Kamer van Koophandel	
KvK-nummer	33.364003
Datum ontvangst	30 DEC 2019
Datum vaststelling	

2018 6|k

FINANCIAL REPORT 2018

LEXA HOLDING B.V.

Nieuwe Gracht 74-76
2011 NL Haarlem

Kamer van Koophandel	
KvK-nummer	33.364 003
Datum ontvangst	15 JAN 2020
Datum vaststelling	27/12/2019

2018 9|k

CONTENTS

Page

ANNUAL REPORT

FINANCIAL STATEMENTS

OTHER INFORMATION

1 DIRECTORS' REPORT

The management herewith presents to the shareholders the annual accounts of Lexa Holding B.V. (hereinafter "the Company") for the year ended 31 December 2018.

General

The principal activity of the Company is to act as a holding and finance company The Company is established on 6 November 2009 and has its legal seat in Amsterdam. 10% of the Company's issued and paid up share capital consists of non-cumulative preference shares, each with a nominal value of one euro. From any profits and liquidation surplus, the holders of preference shares are entitled to receive at first six percent of the nominal value of the preference shares. The Company holds the entire issued share capital of Lexa International Corp, a Delaware intermediary holding company, which owns the entire issued share capital of Axel Johnson I the operating holding company. Axel Johnson Inc owns direct and indirect the issued share capital of several operating group companies in Europe, the United States, Canada, Brazil and Dubai.

Overview of activities

Lexa Holding B.V., (collectively with its wholly and majority owned subsidiaries, the "Company") is engaged in four principal lines of business: (i) water products, (ii) technology systems (iii) manufacturer of component parts; and (iv) energy marketing, which also includes materials handling.
Energy marketing constitutes the majority of the Lexa Group's business. The energy marketing business sells and distributes fuel oil, gasoline, asphalt, coal, and natural gas to a broad set of industrial and commercial customers. The materials handling operations leverage the Lexa Group's terminals and strategic port locations to store and process other industrial products (e.g., salt, gypsum, coal, lumber, asphalt, clay, paper and caustic soda) The water products businesses provide a wide range of treatment systems for potable and processed water, as well as the manufacture and sale of water processing equipment for residential, commercial, industrial and municipal use.
The technology systems business designs and builds innovative robotic systems and laboratory devices used by pharmaceutical and biotech companies and academic research laboratories.
The component parts business manufactures component parts primarily used in heat transfer, fluid, gas or other transmission applications.

The markets for these four businesses are located principally in the United States with operations also in Canada, Mexico, Dubai and throughout Europe, including Belgium, Denmark, France, Germany, Spain and the United Kingdom.

Consolidation

The consolidated financial statements include the accounts of the Company and those of its wholly and majority owned subsidiaries of which the Company has control. The equity attributable to non-controlling interests in subsidiaries is shown separately in the accompanying Consolidated Balance Sheet. Losses attributed to non-controlling interests are allocated to non-controlling interest even if the attribution results in a deficit non-controlling interest All significant intercompany accounts and transactions have been eliminated in consolidation.

Investment activities

On 10 December 2018, the Company acquired 85% of Brazeway Holdings, LLC's common units. Brazeway is a leading designer and manufacturer of critical aluminium components serving global original equipment manufacturer in the HVAC, refrigeration, automotive and energy industries. The business combination was accounted for under the purchase method whereby the assets acquired, and the liabilities assumed were recorded at their fair values as of the acquisition date.
The consideration paid was $210.9 and was financed through a working capital line of credit of $70 million and $140.9 million from available cash. The Company recorded $102 million of goodwill in connection with the acquisition

Cadence, Inc. (Cadence) manufactures high-precision cutting and piercing instruments for medical, scientific and industrial applications. In April and May 2017, the Company purchased an additional 10.8% of the outstanding common shares of Cadence for $10.6 million. As a result of the transactions, the Company's total ownership percentage of Cadence increased to 48.2% from 37.5%.
On 18 April 2018, Cadence agreed to be acquired by a private equity firm. The Company sold its interest in Cadence as part of the sale.

