen to a limited extent and cannot be avoided or controlled. These risks are not explicitly recorded.

#### a) Procurement risks and opportunities

The procurement of merchandise and services for our customers is a core task of the company and is therefore subject to particularly intensive monitoring for existing and possible risks. In the procurement area, it is essential to recognize market developments at an early stage and to derive the resulting opportunities and risks. This market analysis is carried out on an ongoing basis. Most products sold by OMNILAB have more than one source. OMNILAB does not manufacture any products itself and therefore depends on the suppliers to get access to these products. Procurement bottlenecks and disproportionate price increases are secured by binding contracts with the main suppliers. In the case of strategically important products, safety stocks and substitution options ensure continuous delivery capability. Disruptions within the procurement processes can result in delivery delays, among other things. Procurement opportunities can arise if sales growth leads to higher order quantities and OMNILAB has a stronger position with suppliers. Disruptions within the procurement processes can result in delivery delays, among other things. Procurement opportunities can arise if sales growth leads to higher order quantities and OMNILAB has a stronger position with suppliers. Disruptions within the procurement processes can result in delivery delays, among other things. Procurement opportunities can arise if sales growth leads to higher order quantities and OMNILAB has a stronger position with suppliers.

#### b) Customer and sales risks as well as sales opportunities

Economic fluctuations in the market environment, increasing competition, a decline in customer spending on research and development and cuts in government subsidies represent fundamental risks. The resulting price and sales risks exist. Risk management in the area of sales markets is a core task of the company. The development of the key accounts, customer and product groups is analyzed. In addition, the entire market development is assessed in terms of market volume and market shares and examined for further possible sales opportunities. OMNILAB's customers come from the private sector and from research and educational institutions in the public sector. These are mostly long-standing companies or institutions that have a good credit rating.

Due to the highly diversified customer structure, OMNILAB's dependence on individual major customers is relatively low. The entire economic development is appropriately taken into account in the context of continuous income and cost planning.

#### c) liquidity risk

OMNILAB operates an active and central liquidity management. Liquidity management and forecasting are essential components of financial control. Here, current liquidity and future-oriented data flow together, taking into account all findings, and thus enable the early detection of short, medium and long-term liquidity requirements.

#### d) Legal risks and liability risks

Major legal transactions are subject to review by the management. Such legal transactions are reduced to unavoidable risks in cooperation with specialized lawyers. As far as possible and reasonable from an economic point of view, OMNILAB is insured against various risks. The type and scope of the insurance cover are regularly checked and adjusted with an external insurance broker. If the unavoidable risks cannot be insured, they are taken into account in accordance with the German Commercial Code.

#### e) Risks from information and communication technology

The area of information and communication technology continues to gain in importance. Due to the strong dependency on IT, the error-free operation of the relevant systems is essential for the smooth functioning of business. The main risks in the IT area lie in fail-safety and ensuring performance in the face of constantly increasing requirements. The IT systems are regularly maintained and subjected to various security measures. The maintenance and optimization of the systems is guaranteed through the continuous involvement of appropriate specialists. The entire IT structure is consistently geared towards data security, the avoidance of data loss and designed for unauthorized data access. Technological innovations and developments are continuously monitored and ensured through regular new and replacement investments.

#### f) Personnel risks

The success of OMNILAB depends to a large extent on its employees and their skills. OMNILAB operates a personnel management system that is geared towards ensuring the current and future need for qualified employees, and hiring, retaining and motivating qualified employees. In particular, OMNILAB is responding to changes in the labor market with needs-based vocational training, a targeted training and qualification program and a performance-based remuneration system. Personnel requirements planning, especially for key positions, is carried out on a long-term basis in all areas.

### 2. Overall risk

After a detailed analysis of the overall risk situation, no current or future risks with a significant impact on the asset, financial and earnings position are discernible from today's perspective.

### V. Forecast report

OMNILAB is long-term oriented and plans under the premise of a challenging economic development for the year 2019. The net profit for the year 2019 should be clearly positive again. A significant change in the framework conditions can lead to an adjustment of the forecast.

We would like to particularly acknowledge the high level of personal commitment, the ongoing commitment and the high level of loyalty of all employees in the 2018 financial year. We are very confident that OMNILAB will use the business opportunities and market opportunities that arise in 2019 as well.

