

**NORTHROP GRUMMAN SPERRY MARINE B.V.**

**Vlaardingen**

**The Netherlands**

**Annual Report 2020**

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## **Annual Accounts 2020**

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# Northrop Grumman Sperry Marine B.V.

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## Managing Directors' Report

The Managing Directors herewith present their report for the twelve months ended December 31, 2020 to the shareholder.

### General Information

#### Activities of the Company

Northrop Grumman Sperry Marine B.V. ("the Company") is a manufacturer of radar and navigation equipment, incorporated in The Netherlands. The Company consists of 6 European branches and is functionally structured with management primarily based in the UK branch. The functional lead is responsible for all branches across the Company.

The Company is a wholly owned subsidiary of Northrop Grumman Corporation and operated as part of the group's Mission Systems sector. The ultimate parent company and controlling party is Northrop Grumman Corporation which is incorporated in the United States of America.

The principal activities of the Company are the sales, repair and service of marine navigation equipment. The market segments engaged in are the Deep Sea fleet, the Coastal and Ferry fleet, the Container fleet and various International Navies and Coast Guards.

Training of employees in skill-based, knowledge requirement and personal development is a major investment by the Company and recognises the changing needs of the individual and the Company.

For 2020 the average number of employees was 443 (2019: 402 employees).

During 2020 the Company announced a rationalisation and restructuring programme to generate operational cost savings in order to mitigate the impact of the pandemic on future profitability. Implementation of this plan was commenced in 2020 and will be completed in 2021 and involves a reduction of approximately 50 heads and the closure of the branch in Norway. Approximately EUR 1m of restructuring cost was incurred in 2020. The reorganisation will generate approximately EUR 7m of operational cost savings on a full year basis.

The COVID-19 related demand-shock was significant in both the Products & Systems business as well as the Service business and full-year sales forecasts were reduced by 20% and 8% respectively.

There have not been any significant changes in the Company's principal activities in the year under review.

### Financials

#### Trading Result

During the period to December 31, 2020 covered by these financial statements the Company made a loss before taxes of EUR 1.8m (2019: profit of EUR 5.3m).

Net sales for the period were EUR 93.4m (2019: EUR 97.9m). Interest to financial institutions to finance working capital amounted to EUR 0.0m (2019: EUR 0.0m).

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The net equity of the Company amounts to EUR 45.2m (2019: EUR 46.7m). The Company did not pay any share premium repayments in the financial year (2019: EUR 0.0m).

The Company's cash is invested in the cash pool scheme of Northrop Grumman Corporation. The cash pool scheme which also includes credit facilities is run by Northrop Grumman Finance Europe B.V.

### **Key performance indicators**

The board reviews performance by reference to a number of key performance indicators which they monitor monthly. At the year end 31 December 2020 they showed:

### **Gross profit percentage**

The Company's gross profit for the year of EUR 23.8m (2019: EUR 27.0m) represented a gross profit percentage of 25.5% (2019: 27.6%). This is in line with management expectations.

### **Indirect cost as a percentage of sales**

The Company measures indirect costs (sales, marketing and administration costs) as a percentage of sales. For 2020 this was 26.9% (2019: 22.5%). This is in line with management expectations.

### **Profit (Loss) before tax**

The Company's loss before tax for the year of EUR 1.8m (2019: profit EUR 5.3m) produces an operating percentage of -1.9% (2019: 5.5%). This is in line with management expectations.

### **Debtor days**

At the financial year end the Company trade debtors represent 51 days sales (2019: 58 days). This is in line with management expectations.

### **Current Ratio**

At the financial year end the current ratio for the Company was 3.0 (2019: 3.2).

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## Directors

The directors during the period were:

R Wiltshire  
J Collett

None of the directors held any beneficial interest in the Company.

## Distribution of the Board

Gender allocation of seats between men and women in the board of directors: while the Civil Code recommends an equal distribution by gender of at least 30% of the seats to be allocated to women and at least 30% to men, insofar as such seats are allocated to natural persons, this allocation was achieved prior to the resignation of one director in June 2017. The Company will strive to comply with the legislation in view of its further appointments and nomination of directors.

## Research and development

The Company has continued to invest in research and development (R&D). This has resulted in some new products and in significant improvements to existing products which are expected to contribute significant growth to the business. The directors regard investment in this area as a prerequisite for success in the medium to long-term future. Total research and development expenditure included in the Company's profit and loss account is EUR 5.4m. The Company expects to spend EUR 1.7m in 2021 on research and development of new generation of existing products.

## Risk and Risk Management

### Risk management

Due to its internationally-oriented activities in the development, production and distribution of nautical navigation and radar equipment, the Company is exposed to a number of risks which are reduced as far as possible through risk management.

The ultimate responsibility for effective risk management lies with the Senior Management Team. Internal management controls and measures based on Sperry and Northrop Grumman Corporation policies and procedures ensure an effective risk management. The management team regularly review the policies and procedures to ensure effectiveness and compliance.

Overall the management maintain a moderate risk appetite, finding the balance between operating in a fast moving commercial market that requires a flexible approach with maintaining the high standards of ethical practice and compliance expected of a subsidiary of Northrop Grumman Corporation.

Northrop Grumman Corporation Internal Audit team perform regular internal audits on specific functions. The Independent Audit report is provided to the Company's Senior Management Team in addition to the Northrop Grumman Corporation management team. The Company's Mission assurance department also undertakes separate internal audits. Opportunities and risks are assessed and follow-up actions are documented and tracked through the Company's Corrective Action Register. The review of the status of these corrective actions is part of the standard management review cycles between functions and the senior management team.

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The participation of an annual training on company compliance as part of the US Foreign Corrupt Practices Act training is mandatory for all employees.

In March 2020, the World Health Organization declared the outbreak of COVID-19 to be a pandemic. The COVID-19 pandemic and resulting economic downturn saw Northrop Grumman Sperry Marine B.V. under-perform against budget expectations during 2020. To mitigate the impact on profit, the Company instituted appropriate reductions in discretionary spending and freezing of new hire positions.

