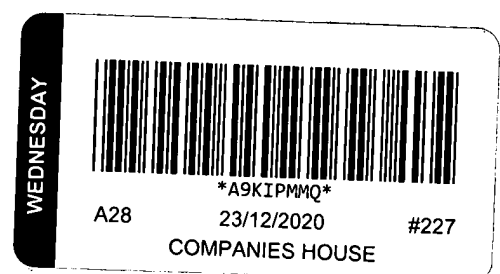


Company registration number: 08713867

Tescan-UK Limited

Financial statements

31 December 2019



Tescan-UK Limited

Contents

	Page
Directors and other information	1
Directors report	2 - 3
Independent auditor's report to the member	4 - 6
Statement of income and retained earnings	7
Statement of financial position	8 - 9
Notes to the financial statements	10 - 14

Tescan-UK Limited

Directors and other information

Directors	Mr R M Codd Mr R Kopriva
Company number	08713867
Registered office	Unit 2 Wellbrook Court Girton Cambridge England CB3 0NA
Business address	Unit 2 Wellbrook Court Girton Cambridge England CB3 0NA
Auditor	Peter Howard-Jones Ltd 9 Wellington Court Wellington Street Cambridge CB1 1HZ
Accountants	Websters Cambridge Limited Compass House, Vision Park Chivers Way Histon Cambridge CB24 9AD
Bankers	Citi Bank Canada Square Canary Wharf London E14 5LB
Solicitors	Baines Wilson LLP 2 Merchants Drive Carlisle Cumbria CA3 0JW

Tescan-UK Limited

Directors report Year ended 31 December 2019

The directors present their report and the financial statements of the company for the year ended 31 December 2019.

Directors

The directors who served the company during the year were as follows:

Mr R M Codd
Mr R Kopriva

Directors responsibilities statement

The directors are responsible for preparing the directors report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Tescan-UK Limited

Directors report (continued)
Year ended 31 December 2019

This report was approved by the board of directors on 14/09/20 and signed on behalf of the board by:

A handwritten signature in black ink, appearing to read 'R M Codd', written in a cursive style.

Mr R M Codd
Director

Tescan-UK Limited

Independent auditor's report to the member of Tescan-UK Limited Year ended 31 December 2019

Opinion

We have audited the financial statements of Tescan-UK Limited for the year ended 31 December 2019 which comprise the statement of income and retained earnings, statement of financial position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

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

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other Information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Tescan-UK Limited

Independent auditor's report to the member of Tescan-UK Limited (continued) Year ended 31 December 2019

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and the returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

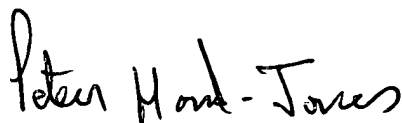
Auditor's responsibilities for the audit of the financial statements

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

Tescan-UK Limited

**Independent auditor's report to the member of
Tescan-UK Limited (continued)
Year ended 31 December 2019**

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.



Peter Howard-Jones MA FCA CF (Senior Statutory Auditor)

For and on behalf of
Peter Howard-Jones Ltd
Chartered Accountants and Statutory Auditors
9 Wellington Court
Wellington Street
Cambridge
CB1 1HZ

14/9/20

Tescan-UK Limited

**Statement of income and retained earnings
Year ended 31 December 2019**

	Note	2019 £	2018 £
Turnover		4,462,843	1,831,837
Cost of sales		(3,117,658)	(1,371,978)
Gross profit		1,345,185	459,859
Administrative expenses		(1,027,537)	(648,542)
Operating profit/(loss)		317,648	(188,683)
Other interest receivable and similar income		200	-
Interest payable and similar expenses		(5,655)	(8,330)
Profit/(loss) before taxation	5	312,193	(197,013)
Tax on profit/(loss)		-	-
Profit/(loss) for the financial year and total comprehensive income		<u>312,193</u>	<u>(197,013)</u>
Retained earnings at the start of the year		(1,072,655)	(875,642)
Retained earnings at the end of the year		<u>(760,462)</u>	<u>(1,072,655)</u>

All the activities of the company are from continuing operations.

The notes on pages 10 to 14 form part of these financial statements.

Tescan-UK Limited

**Statement of financial position
31 December 2019**

	Note	2019 £	£	2018 £	£
Fixed assets					
Tangible assets	6	227,330		230,548	
			227,330		230,548
Current assets					
Stocks		543,307		53,879	
Debtors	7	1,444,272		567,974	
Cash at bank and in hand		52,786		674,162	
		2,040,365		1,296,015	
Creditors: amounts falling due within one year	8	(2,891,957)		(2,485,218)	
Net current liabilities			(851,592)		(1,189,203)
Total assets less current liabilities			(624,262)		(958,655)
Provisions for liabilities			(36,200)		(14,000)
Net liabilities			<u>(660,462)</u>		<u>(972,655)</u>
Capital and reserves					
Called up share capital			100,000		100,000
Profit and loss account			(760,462)		(1,072,655)
Shareholder deficit			<u>(660,462)</u>		<u>(972,655)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

The notes on pages 10 to 14 form part of these financial statements.