**Bremen, June 6, 2019**

*signed Horst Juergens*

*signed Joachim Jürgens*

### Balance sheet

#### Active side

	December 31, 2018 Euro	December 31, 2017 Euro
A. Fixed assets	1,133,798.09	1,160,404.05
I. Intangible Assets	391,905.08	431,312.04
1. Concessions acquired against payment, industrial property rights and similar rights and values as well as licenses to such rights and values	8,142.00	2,214.00
2. Business value	29,151.00	32,684.00
3. Customer base	305,537.00	335,737.00
4. Software	49,075.08	60,677.04
II. Tangible assets	113,477.00	100,676.00
1. Technical systems and machines	1.00	1.00
2. Other equipment, factory and office equipment	113,476.00	100,675.00
III. Financial assets	628,416.01	628,416.01
1. Shares in affiliated companies	556,916.01	556,916.01
2. Loans to affiliated companies	58,500.00	58,500.00
3. Holdings	13,000.00	13,000.00
B. Current Assets	10,132,047.69	10,757,055.64
I. Inventories	4,298,681.51	4,032,170.18
II. Receivables and other assets	5,718,427.38	6,550,628.34
1. Receivables from affiliated companies	1,998,768.06	2,578,698.33
2. Claims against companies with which there is a participation relationship	0.00	1,107.39
3. Claims against shareholders	508,215.67	1,295,052.51
4. Other assets	3,211,443.65	2,675,770.11
- of which with a remaining term of more than one year:	6,504.54	0.00
III. Cash in hand, bank balances	114,938.80	174,257.12
C. Prepaid expenses	55,471.95	41,121.55
Total assets:	11,321,317.73	11,958,581.24

#### Passive side

	December 31, 2018 Euro	December 31, 2017 Euro
A. Equity	2,447,689.00	2,446,774.00
I. Capital shares	1,020,000.00	1,020,000.00
1. General partner contribution	0.00	0.00
2. Limited partner contributions	1,020,000.00	1,020,000.00
II. Capital reserve	1,415,000.00	1,415,000.00
III. Retained earnings	12,689.00	11,774.00
B. Provisions	898,034.71	1,135,255.78
C. Liabilities	7,876,076.84	8,376,551.46

	December 31, 2018 Euro	December 31, 2017 Euro
1. Liabilities to credit institutions	1,445,888.51	3,374,501.87
2. Liabilities to affiliated companies	178,117.97	164,023.45
3. Liabilities to companies with which a participation relationship exists	2,954.08	0.00
4. Other liabilities	6,249,116.28	4,838,026.14
- of which with a remaining term of up to one year:	6,876,076.84	7,359,541.42
- of which with a remaining term of more than one year:	1,000,000.00	1,017,010.04
D. Prepaid expenses	99,517.18	0.00
Total liabilities side:	11,321,317.73	11,958,581.24

### Profit and Loss Account

	2018 €	2017 €
1. Gross result	12,409,599.01	12,415,436.98
2. Personnel expenses	-6,021,170.63	-6,006,297.41
a) Wages and salaries	-5,043,955.51	-5,047,254.03
b) Social security and pension costs	-977,215.12	-959,043.38
- of which for pensions: € 9,802.76 (previous year € 5,885.97)		
3. Depreciation on intangible assets and property, plant and equipment	-213,532.86	-162,497.18
4. Other operating expenses	-5,450,171.90	-5,183,779.13
- of which from currency conversion: € 3,451.42 (previous year € 13,593.69)		
5. Income from profit and loss transfer agreements	555,634.30	263,872.89
- of which from tax allocations in the tax group: € 75,144.00 (previous year € 31,600.00)		
6. Income from participations	0.00	23,983.37
- of which from affiliated companies: € 0.00 (previous year € 23,983.37)		
7. Other Interest and Similar Income	29,752.02	40,158.35
- of which from affiliated companies: € 12,512.06 (previous year € 25,076.87)		
- of which from the discounting of provisions: € 2,276.00 (previous year € 3,669.00)		
8. Expenses from the assumption of losses	-15,651.52	-85,832.28
9. Interest and Similar Expenses	-372,373.73	-384,722.86
- of which to affiliated companies: € 15,481.68 (previous year € 3,164.95)		
- of which from the compounding of provisions: € 3,669.00 (previous year € 4,505.00)		
	922,084.69	920,322.73
10. Income taxes	-274,789.73	-244,477.28
11. Profit after tax	647,294.96	675,845.45
12. Other taxes	-30,819.19	-31,001.26
13. Profit transferred on the basis of partial profit transfer agreements	-43,963.68	-62,908.65
14. Annual net income	572,512.09	581,935.54