The Company's customers are also being impacted by the pandemic and this is manifesting in the most at risk customers encountering liquidity issues. This is being managed through the imposition of Payment In Advance terms.

To protect employee health the Company instituted working from home for the majority of employees in March 2020. While this has been successful in keeping business operations active and protecting employee health it did lead to inefficiencies within the operations. Where local government rules allow, there has been a gradual move to a mixture of office and home based working where appropriate. Some of the measures taken to continue protecting employees while allowing the return to office working are:

- Assessment of maximum capacity within all areas and on-site rotas used so that these capacities aren't exceeded
- Provision of Personal Protective Equipment to employees where social distancing cannot be maintained
- One-way systems implemented for moving around office areas and removal of doors (where they're not fire doors) so as to minimise contact points

The extent to which the COVID-19 pandemic impacts the Company going forward will depend on numerous evolving factors we cannot reliably predict, including the duration and scope of the pandemic; governmental, business, and individuals' actions in response to the pandemic; and the impact on economic activity including the possibility of recession or financial market instability.

### Strategic risks – High

Sperry Marine is operating in a market that is seeing consolidation of competitors in the product and systems area so as to be able to offer more holistic solutions. To mitigate this, the Company is seeking to move into the digital services market space so as to be able to offer a differentiated product and service combination in comparison to the competition.

### Operational risks - Low

The Company operates an outsourced production model and seeks to minimise the required inventory holding while still being able to be responsive to short term customer demands. The key operational risk is therefore the management of key suppliers and their ability to provide flexible support to demand. This risk is mitigated through having long term relationships in place with regular reviews of performance while retaining the ability to move to alternative suppliers should the need arise.

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### Market risks - High

Competitive pressure in the worldwide marine market place is a continuing risk for the Company, which could result in it losing sales to key competitors. The Company manages this risk by investing R&D in new products and product updates to offer marine navigation compliant products into the market space. Ongoing improvements on product reliability and cost reductions are part of the Company product strategy.

The Company furthermore is ensuring its distribution agents provide added value services to its customers, having fast response times not only in the supply of products, but by also having a worldwide network of service agents to deal with customers' needs and enquiries.

### Foreign Exchange risks - Low

The Company's sales in Europe are made in a basket of currencies and it is therefore exposed to movements of these currencies to the Euro rate. The revenue is mainly in Euro whereby the main part of the Company expenses are in GBP. The Company does not enter into any hedging contracts. The Company minimises its exposure by buying and selling in the same currency wherever possible.

### Credit and Liquidity risks - Low

Northrop Grumman Sperry Marine B.V. is financed through Northrop Grumman Corporation's cash pooling arrangement, where funds are made available to finance working capital and investment. The Company held at year end a net cash asset of EUR 17.5m (2019: EUR 21.9m) from this arrangement. The Company is exposed to interest income risk based on its cash pooling agreement. These funds are at free disposal of the Company and there are no other obligations or rights from the arrangement.

### Environment, Health and Safety - Low

The Company has a robust set of controls in place to ensure compliance with various governance and compliance requirements. In addition, developments in various international maritime organisations are monitored regularly to ensure the Company remains compliant with relevant governance frameworks in the jurisdictions in which it operates.

The Company recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage caused by the Company's activities.

The Company has established processes which regularly assess the compliance with applicable Health and Safety legal requirements. Safety awareness training is conducted for all personnel, with additional specialist training for those undertaking higher risk activities. Tasks undertaken throughout the Company have been analysed and risk assessments conducted and documented in order to reduce the risk to personnel to as low a level as is reasonably practicable.

### Outlook

The directors consider that the Company is well positioned to respond to the prevailing economic situation. By the continuing investment in developing new and enhancing existing products (2020: EUR 5.4m; 2019: EUR 5.5m) it has a competitive range of products and services and a healthy forward order book.

The Company continues to invest in its facilities and infrastructure through capital spends (2020: EUR 0.9m; 2019: EUR 2.6m). Capital investment levels in 2021 are expected to be at a similar level as prior years, excluding ERP investment.

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For 2020 the average number of employees was 443 (2019: 402 employees). The company expects the average number of employees to reduce to approximately 300 during 2021 following the transfer of the UK Defence business to Northrop Grumman UK Limited on 1st May 2021. The transfer of the UK Defence business will allow the Company to focus its efforts towards its commercial business. The estimated impact of this transfer on the company in 2021 is a reduction in sales of approximately EUR26m and Operating Margin of EUR 3m compared to the plan for the year.

During 2020 the Company announced a rationalisation and restructuring programme to generate operational cost savings in order to mitigate the impact of the pandemic on future profitability. Implementation of this plan was commenced in 2020 and will be completed in 2021 and involves a reduction of approximately 50 heads and the closure of the branch in Norway. Approximately EUR 1m of restructuring costs was incurred in 2020. The reorganisation will generate approximately EUR 7m of operational cost savings on a full year basis.

Management does not expect these changes to affect the Company's ability to continue as a going concern.

We continue to follow the government guidelines in each of the territories in which we operate and use government support schemes where applicable. As members of the Northrop Grumman European Cash Pool scheme we do not foresee any liquidity challenges and we expect to be able to fully meet our financing needs in the coming period.

### Post Balance Sheet Event

On 1st May 2021, Northrop Grumman Sperry Marine B.V. sold its business focused on UK Government defence contracts to Northrop Grumman UK Limited for £1.8m to consolidate NGUK's domestic defence business and allow Sperry Marine to focus its efforts towards commercial customers. Both Northrop Grumman UK Limited and Northrop Grumman Sperry Marine B.V. are subsidiaries of the same parent company and the relevant assets and liabilities were acquired at book value. The fair market value of this activity was £29m at the time of transfer. The estimated impact of this transfer on Northrop Grumman Sperry Marine B.V. in 2021 is a reduction in sales of approximately EUR 26m and Operating Margin of EUR 3m compared to the plan for the year. Management does not expect the change to affect the Company's ability to continue as a going concern.