Tescan-UK Limited

Statement of financial position (continued)
31 December 2019

These financial statements were approved by the board of directors and authorised for issue on
.....14/09/20 and are signed on behalf of the board by:



Mr R M Codd
Director

Company registration number: 08713867

The notes on pages 10 to 14 form part of these financial statements.

Tescan-UK Limited

Notes to the financial statements Year ended 31 December 2019

1. General information

The company is a private company limited by shares, registered in England & Wales. The address of the registered office is Unit 2 Wellbrook Court, Girton, Cambridge, England, CB3 0NA.

2. Statement of compliance

These financial statements have been prepared in compliance with the provisions of FRS 102, Section 1A, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and of Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer, usually on despatch of the goods, the amount of revenue can be measured reliably, it is probable that the associated economic benefits will flow to the entity, and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

When the outcome of a transaction involving the rendering of services can be reliably estimated, revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period.

When the outcome of a transaction involving the rendering of services cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

Taxation

The taxation expense represents the aggregate amount of current tax and deferred tax recognised in the reporting period. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Tescan-UK Limited

Year ended 31 December 2019

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Lease income is recognised in profit or loss on a straight line basis over the lease term. The aggregate cost of lease incentives are recognised as a reduction to income over the lease term on a straight-line basis. Costs, including depreciation, incurred in earning the lease income are recognised as an expense. Any initial direct costs incurred in negotiating and arranging the operating lease are added to the carrying amount of the lease and recognised as an expense over the lease term on the same basis as the lease income.

Tangible assets

Tangible assets are initially recorded at cost, and is subsequently stated at cost less any accumulated depreciation and any accumulated impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Leasehold improvements	- 20% straight line
Plant and machinery	- 10/20% straight line
Computer equipment	- 33% straight line
Demo & Leased systems	- 20/50% straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Stocks

Inventories are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Tescan-UK Limited

Year ended 31 December 2019

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

Tescan-UK Limited

Year ended 31 December 2019

Going concern

The company is dependent upon the support of its parent and group companies through the provision of a formal loan and in providing credit on normal trade terms. On the basis of this continued support the directors have prepared these accounts on the going concern basis.

4. Employee numbers

The average number of persons employed by the company during the year amounted to 7 (2018: 5).

5. Profit/loss before taxation

Profit/loss before taxation is stated after charging/(crediting):

	2019	2018
	£	£
Depreciation of tangible assets	67,059	52,976
Interest payable to group undertakings	5,655	8,330
Fees payable for the audit of the financial statements	<u>2,850</u>	<u>2,850</u>

6. Tangible assets

	Short leasehold property £	Plant and machinery £	Fixtures, fittings and equipment £	Demo & Leased systems £	Total £
Cost					
At 1 January 2019	52,476	6,893	8,357	279,055	346,781
Additions	-	-	3,041	60,800	63,841
Disposals	-	-	(1,461)	-	(1,461)
At 31 December 2019	<u>52,476</u>	<u>6,893</u>	<u>9,937</u>	<u>339,855</u>	<u>409,161</u>
Depreciation					
At 1 January 2019	52,382	6,893	7,577	49,381	116,233
Charge for the year	94	-	1,026	65,939	67,059
Disposals	-	-	(1,461)	-	(1,461)
At 31 December 2019	<u>52,476</u>	<u>6,893</u>	<u>7,142</u>	<u>115,320</u>	<u>181,831</u>
Carrying amount					
At 31 December 2019	<u>-</u>	<u>-</u>	<u>2,795</u>	<u>224,535</u>	<u>227,330</u>
At 31 December 2018	<u>94</u>	<u>-</u>	<u>780</u>	<u>229,674</u>	<u>230,548</u>

Tescan-UK Limited

Year ended 31 December 2019

7. Debtors

	2019	2018
	£	£
Trade debtors	385,408	452,807
Amounts owed by group undertakings and undertakings in which the company has a participating interest	909,781	-
Other debtors	149,083	115,167
	<u>1,444,272</u>	<u>567,974</u>

8. Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	205,321	59,420
Amounts owed to group undertakings and undertakings in which the company has a participating interest	1,970,192	995,548
Social security and other taxes	125,803	244,742
Other creditors	590,641	1,185,508
	<u>2,891,957</u>	<u>2,485,218</u>

9. Other financial commitments

At 31 December 2019, the company had total commitments under non-cancellable operating leases over the remaining life of those leases of £324,398 (31 December 2018 - £338,325).

10. Controlling party

The parent and ultimate holding company is Tescan Orsay Holding, a.s. (incorporated in Czech Republic), being the largest and the smallest group of undertakings to which the company belongs and which draws up consolidated accounts. Copies of the consolidated accounts may be obtained from Libusina trida 863/21, 623 00 Brno, Czech Republic.