### Appendix

#### 1. General information

OMNILAB-LABORZENTRUM GmbH & Co. KG is based in Bremen and is entered in the commercial register at the Bremen District Court under the number HRA 10244.

The annual financial statements have been prepared in accordance with the provisions of §§ 242 ff. HGB and in consideration of the Accounting Directive Implementation Act (BilRUG).

The structure of the balance sheet is based on §§ 264c, 266 HGB; the income statement is structured using the total cost method in accordance with Section 275 of the German Commercial Code (HGB).

According to the size classes specified in § 267 HGB, the company is a medium-sized partnership (§ 264a HGB).

#### 2. Explanations of the accounting and valuation methods

The following accounting and valuation methods were used in the preparation of the balance sheet and the profit and loss account:

Intangible fixed assets acquired from third parties are capitalized at cost and depreciated over the period of use.

The capitalized goodwill is amortized over the planned economic usability (15 years).

Tangible assets are valued at acquisition cost less scheduled depreciation. Depreciation is carried out according to the rates customary in the industry using the straight-line method. Low-value assets with acquisition costs of up to € 800.00 are written off in full in the year of acquisition for reasons of simplicity, unless they are posted as expenses due to immateriality.

The financial assets are valued at acquisition cost. If the impairment is expected to be permanent on the balance sheet date, it is written down to the lower fair value.

The inventories are stated at acquisition cost, taking into account the lower of cost or market principle. Discounts, bonuses and incoming freight were appropriately taken into account in the valuation. Devaluations for inventory risks resulting from the storage period and reduced recovery are made to an appropriate and sufficient extent.

Receivables and other assets are stated at their nominal value or at the lower value applicable on the balance sheet date. Appropriate value deductions are made for receivables whose collectibility is subject to recognizable risks. Bad debts are written off. As soon as the reasons for the lower valuation no longer apply, a maximum of the nominal value or the acquisition cost is added. To cover the general credit risk, a general value adjustment of around 1% is made on the receivables that have not been individually adjusted. Credit-insured receivables are only included in the assessment basis with the respective retention rate.

The receivables from affiliated companies include trade accounts receivable in the amount of € 1,092 thousand, loan receivables in the amount of € 9 thousand, current settlements in the amount of € 900 thousand and balanced trade payables in the amount of € 2 thousand.

The claims against shareholders exist against the shareholders-managing directors and result from the shareholder clearing accounts. Interest is charged at 2.0% above the base rate on January 1st of each year.

Liquid funds are shown at their nominal value.

Accrued expenses for future financial years are capitalized under the prepaid expenses according to the due date and term.

The pension provisions for the entitlements of those who are still entitled to a pension are determined using the "projected unit credit method", taking into account the biometric probabilities from the "2018 G mortality tables". The discount rate is based on the discount rate published by the Deutsche Bundesbank.

Assets that are not accessible to all other creditors and serve exclusively to meet debts from pension obligations are offset against these debts; the corresponding expenses and income are dealt with accordingly.

The tax provisions and the other provisions are recognized in the amount of the settlement amount that is necessary according to prudent business judgment in order to cover all impending losses and uncertain liabilities as of the balance sheet date. Provisions with a remaining term of more than one year are discounted using the average market interest rate for the past seven years corresponding to their remaining term. The discounting is shown separately in the income statement in the item "Other interest and similar income", the compounding in the item "Interest and similar expenses".

The liabilities to affiliated companies exclusively contain liabilities from ongoing settlements.

The liabilities to companies with which there is a participation relationship contain trade payables in the amount of € 5 thousand offset against trade receivables in the amount of € 2 thousand.

The liabilities are shown at the settlement amount.

The advance payments received are shown with the net amount (so-called net method) and openly deducted from the item inventories.