On behalf of the directors,

J Collett                      June 30, 2021

R Wiltshire                    June 30, 2021

Vlaardingen, the Netherlands.

## Financial Statements

### Balance Sheet

December 31, 2020

(After proposed appropriation of result)

	Note	2020 EUR'000	2019 EUR'000
<b>ASSETS</b>			
<b>Fixed assets</b>			
Intangible fixed assets	1	5,398	6,074
Tangible fixed assets	2	1,830	2,704
Investment in subsidiary	3	1,005	1,005
Deferred income tax assets	4	3,275	2,972
<b>Total fixed assets</b>		<u>11,508</u>	<u>12,755</u>
<b>Current assets</b>			
Raw materials and consumables		6,350	4,765
Production work in progress		770	870
Finished products and goods for resale		14,134	9,057
Inventories	5	<u>21,254</u>	<u>14,692</u>
Work in progress	6	<u>5,644</u>	<u>8,075</u>
Trade account receivables		13,104	15,635
Affiliated companies		23,222	24,370
Other receivables and prepaid expenses		3,213	4,640
Receivables	7	<u>39,539</u>	<u>44,645</u>
Cash	8	<u>258</u>	<u>312</u>
<b>Total current assets</b>		<u>66,695</u>	<u>67,724</u>
<b>TOTAL ASSETS</b>		<u><b>78,203</b></u>	<u><b>80,479</b></u>

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**December 31, 2020**

**(After proposed appropriation of result)**

	Note	2020 EUR'000	2019 EUR'000
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's equity</b>			
Share capital		34	34
Share premium		35,215	35,215
Currency translation adjustment		-1,342	-472
Legal reserves		5,391	6,061
Retained earnings		5,905	5,862
<b>Total shareholder's equity</b>	9	<u>45,203</u>	<u>46,700</u>
<b>Provisions</b>			
Provision for post-employment benefits	10	10,207	11,325
Other provisions	21	850	1,307
<b>Total provisions</b>		<u>11,057</u>	<u>12,632</u>
Trade account payables		6,132	4,648
Due to affiliated companies		4,362	3,046
Other payables and accrued expenses	11	11,449	13,453
<b>Current liabilities</b>		<u>21,943</u>	<u>21,147</u>
<b>TOTAL SHAREHOLDER'S EQUITY AND LIABILITIES</b>		<u><b>78,203</b></u>	<u><b>80,479</b></u>

## Statement of Income

Period ended December 31, 2020

	Note	2020 EUR'000	2019 EUR'000
Turnover	13	93,378	97,899
Cost of sales	14-15,18	<u>-69,547</u>	<u>-70,860</u>
<b>Gross margin</b>		23,831	27,039
Selling and distribution expenses		-9,519	-10,960
General and administrative expenses		<u>-15,628</u>	<u>-11,069</u>
<b>Total overhead expenses</b>	14-18	-25,147	-22,029
<b>Net margin</b>		-1,316	5,010
Interest and foreign exchange gains/losses	19	-440	335
		<u>-440</u>	<u>335</u>
<b>Result from ordinary activities before income taxes</b>		-1,756	5,345
Taxation on result of ordinary activities	20	699	-824
<b>Net result for the year</b>		<u>-1,057</u>	<u>4,521</u>

## Notes to the Financial Statements

### General

#### Activities

Northrop Grumman Sperry Marine B.V. ('the Company'), Vlaardingen, the Netherlands, is engaged in the design, procurement, assembling, marketing, selling and servicing of nautical and marine systems. Chamber of Commerce number: 24233711.

#### Group Structure

The immediate parent company is NGC UK Limited whose registered office is 2<sup>nd</sup> Floor Clareville House, 26-27 Oxendon Street, London SW1Y 4EL, United Kingdom. The ultimate parent company is Northrop Grumman Corporation, registered in Falls Church, Virginia, USA.

#### Consolidation Principles

Financial information relating to the branches of Northrop Grumman Sperry Marine B.V. is consolidated in the financial statements of Northrop Grumman Sperry Marine B.V.

In consolidating these branches intercompany relationships and transactions are eliminated.

The Company applies Art 2.408.1 of the Netherlands Civil Code. Northrop Grumman Sperry Marine B.V. acts as an intermediate holding company and Northrop Grumman Canada (2004) Inc. is ultimately controlled by the US parent. Investments are therefore valued at cost accordingly and if applicable less any impairment in value.

#### Cash Flow

The Company has opted not to disclose a cash flow statement by virtue of the exemption allowed under DAS 360.104. For the cash flow statement reference may be made to the cash flow statement included in the 2020 annual report of Northrop Grumman Corporation which is the Company's ultimate parent company and incorporated in the United States of America:

<https://www.northropgrumman.com/who-we-are/annual-reports/>

Copies of the consolidated group financial statements of Northrop Grumman Corporation which represent the accounts of the largest group in which Northrop Grumman Sperry Marine B.V. is consolidated are available at the trade register of the Chamber of Commerce in Rotterdam and from the corporate offices at 2980 Fairview Park Drive, Falls Church, Virginia 22042, USA.

## **General Accounting Principles for the Preparation of the Financial Statements**

The financial statements are prepared according to the stipulations in Title 9 Book 2 of the Netherlands Civil Code and the Standards of the Dutch Council on Annual Reporting. Management are required to make estimates and assumptions about future events that affect the amounts reported in our financial statements.

Valuation of assets and liabilities and determination of the result takes place under the historical cost convention. Unless presented otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are valued according to the cost model.

Income and expenses are accounted for on an accrual basis. Profit is only included when realized on the balance sheet date. Liabilities and any losses originating before the end of the financial year are taken into account if they have become known before preparation of the financial statements.

### **Financial Instruments**

Financial instruments comprise primary financial instruments, such as receivables and payables. For the principles of primary financial instruments, reference is made to the treatment per balance sheet item.

Besides financial instruments mentioned in the general accounting policies no other derivative financial instruments are generally applied. The Company participates in the cash pool scheme under the ultimate parent company, Northrop Grumman Corporation.

### **Translation of Foreign Currencies**

Receivables, liabilities and obligations denominated in foreign currency are translated at the exchange rates prevailing as at balance sheet date.

Transactions in foreign currency during the financial year are recognized in the financial statements at the exchange rates prevailing at transaction date. The exchange differences resulting from the translation as at balance sheet date, taking into account possible hedge transactions, are recorded in the profit and loss account.

Foreign entities and branches outside the Netherlands qualify as carrying on of business operations in a foreign country, with a functional currency different from that of the Company. For the translation of the financial statements of these foreign entities and branches the balance sheet items are translated at the exchange rate as at balance sheet date and the profit and loss account items at the average exchange rate for the year. The exchange rate differences that arise are directly deducted from or added to group equity and recognized in the translation differences reserve. This likewise applies to the translation differences on loans that form part of the net investment in the business operations abroad.

### **Going Concern**

During 2020 the Company announced a rationalisation and restructuring programme to generate operational cost savings in order to mitigate the impact of the pandemic on future profitability. Implementation of this plan was commenced in 2020 and will be completed in 2021 and involves a reduction of approximately 50 heads and the closure of the branch in Norway. Approximately EUR 1m of restructuring costs was incurred in 2020. The reorganisation will generate approximately EUR 7m of operational cost savings on a full year basis.

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On 1st May 2021, Northrop Grumman Sperry Marine B.V. sold its business focused on UK Government defence contracts to Northrop Grumman UK Limited for £1.8m to consolidate NGUK's domestic defence business and allow Sperry Marine to focus its efforts towards commercial customers. Both Northrop Grumman UK Limited and Northrop Grumman Sperry Marine B.V. are subsidiaries of the same parent company and the relevant assets and liabilities were acquired at book value. The fair market value of this activity was £29m at the time of transfer. The estimated impact of this transfer on Northrop Grumman Sperry Marine B.V. in 2021 is a reduction in sales of approximately EUR 26m and Operating Margin of EUR 3m compared to the plan for the year.

Management does not expect these changes to affect the Company's ability to continue as a going concern.

### **Principles of Valuation of Assets and Liabilities**

#### **Intangible Fixed Assets**

Intangible fixed assets are presented at cost less accumulated amortisation and, if applicable, less impairments in value. Amortisation is charged as a fixed percentage of cost, as specified in more detail in the notes to the balance sheet. The useful life and the amortisation method are reassessed at the end of each financial year.

#### **Tangible Fixed Assets**

Tangible fixed assets are stated at cost, less accumulated depreciation and, if applicable, less impairments in value. Depreciation is provided using the straight-line method over the estimated useful lives of the assets, as follows: buildings 50 years; plant and machinery 3 to 15 years. Land is not depreciated.

Repair and maintenance cost is included in the Statement of Income, except for when major repair or maintenance cost results in an extended economic life, in which case the cost is capitalised and depreciated over its estimated economic life.

#### **Investment in Subsidiary**

The Company applies Art 2.408 of the Netherlands Civil Code. Northrop Grumman Sperry Marine B.V. acts as an intermediate holding company and Northrop Grumman Canada (2004) Inc is ultimately controlled by the US parent. Investments are therefore valued at cost accordingly and if applicable less any impairment in value.

#### **Deferred Income Tax Assets**

Deferred tax assets are stated under the financial fixed assets if and to the extent it is probable that the tax claim can be realized in due course. These deferred tax assets are valued at nominal value and are predominantly long-term in nature. Deferred tax assets related to losses carried forward have only been recognized to the extent that they are recoverable within the foreseeable future.

#### **Work in Progress**

Work in progress covers service contracts and jobs as well as third party projects. Work in progress is valued at the lower of cost value and net realizable value. This lower net realizable value is determined by individual assessment of work in progress.

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Income from service contracts and jobs as well as third party projects is recognized in the profit and loss account as income and costs in proportion to the completed performance as at balance sheet date. The percentage of completion is determined on the basis of the construction contract costs incurred up to the balance sheet date in proportion to the estimated aggregate construction contract costs.

Work in progress includes direct materials used, direct wages and other direct costs of manufacture, together with applicable production overhead. Net realizable value is based on estimated selling price, less any future costs to be incurred for completion and disposal.

### **Inventories**

Inventories of raw materials, consumables and goods for resale are valued individually at acquisition price or lower net realizable value. This lower net realizable value is determined by individual assessment of the inventories. The valuation of inventories of raw materials and consumables is based on average cost. Provision is made for obsolete, slow moving or defective items.

### **Receivables**

Upon initial recognition the receivables are included at fair value and then valued at amortised cost, which equals the face value, less any provision for doubtful accounts. These provisions are determined by individual assessment of the receivables.

### **Cash**

The cash is valued at face value. If cash equivalents are not freely disposable, then this has been taken into account upon measurement and is disclosed in the notes.

### **Other Assets and Liabilities**

All other assets and liabilities are stated at the amounts at which they were acquired or incurred. Amounts are stated net of a provision for obsolescence or doubtful accounts if necessary.

### **Provision for Post-employment Benefits**

The Company values its pension and other post-employment benefits in accordance with US GAAP ASC 715, as allowed by Dutch Accounting Standard 271 paragraph 101, as this is also the basis used by the Company for reporting to its ultimate parent Northrop Grumman Corporation.