Items denominated in a foreign currency are converted using the mean spot exchange rate on the reporting date. In the case of remaining terms of up to one year, in contrast to the valuation methods shown, the acquisition cost and realization principles are not applied, i.e. the conversion at the mean spot exchange rate on the balance sheet date is independent of the exchange rate at the time of the transaction.

### 3. Notes on the balance sheet and income statement

The development of fixed assets in the 2018 financial year is shown as an appendix to the notes.

The following assumptions were made when determining the settlement amount for pensions:

Discount rate	3.21%
Salary or entitlement trend	0.00%
Pension trend	1.00%

The following values were determined for offsetting liabilities from pension obligations with assets that can be offset:

Settlement amount of the pension obligation:	T €	156
Fair value of offset assets:		72

The associated expenses and income are netted accordingly

Interest expense from the compounding of pension provisions:	T €	5
Income from reinsurance:		4th

The discounting of the pension provisions with the average market interest rate of the past ten years results in a difference of € 13 thousand compared to the discounting with the average market interest rate of the past seven years, by which the liability for pension provisions and the interest expense are included compared to the previous discounting lower than the average market interest rate of seven years. This discount-related difference is blocked for distribution (Section 253 (6) HGB); it was transferred to retained earnings.

The other provisions mainly relate to outstanding invoices (T € 392), credits to customers and affiliated companies (T € 78) and personnel-related expenses (T € 205).

The remaining terms and collateralisation of the liabilities are as follows:

	Total- amount T €	thereof with a remaining maturity of more than one			Collateral T €
		up to one year T €	year T €	over five years T €	
Liabilities to banks	1,446	1,446	0	0	joint and several liability, assignment
	(3,375)	(3,358)	(17)	(0)	Receivables, SÜ supplies
Liabilities from goods and services	4,479	4,479	0	0	industry standard
	(3,055)	(3,055)	(0)	(0)	Retention of title
Liabilities to affiliated companies	178	178	0	0	
	(164)	(164)	(0)	(0)	
Liabilities to companies with which a participation relationship exists	3	3	0	0	
	(0)	(0)	(0)	(0)	
Other liabilities	1,770	770	1,000	0	
	(1,783)	(782)	(1,000)	(0)	
	7,876	6,876	1,000	0	
(December 31, 2017)	(8,377)	(7,359)	(1,017)	(0)	

The liabilities to banks are secured by the joint and several liability of companies of the OMNILAB Group, the assignment of receivables and the assignment of inventories as security.

### 4. Shareholdings

The shareholdings are as follows:

		Share in capital	Equity as of	Result for the
		on December 31, 2018 %	December 31, 2018 T €	2018 financial year T €
FoodALYT GmbH, Bremen	1)	100.00	25th	-16
Kleinfeld Labortechnik GmbH, Gehrden	1)	100.00	430	480
Günther & Co. (GmbH & Co.) KG, Bremen		100.00	41	-2
H. Juergens GmbH & Co. KG, Bremen		100.00	10	0
UNIVERSAL Laborservice GmbH, Leipzig		26.00	202	7th
Opti-Lab GmbH, Munich		55.00	-108	-106
OMNILAB baltic SIA, Riga / Latvia		66.70	-215	-78
OMNILAB Laboratuvar Malzemeleri Sanayi ve				

	Share in capital on December 31, 2018 %	Equity as of December 31, 2018 T €	Result for the 2018 financial year T €
Ticaret Limited Sirketi, Izmir / Turkey	70.00	-508	-167
1) Earnings before profit transfer, after tax allocation in the tax group			

##### 5. Other information

###### Other financial obligations

The other financial obligations that are not shown in the balance sheet and are important for assessing the financial position relate to:

	Annual value T €
Rental and lease agreements	480
- of which to affiliated companies	33
Leasing contracts	168

###### Contingent Liabilities

The company has assumed the joint and several liability for all current and future claims of Norddeutsche Landesbank - Girozentrale -, Hanover, Die Sparkasse Bremen AG, Bremen, and Bremer Aufbau-Bank GmbH, Bremen, against certain companies of the OMNILAB Group. The obligation is backed by the assignment of outstanding debts (global assignment) and the assignment of goods by way of security (space security transfer). In addition, credit balances are pledged with the banks concerned. The contingent liabilities from the provision of collateral for third-party liabilities totaled T € 630 as of the balance sheet date (previous year: T € 2,262), of which T € 0 (previous year: T € 2. 262) towards affiliated companies. In addition, as of the reporting date at Die Sparkasse Bremen AG, Bremen, there were used guarantee credits for short-term advance payment guarantees totaling T € 250. A claim on the disclosed contingent liabilities is currently due to the economic circumstances of the companies in whose favor these contingent liabilities were entered into, not gone out.

###### Number of employees

On an annual average, 99 (previous year: 101) full-time employees and 27 (previous year: 28) part-time employees were employed. Trainees and management are not taken into account.

###### Information on the general partner

The general partner without a contribution is OMNILAB-LABORZENTRUM Verwaltungs GmbH, Bremen, which had subscribed capital of € 26,000.00 as of December 31, 2018.

###### Managing directors

The managing directors of the company through OMNILAB-LABORZENTRUM Verwaltungs GmbH, Bremen, were Horst Jürgens, Kaufmann, Bremen, Joachim Jürgens, Kaufmann, Bremen, Torge Burgtorff, Kaufmann, Oldenburg, (from June 8, 2018) and Günter Klann, Kaufmann, Oyten (until February 9, 2018).

The aforementioned gentlemen work full-time as managing directors for these and other companies in the group of companies. Mr. Günter Klann left the company as managing director on February 9, 2018. On June 8, 2018, Mr. Torge Burgtorff was appointed managing director.

Mr. Klann does not receive any payments from the company. In addition, use is made of the safeguard clause in Section 286 (4) of the German Commercial Code (HGB). With regard to the information on the total remuneration of the former management and their surviving dependents, the safeguard clause in Section 286 (4) of the German Commercial Code (HGB) was also used.

###### Supplementary report

There were no events of particular importance after the end of the financial year.

###### Appropriation of profits

The general partner receives a fixed remuneration of € 2,600.00 pa to compensate for her liability risk. The remaining annual result has been allocated to the shareholders according to the profit distribution key.

##### Bremen, June 6, 2019

*signed Horst Juergens*

*signed Joachim Jürgens*

##### Fixed asset schedule

	1.1.2018 €	Access €	Rebooking €	Departure €	December 31, 2018 €
I. Intangible Assets					
Acquired concessions, industrial property rights and similar rights and values as well as licenses to such rights and values	2,320.00	6,953.70	0.00	0.00	9,273.70
Business value	50,349.00	0.00	0.00	0.00	50,349.00
Customer base	639,500.00	35,000.00	0.00	0.00	674,500.00
software	1,165,730.29	50,052.51	0.00	0.00	1,215,782.80
	1,857,899.29	92,006.21	0.00	0.00	1,949,905.50
II. Tangible assets					
Technical equipment and machinery	4,147.24	0.00	0.00	0.00	4,147.24
Other equipment, factory and office equipment	648,589.42	94,920.69	0.00	46,764.93	696,745.18
	652,736.66	94,920.69	0.00	46,764.93	700,892.42
III. Financial assets					
Shares in affiliated companies	783,782.34	0.00	0.00	0.00	783,782.34
Loans to affiliated companies	58,500.00	0.00	0.00	0.00	58,500.00
Holdings	13,000.00	0.00	0.00	0.00	13,000.00
	855,282.34	0.00	0.00	0.00	855,282.34
	3,365,918.29	186,926.90	0.00	46,764.93	3,506,080.26
				Depreciation	