### **Deferred Income Tax Liabilities**

For amounts of taxation payable in the future, due to differences between the valuation principles in the annual report and the valuation for taxation purposes of the appropriate balance sheet items, a provision has been formed for the aggregate of these differences multiplied by the enacted rate of taxation that is applicable for the reporting periods in which those differences are reversed or realised. These provisions are reduced by amounts of taxation recoverable in the future in respect of the carry-forward of unused tax losses, to the extent that it is probable that future tax profits will be available for settlement and that settlement is expected to take place on a net basis. The provision for deferred tax liabilities is valued at nominal value.

## **Principles for the Determination of the Result**

### **Sales and Cost of Sales**

Sales represent amounts invoiced for goods and services supplied during the financial year reported on, net of discounts and value added taxes.

Sales ensuing from the sale of goods are accounted for when all major entitlements to economic benefits as well as all major risks have transferred to the buyer. The cost price of these goods is allocated to the same period.

Profit is recognised on long term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated by reference to the value of work performed to date as a proportion of total contract value.

Sales from services are recognised in proportion to the services rendered, based on the cost incurred in respect of the services performed up to balance sheet date, in proportion to the estimated costs of the aggregate services to be performed. The cost price of these services is allocated to the same period.

### **Cost of Sales**

The cost of sales consists of the cost of goods sold and delivered, consisting of direct use of material, direct wages and machine costs and other direct and indirect production costs that can attributed to the production.

### **Direct Engineering Expenses**

Direct Engineering expenses are allocated to the year to which they relate. Direct engineering expenses relate to the Company's activities regarding the service and maintenance of those products sold by the Company.

### **Income Taxes**

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statements and profit calculated for taxation purposes and local tax regulations.

## Notes to the Balance Sheet and Statement of Income

### 1) Intangible fixed assets

	Other Intangibles EUR'000	Intangible Assets under Construction EUR'000	Intangible Assets ERP system EUR'000	Total EUR'000
<b>Cost</b>				
Balance January 1	23	6,061	0	6,084
Other - transfer between categories	-1	-6,342	6,342	-1
Additions	0	598	0	598
Disposals	0	0	0	0
Currency revaluation	0	-317	0	-317
Balance December 31	<u>22</u>	<u>0</u>	<u>6,342</u>	<u>6,364</u>
<b>Accumulated amortisation</b>				
Balance January 1	10	0	0	10
Amortisation for the period	5	0	951	956
Disposals	0	0	0	0
Balance December 31	<u>15</u>	<u>0</u>	<u>951</u>	<u>966</u>
<b>Net book value at December, 31, 2020</b>	<u>7</u>	<u>0</u>	<u>5,391</u>	<u>5,398</u>
Net book value at January 1, 2020	<u>13</u>	<u>6,061</u>	<u>0</u>	<u>6,074</u>

Amortisation expenses are included in the general and administrative expenses in the Statement of Income.

A legal reserve is held under equity for the ERP system.

## Northrop Grumman Sperry Marine B.V.

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### 2) Tangible fixed assets

	Land and Building EUR'000	Plant and Machinery EUR'000	Operating Assets under Construction EUR'000	Total EUR'000
<b>Cost</b>				
Balance January 1, 2020	6,224	6,920	181	13,325
Other - transfer between categories	1	161	-163	-1
Additions	17	255	0	272
Disposals	-63	-338	0	-401
Currency revaluation	-249	-297	-10	-556
Balance December 31, 2020	<u>5,930</u>	<u>6,701</u>	<u>8</u>	<u>12,639</u>
<b>Accumulated depreciation</b>				
Balance January 1, 2020	5,728	4,893	0	10,621
Depreciation for the period	320	716	0	1,036
Disposals	-63	-338	0	-401
Currency revaluation	-238	-209	0	-447
Balance December 31, 2020	<u>5,747</u>	<u>5,062</u>	<u>0</u>	<u>10,809</u>
<b>Net book value at December 31, 2020</b>	<u>183</u>	<u>1,639</u>	<u>8</u>	<u>1,830</u>
Net book value at January 1, 2020	<u>496</u>	<u>2,027</u>	<u>181</u>	<u>2,704</u>

## Northrop Grumman Sperry Marine B.V.

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### 3) Investment in Subsidiary

	2020 EUR'000	2019 EUR'000
<b>Cost</b>		
Balance January 1	1,005	1,005
Additions	0	0
Liquidation	0	0
Balance December 31	<u>1,005</u>	<u>1,005</u>

Details of the Company's subsidiaries at 31 December 2020 are as follows:

Name	Place of Incorporation	Proportion of ownership	Proportion of voting power held
Northrop Grumman Canada (2004) Inc	Canada	100%	100%

For 2020, Northrop Grumman Canada (2004) Inc had a net loss of EUR 0.1m. The net equity of the subsidiary amounts to EUR 1.9m.

### 4) Deferred income tax assets

	2020 EUR'000	2019 EUR'000
Balance at January 1	2,972	1,929
Adjustment in respect of prior year	-292	780
Deferred tax charge for the year	920	-14
Foreign exchange difference on translation/ Rate change	-33	17
Pension movement taken (to)/ from reserves	-292	260
Balance at December 31	<u>3,275</u>	<u>2,972</u>
Presented as follows:		
Deferred tax asset	3,275	2,972
Deferred tax liability	0	0
Balance at December 31	<u>3,275</u>	<u>2,972</u>

The Company has capitalized tax credits of approximately EUR 0.96m (2019 EUR 1.0m) as a result from the carry forward of previous double taxation in the Dutch Branch. The gross amount of the tax credits is approximately EUR 6.6m (2019 EUR 6.3m) and is available for offset against future taxable profits. These tax credits have no expiry date and are ring fenced to the Dutch Branch. The current Dutch Branch fiscal profitability relates to supportive activities in respect of Sales, Service and Warehousing.

## Northrop Grumman Sperry Marine B.V.

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### 5) Inventories

At 31 December 2020 a provision for obsolete, slow-moving and defective part of EUR 4.4m (2019: EUR 4.5m) has been included.