	1.1.2018	Depreciation Access	Departure	December 31, 2018
	€	€	€	€
<b>I. Intangible Assets</b>				
Acquired concessions, industrial property rights and similar rights and values as well as licenses to such rights and values	1,106.00	1,025.70	0.00	December 31, 2018 1,131.70
Business value	17,665.00	3,533.00	0.00	21,198.00
Customer base	303,763.00	65,200.00	0.00	368,963.00
software	1,105,053.25	61,654.47	0.00	1,166,707.72
	1,426,587.25	131,413.17	0.00	1,558,000.42
<b>II. Tangible assets</b>				
Technical equipment and machinery	4,146.24	0.00	0.00	4,146.24
Other equipment, factory and office equipment	547,914.42	82,119.69	46,764.93	583,269.18
	552,060.66	82,119.69	46,764.93	587,415.42
<b>III. Financial assets</b>				
Shares in affiliated companies	226,866.33	0.00	0.00	226,866.33
Loans to affiliated companies	0.00	0.00	0.00	0.00
Holdings	0.00	0.00	0.00	0.00
	226,866.33	0.00	0.00	226,866.33
	2,205,514.24	213,532.86	46,764.93	2,372,282.17
			Book values	
			December 31, 2018	December 31, 2017
			€	€
<b>I. Intangible Assets</b>				
Acquired concessions, industrial property rights and similar rights and values as well as licenses to such rights and values			8,142.00	2,214.00
Business value			29,151.00	32,684.00
Customer base			305,537.00	335,737.00
software			49,075.08	60,677.04
			391,905.08	431,312.04
<b>II. Tangible assets</b>				
Technical equipment and machinery			1.00	1.00
Other equipment, factory and office equipment			113,476.00	100,675.00
			113,477.00	100,676.00
<b>III. Financial assets</b>				
Shares in affiliated companies			556,916.01	556,916.01
Loans to affiliated companies			58,500.00	58,500.00
Holdings			13,000.00	13,000.00
			628,416.01	628,416.01
			1,133,798.09	1,160,404.05

#### Approval of the annual financial statements as of December 31, 2018

The annual financial statements as of December 31, 2018 of OMNILAB-LABORZENTRUM GmbH & Co. KG were adopted by resolution of the shareholders' meeting on June 21, 2019.

#### Auditor's report

In the abridged annual financial statements intended for disclosure, the size-dependent reliefs in accordance with Section 327 of the German Commercial Code (HGB) in conjunction with V. m. § 328 (1) No. 1 HGB. The following auditor's report was issued for the complete annual financial statements:

#### AUDITOR'S REPORT

We have prepared the annual financial statements of OMNILAB-LABORZENTRUM GmbH & Co. KG - consisting of the balance sheet as of December 31, 2018 and the income statement for the financial year from January 1, 2018 to December 31, 2018 as well as the notes, including the presentation of accounting and valuation methods - checked. In addition, we have audited the management report of OMNILAB-LABORZENTRUM GmbH & Co. KG for the financial year from January 1, 2018 to December 31, 2018.

In our opinion, based on the knowledge gained during the audit

- The attached annual financial statements comply in all material respects with the German commercial law regulations applicable to corporations and give a true and fair view of the assets and financial position of the company as of December 31, 2018 as well as its earnings position for the financial year, taking into account the German principles of proper accounting from January 1, 2018 to December 31, 2018 and
- the attached management report as a whole provides an accurate picture of the company's position. In all material respects, this management report is consistent with the annual financial statements, complies with German legal requirements and accurately presents the opportunities and risks of future development.

In accordance with Section 322, Paragraph 3, Clause 1 of the German Commercial Code (HGB), we declare that our audit has not led to any objections to the correctness of the annual financial statements and the management report.

#### Basis for the examination results

We carried out our audit of the annual financial statements and the management report in accordance with Section 317 of the German Commercial Code (HGB), taking into account the generally accepted German auditing principles established by the Institut der Wirtschaftsprüfer (IDW). Our responsibility in accordance with these regulations and principles is described in more detail in the "Auditor's Responsibility for the Audit of the Annual Financial Statements and Management Report" section of our auditor's report. We are independent of the company in accordance with German commercial and professional regulations and have fulfilled our other German professional obligations in accordance with these requirements.

We are of the opinion that the audit evidence we have obtained is sufficient and suitable to serve as a basis for our audit opinions on the annual financial statements and the management report.

#### Responsibility of the legal representatives for the annual financial statements and the management report

The legal representatives are responsible for the preparation of the annual financial statements, which comply in all material respects with the German commercial law regulations applicable to corporations, and for ensuring that the annual financial statements, in compliance with the German principles of

proper bookkeeping, give a true and fair view of the asset, financial and the company's earnings. Furthermore, the legal representatives are responsible for the internal controls which they have determined to be necessary in accordance with the German principles of proper accounting in order to enable the preparation of the annual financial statements.

When preparing the annual financial statements, the legal representatives are responsible for assessing the company's ability to continue business operations. Furthermore, they are responsible for disclosing matters relating to the going concern of the company, if relevant. In addition, they are responsible for accounting for the going concern basis of accounting, unless actual or legal circumstances conflict with this.

In addition, the legal representatives are responsible for the preparation of the management report, which as a whole provides an accurate picture of the company's position and is consistent with the annual financial statements in all material respects, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Furthermore, the legal representatives are responsible for the precautions and measures (systems) that they have considered necessary to enable the preparation of a management report in accordance with the applicable German legal regulations,

#### **Auditor's responsibility for the audit of the annual financial statements and the management report**

Our objective is to obtain sufficient certainty as to whether the annual financial statements as a whole are free from material - intended or unintentional - misrepresentation and whether the management report as a whole gives an accurate picture of the company's position and, in all material matters, with the annual financial statements as well is in line with the knowledge gained during the audit, complies with German legal regulations and correctly presents the opportunities and risks of future development, as well as issuing an auditor's report that includes our audit opinions on the annual financial statements and the management report.

Adequate security is a high level of security, but no guarantee that an audit carried out in accordance with Section 317 of the German Commercial Code (HGB) and in compliance with the German principles of proper auditing established by the Institute of Auditors (IDW) will always reveal a material misrepresentation. Misrepresentations can result from violations or inaccuracies and are regarded as material if it could reasonably be expected that they individually or collectively influence the economic decisions of the addressees made on the basis of these annual financial statements and management report.

During the examination, we exercise due discretion and maintain a critical attitude.

Furthermore

- We identify and assess the risks of material - intentional or unintentional - misrepresentations in the annual financial statements and the management report, plan and carry out audit procedures in response to these risks and obtain audit evidence that is sufficient and suitable to serve as a basis for our audit opinions. The risk that material misrepresentations are not detected is higher in the case of violations than inaccuracies, since violations can involve fraudulent cooperation, falsifications, intentional incompleteness, misleading representations or the overriding of internal controls.
- We gain an understanding of the internal control system relevant to the audit of the annual financial statements and the provisions and measures relevant to the audit of the management report in order to plan audit procedures that are appropriate under the given circumstances, but not with the aim of making an audit opinion effective these systems to give to society.
- We assess the appropriateness of the accounting methods used by the legal representatives as well as the acceptability of the estimated values presented by the legal representatives and the related information.
- we draw conclusions about the appropriateness of the going concern accounting principle applied by the legal representatives and, on the basis of the audit evidence obtained, whether there is any material uncertainty in connection with events or circumstances, the significant doubts about the company's ability to continue as a going concern Can raise corporate activity. If we come to the conclusion that there is material uncertainty, we are obliged to draw attention to the relevant information in the annual financial statements and in the management report in the auditor's report or, if this information is inappropriate, to modify our respective audit opinion. We draw our conclusions based on the audit evidence obtained up to the date of our auditor's report. Future events or circumstances can, however, mean that the company can no longer continue its business activities.
- We assess the overall presentation, structure and content of the annual financial statements, including the information, as well as whether the annual financial statements represent the underlying business transactions and events in such a way that the annual financial statements, in compliance with German generally accepted accounting principles, provide a true and fair view of the assets, finances and the company's earnings.
- We assess the consistency of the management report with the annual financial statements, its compliance with the law and the picture it provides of the company's position.
- we perform audit procedures on the future-oriented information presented by the legal representatives in the management report. On the basis of sufficient, suitable audit evidence, we particularly review the significant assumptions on which the future-oriented information is based on the legal representatives and assess the appropriate derivation of the future-oriented information from these assumptions. We do not issue an independent audit opinion on the future-oriented information or the underlying assumptions. There is a considerable unavoidable risk that future events will differ materially from the forward-looking statements.

Among other things, we discuss with those responsible for monitoring the planned scope and timing of the audit as well as significant audit findings, including any deficiencies in the internal control system that we discover during our audit.

**Bremen, June 7th, 2019**

**KÖNEKAMP & PARTNER**  
**auditing company**  
**tax consulting company**  
*Herbert Könekamp, auditor*  
*Ingo Schlichter, auditor*