The carrying amount (before provision) of inventory valued at net realizable value amounts to EUR 25.7m (2019: EUR 19.2m). The carrying amount of inventory (after provision) valued at net realizable value amount to EUR 21.3m (2019: EUR 14.7m)

### 6) Work in progress

Work in progress on construction projects:

	Production Value EUR'000	Provision EUR'000	Invoiced EUR'000	Balance 2020 EUR'000	Balance 2019 EUR'000
Projects with financing surplus	10,879	0	-14,792	-3,913	-1,504
Projects with financing deficit	92,445	0	-83,606	8,839	9,300
Service contracts and jobs	1,607	-889	0	718	279
	<u>104,931</u>	<u>-889</u>	<u>-98,398</u>	<u>5,644</u>	<u>8,075</u>

Revenue recognized in the profit and loss account based on the percentage of completion method amounts to EUR 45.9m in 2020 (2019: EUR 26.1m).

## Northrop Grumman Sperry Marine B.V.

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### 7) Receivables

	2020 EUR'000	2019 EUR'000
Trade account receivables	13,104	15,635
Affiliated companies	23,222	24,370
Other receivables and prepaid expenses	3,213	4,640
Receivables	<u>39,539</u>	<u>44,645</u>

All trade account receivable balances are due within a year. At 31 December 2020 a provision for doubtful third party receivables of EUR 1,068k (2019: EUR 736k) has been included.

	2020 EUR'000	2019 EUR'000
Balance January 1	-736	-619
Utilised (Recovered)	122	-9
Additional Provision Provided	-492	-76
Currency Revaluation	38	-32
Balance December 31	<u>-1,068</u>	<u>-736</u>

Receivables due from affiliated companies include EUR 17.5m (2019: EUR 21.9m) re. Northrop Grumman Finance Europe B.V. (cash pool accounts). These funds are at the Company's free disposal.

### 8) Cash

At 31 December 2020 a balance of EUR 54k relates to a security deposit account in Norway equal to 6 month rent. Remaining cash amounts included are at the Company's free disposal and can be made available immediately.

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### 9) Shareholder's equity

	Share capital EUR'000	Share premium account EUR'000	Currency translation adjustment EUR'000	Retained earnings EUR'000	Actuarial loss EUR'000	Legal Reserves EUR'000	Total EUR'000
Opening balance as at 1 January	34	35,215	-472	8,402	-2,540	6,061	46,700
Translation adjustments	0	0	-870	0	0	0	-870
Actuarial loss on pension obligation	0	0	0	0	430	0	430
Reserve for intangible assets	0	0	0	670	0	-670	0
Profit/(Loss) for the year	0	0	0	-1,057	0	0	-1,057
Closing balance as at 31 December	34	35,215	-1,342	8,015	-2,110	5,391	45,203

The issued and fully paid up Share Capital of the Company comprises of 68,906 shares at a par value of EUR 0.50.

The currency translation adjustment is a legal and statutory reserve which is not freely distributable.

#### Appropriation of result for the financial year 2019

The annual report 2019 was adopted at the general meeting of shareholders held on 28th Aug 2020. The general meeting of shareholders has determined the appropriation of result in accordance with the proposal being made to that end.

#### Proposed appropriation of result for the financial year 2020

According to the Company's articles of association, the annual meeting of shareholders determines the appropriation of the Company's net income for the year.

Management proposes to add the current year net loss to the retained earnings balance. This proposal has been reflected in the financial statements.

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### 10) Provision for post-employment benefits

The Company operates defined benefit plans in Germany and the United Kingdom. Indexation of vested benefits and pension payments is generally conditional. The expected conditional indexation is taken into account in determining the pension obligations. In the other countries the Company operates defined contribution schemes. The defined benefit plan in Norway was closed in July 2020.

#### **Accumulated benefit obligation**

The accumulated benefit obligation of the assigned employee benefit plans amount to:

	2020	2019
	EUR'000	EUR'000
The Germany Defined Benefit Pension Scheme	10,015	10,569
The Norway Defined Benefit Pension Scheme	0	2,466
	<u>10,015</u>	<u>13,035</u>

#### **Projected benefit obligation**

The projected benefit obligation of the assigned employee benefit plans amount to:

	2020	2019
	EUR'000	EUR'000
The Germany Defined Benefit Pension Scheme	10,207	10,777
The Norway Defined Benefit Pension Scheme	0	548
	<u>10,207</u>	<u>11,325</u>

#### **United Kingdom Defined Benefit Pension Scheme**

Northrop Grumman Sperry Marine B.V. UK Branch was a participating employer in the Scheme before it ceased to participate under the terms of a Deed of Confirmation, Participation, Substitution of Principal Employer, Cessation of Participation, Amendment and Apportionment relating to the Scheme dated 23 September 2016 (the "Apportionment Deed"). The sole participating employer is now Northrop Grumman Global Holdings Ltd (NGGH) and NGGH are responsible for all liabilities of the scheme. Northrop Grumman Sperry Marine B.V. has agreed to continue to make monthly payments to the scheme or to NGGH as appropriate. Accordingly, no provision has been recognized.

## Northrop Grumman Sperry Marine B.V.

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### Germany Defined Benefit Pension Scheme

The most important actuarial assumptions used by the Company are as follows:

	2020	2019
	%	%
Discount rate	0.65	1.05
Expected return on plan assets	0.00	0.00
Salary increase	3.00	3.00
Inflation	3.00	3.00
Expected indexation of vested rights and pensions	4.10	4.10

The provision included in the balance sheet in respect of the defined benefit obligations is as follows:

	2020	2019
	EUR'000	EUR'000
Net present value of projected benefit obligation	10,207	10,777
Fair value of plan assets	0	0
Net pension obligation at December 31	10,207	10,777

The pension obligation is reported under provisions.

The following amounts are included in the profit and loss account in respect of this defined benefit plan:

	2020	2019
	EUR'000	EUR'000
Current year service cost	28	25
Interest	107	187
Expected return on plan assets	0	0
Net periodic pension cost	135	212

The net periodic pension cost is included under the line general and administrative expense in the Statement of Income.

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Movements in the project benefit obligation are as follows:

	2020 EUR'000	2019 EUR'000
Projected benefit obligation at January 1	10,777	10,482
Service cost	28	25
Impact of early retirement obligation	-16	-13
Interest	107	187
Actuarial results	46	866
Benefits paid	-735	-770
Projected benefit obligation at December 31	<u>10,207</u>	<u>10,777</u>

There are no significant changes in the benefit obligation in 2020.

Movements in the unrecognized actuarial results are as follows:

	2020 EUR'000	2019 EUR'000
Actuarial losses /(gains) realized for the reporting period	46	866
Recognition of actuarial results in retained earnings	-46	-866
Unrecognised actuarial losses / (gains) at December 31	<u>0</u>	<u>0</u>

The accumulated benefit obligation for all defined benefit plans amount to EUR 10.0m at 31 December 2020 (2019: EUR 10.5m).

Expected employer contribution for 2021 is EUR 713k (2020: EUR 757k).

Expected future benefit payments:

	2020 EUR'000	2019 EUR'000
Next year	713	757
Next year + 1	715	732
Next year + 2	701	735
Next year + 3	671	721
Next year + 4	645	692
	<u>3,445</u>	<u>3,637</u>

## Northrop Grumman Sperry Marine B.V.

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Components of projected net periodic benefit cost for the next financial year:

	2020 EUR'000	2019 EUR'000
Service cost	29	28
Interest cost	63	107
Expected return on plan assets	0	0
Amortisation of prior service cost	0	242
	<u>92</u>	<u>377</u>

### 11) Other payables and accrued expenses

	2020 EUR'000	2019 EUR'000
Advance payments	2,773	2,059
Taxes and social security charges	493	213
Pension liabilities	620	478
Other liabilities	2,334	3,246
Accruals and deferred income	5,229	7,457
	<u>11,449</u>	<u>13,453</u>

The corporation income tax balances included in the taxes and social charges payable balance above amounts to EUR 0.05m (2019: EUR 0.04m). Other accounts payable and accrued expenses include cost of sales accruals and general overhead accruals. All amounts are due within 12 months.

### 12) Commitments and contingent liabilities

The Company has long-term rental commitments amounting to approximately EUR 10,433k (2019: EUR 12,654k) made up as follows:

	2020 EUR'000	2019 EUR'000
Due in under 1 year	2,334	2,320
2 years and under 5 years	6,736	7,302
Over 5 years	1,363	3,032
Balance at December 31	<u>10,433</u>	<u>12,654</u>

As of 31st December 2020, the Company has granted guarantees amounting to EUR 1.6m (2019: EUR 1.7m).

As of 31st December 2020, future purchase commitments amount to EUR 13.5m (2019: EUR 22.6m).

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### 13) Turnover

Turnover represents amounts derived from the provision of goods and services which fall within the Company's ordinary activities after deduction of trade discounts and Value Added Tax.

	2020 EUR'000	2019 EUR'000
European Union	58,922	59,382
Asia	11,197	17,281
Rest of the world	23,259	21,236
	<u>93,378</u>	<u>97,899</u>
Products / Programs	60,447	62,698
Service	32,931	35,201
	<u>93,378</u>	<u>97,899</u>

Included within turnover are sales of EUR 9.8m (2019: EUR 9.3m) made to companies within the worldwide Northrop Grumman group. These sales are performed using an arm's length principle.

### 14) Depreciation and amortisation

	2020 EUR'000	2019 EUR'000
Intangible fixed assets	970	3
Tangible fixed assets	955	970
	<u>1,925</u>	<u>973</u>

**15) Wages, salaries and social security charges**

	2020	2019
	<u>EUR'000</u>	<u>EUR'000</u>
Wages and salaries	31,659	29,020
Social security costs	3,140	3,009
Pension costs	<u>5,895</u>	<u>5,903</u>
	<u>40,694</u>	<u>37,932</u>

The average number of personnel employed during the period was:

	2020	2019
Assembly and service	297	259
Sales	82	83
Administration	<u>64</u>	<u>60</u>
	<u>443</u>	<u>402</u>

The average number of employees working abroad amounted to 389 (2019: 348).

**16) Remuneration of the directors**

During 2020 the total remuneration paid to directors amounted to EUR 332k (2019: EUR 336k).

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### 17) Remuneration of the auditors

The total remuneration of auditors included in the general and administrative expenses in the Statement of Income amounts to

	Deloitte Accountants B.V. EUR'000	Other Deloitte Accountants B.V. Network EUR'000	Total Network EUR'000
2020			
Audit of financial statements	79	296	375
2019			
Audit of financial statements	54	256	310

### 18) Summary Cost of Sales and Overheads:

	2020 EUR'000	2019 EUR'000
<b>Cost of Sales and Overheads:</b>		
Depreciation and amortisation	1,925	973
Wages, salaries and social security charges	40,694	37,932
COS related to product and service	33,579	34,653
Other overhead costs	18,496	19,331
	<u>94,694</u>	<u>92,889</u>

## Northrop Grumman Sperry Marine B.V.

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### 19) Interest and foreign exchange gains/losses

	2020 EUR'000	2019 EUR'000
Interest income, third party	0	1
Interest income, affiliated companies	99	38
	<u>99</u>	<u>39</u>
Interest expense, third party	-2	-4
Interest expense, affiliated companies	-34	-3
	<u>-36</u>	<u>-7</u>
Net interest	<u>63</u>	<u>32</u>
Net foreign exchange gains/losses	<u>-503</u>	<u>303</u>
Net interest and foreign exchange gains/losses	<u>-440</u>	<u>335</u>

### 20) Taxation on result of ordinary activities

	2020 EUR'000	2019 EUR'000
Netherlands normal taxation	0	0
25%	0	0
- current tax, current year	51	33
- current tax, prior years	-10	-1,031
- deferred tax, current year		
- deferred tax, prior years		
Foreign taxation	-137	1,309
- current tax, current year	-31	284
- current tax, prior years	-984	-15
- deferred tax, current year	412	244
- deferred tax, prior years	<u>-699</u>	<u>824</u>

Foreign tax was charged at an average percentage of 25% on profits arising in foreign permanent establishments due to higher profits in higher tax rate branches. The effective current tax charge for the Company in the current year is lower mainly due to the release of deferred taxes. The applicable tax rate for the Company is around 25% on profits including those arising in foreign permanent establishments.

### 21) Other provisions

## Northrop Grumman Sperry Marine B.V.

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Following the closure of the defined benefit pension scheme in the Netherlands on 31<sup>st</sup> December 2017, the Company agreed to pay an annual cash amount to those employees previously in the scheme. Employees who were employed as at 31<sup>st</sup> December 2017 are entitled to an annual payment for each year in which they remain employed by the Company as at 1<sup>st</sup> January of every year. A total provision of EUR 0.8m has been included in 2020 (2019 EUR 1.3m). A discount rate of 1.9% has been applied to the annual payment each year along with an attrition rate of 1.75% to allow for future employee turnover.

### 22) Subsequent Events

On 1st May 2021, Northrop Grumman Sperry Marine B.V. sold its business focused on UK Government defence contracts to Northrop Grumman UK Limited for £1.8m. Both Northrop Grumman UK Limited and Northrop Grumman Sperry Marine B.V. are subsidiaries of the same parent company and the relevant assets and liabilities were acquired at book value. The fair market value of this activity was £29m at the time of transfer. The estimated impact of this transfer on Northrop Grumman Sperry Marine B.V.'s 2021 is a reduction in sales of approximately EUR 26m and Operating Margin of EUR 3m compared to the plan for the year.

## Signing of the Financial Statements

Vlaardingen,

Managing Directors:

J Collett

June 30, 2021

R Wiltshire

June 30, 2021

## Other Information

### Appropriation of results according to the Company's Articles of Association

According to the Company's articles of association, the allocation of profits accrued in a financial year shall be determined by the General Meeting. If the General Meeting does not adopt a resolution regarding the allocation of the profits prior to or at least immediately after the adoption of the annual accounts, the profits will be reserved.

The General Meeting has the authority to make distributions. If the Company is required by law to maintain reserves, this authority only applies to the extent that the equity exceeds these reserves. No resolution of the General Meeting to distribute shall have effect without the consent of the Management Board. The Management Board may withhold such consent only if it knows or reasonably should expect that after the distribution, the Company will be unable to continue the payment of its due debts.

### Branch Offices

<b>Trade name</b>	<b>Country</b>
Northrop Grumman Sperry Marine B.V., UK branch	United Kingdom
Northrop Grumman Sperry Marine B.V., Danish branch	Denmark
Northrop Grumman Sperry Marine B.V., Holland branch	Holland
Northrop Grumman Sperry Marine B.V., Norway branch	Norway
Northrop Grumman Sperry Marine B.V., Belgium branch	Belgium
Northrop Grumman Sperry Marine B.V., German branch	Germany

### Independent Auditor's Report

Reference made is to the Independent Auditor's report on the following page.

## Independent auditor's report

To the Shareholders and the Managing Directors of Northrop Grumman Sperry Marine B.V.

### REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS 2020 INCLUDED IN THE ANNUAL ACCOUNTS 2020

#### Our opinion

We have audited the accompanying financial statements 2020 of Northrop Grumman Sperry Marine B.V., based in Vlaardingen.

In our opinion the accompanying financial statements give a true and fair view of the financial position of Northrop Grumman Sperry Marine B.V. as at December 31, 2020, and of its result for 2020 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

1. The balance sheet as at December 31, 2020.
2. The profit and loss account for 2020.
3. The notes comprising a summary of the accounting policies and other explanatory information.

#### Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the "Our responsibilities for the audit of the financial statements" section of our report.

We are independent of Northrop Grumman Sperry Marine B.V. in accordance with the Wet toezicht accountantsorganisaties (Wta, Audit firms supervision act), the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics).

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

### REPORT ON THE OTHER INFORMATION INCLUDED IN THE ANNUAL ACCOUNTS 2020

In addition to the financial statements and our auditor's report thereon, the annual accounts 2020 contain other information that consists of:

- Managing Directors' Report.

- Other Information as required by Part 9 of Book 2 of the Dutch Civil Code.

Based on the following procedures performed, we conclude that the other information:

- Is consistent with the financial statements and does not contain material misstatements.
- Contains the information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

Managing Directors are responsible for the preparation of the other information, including the Managing Directors Report in accordance with Part 9 of Book 2 of the Dutch Civil Code, and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

## **DESCRIPTION OF RESPONSIBILITIES REGARDING THE FINANCIAL STATEMENTS**

### **Responsibilities of Managing Directors for the financial statements**

Managing Directors are responsible for the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, Managing Directors are responsible for such internal control as Managing Directors determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, Managing Directors are responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, Managing Directors should prepare the financial statements using the going concern basis of accounting unless Managing Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Managing Directors should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

### **Our responsibilities for the audit of the financial statements**

Our objective is to plan and perform the audit assignment in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material errors and fraud during our audit.

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. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgement and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included e.g.:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Managing Directors.
- Concluding on the appropriateness of Managing Directors's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures.
- Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Because we are ultimately responsible for the opinion, we are also responsible for directing, supervising and performing the group audit. In this respect we have determined the nature and extent of the audit procedures to be carried out for group entities. Decisive were the size and/or the risk profile of the group entities or operations. On this basis, we selected group entities for which an audit or review had to be carried out on the complete set of financial information or specific items.

We communicate with Managing Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identified during our audit.

We provide the Managing Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Rotterdam, June 30, 2021

Deloitte Accountants B.V.

Signed on the original: A. Fokker