In January 2018, the Company invested $ 33,1 million in Tratamientos de agua VDF (VDF), for a 50% interest. The Company designs and manufactures water treatment solutions for homes and businesses. The difference between the total acquisition cost and the underlying equity in net assets of $ 13,1 million was allocated to the various assets and liabilities based on their respective fair values, with amortization recorder over the the useful lives of the assets or liabilities that gave risen to the difference.

In January 2017, the Company made a capital contribution of $0.4 million to Decisyon Inc. ("Decisyon") bringing the Company's total ownership to 73%. In July 2017, Decisyon raised additional capital from outside investors diluting the Company's interest to 20%. The investment in Decisyon was written down to zero at year-end 2017. While we had a 20% interest, our basis had been written off. In 2018, we sold our shares for $1.

Since November 2011, the Company owns a minority stake in ConforMIS, Inc. ("ConforMIS"). ConforMIS is a medical device company that has developed a full range of minimally invasive, patient specific implants for the treatment of early, moderate and late stage arthritis of the knee. In July 2015, ConforMIS completed its initial public offering at a price of $15.00 per share. Given that a readily available market price was now present, the Company elected to account for its interest in ConforMIS as an available for sale security. The Company will fair value its interest using quoted market prices. Any unrealized gain or losses will be reflected in other comprehensive income As of 31 December 2018, the Company's ownership in ConforMIS is 1,4%. The investment is available for sale.

Credit facilities
The Company's subsidiary and the Company's Canadian Subsidiary (Kildair) are borrowers under an amended and restated revolving credit agreement that matures on April 27, 2021 (the "Credit Facility"). Obligations under the Credit Facility are secured by substantially all of the assets of the Company's subsidiary and the Company's Canadian subsidiary.

As of 31 December 2018, the revolving credit facilities under the Credit Facility contained, among other items, the following:

- A U.S. dollar revolving working capital facility of up to $950 million, subject to the Company's subsidiary's borrowing base limits, to be used by the Company's subsidiary for working capital loans and letter of credit;
- A multicurrency revolving working capital facility of up to $100 million, subject to the Company's Canadian subsidiary's borrowing base limits, to be used for working capital loans and letters of credit;
- Revolving acquisition facility of up to $550 million, subject to the Company's subsidiary's acquisition facility borrowing base limits, to be used for loans and letters of credit to fund capital expenditures and acquisitions and other general corporate purposes related to the Company's subsidiary's current businesses, and
- Subject to certain conditions including the receipt of additional commitments from lenders, the ability to increase U.S. dollar or revolving working capital facility by $250 million and the multicurrency revolving working capital facility by $220 million subject to a maximum increase for both facilities of $270 million in the aggregate. Additionally, subject to certain conditions, the revolving acquisition facility may be increased by $200 million

On 26 August 2016, the Company's subsidiary had entered into a Credit and Security Agreement (the Agreement) with KeyBank National Association, (KeyBank). That Agreement provided for an initial available commitment of $40.0 million. On 18 January 2018, the Company's subsidiary entered into a second amendment which provided for an increased commitment of $85 million, with an additional $40 million available under an accordion based facility ($.125 Million Revolver). The maturity date of the facility was 17 January 2023.

The Company's subsidiary has a working capital line of credit with a bank dated 10 December 2018. The line allow for maximum borrowings of up to $100 million and is due on 10 December 2021. The agreement allows for both prime rate based borrowings and LIBOR rate based borrowings.

Risk related to our business
The material risks faced by the Company are the wide variety of financial, economic, operational, and regulatory risks that are inherent to its energy distribution and materials handling subsidiary.

The Company has a comprehensive risk management policy that is intended to mitigate financial, trading, credit, and health, safety and environmental risks. The Company has designated a Chief Risk Officer and has in a place a risk management committee to formally monitor the company's activities and to ensure it operates within the parameters of the risk policy. In addition, the risk group is independently audited by the Company's bank syndicate on an annual basis to ensure adherence to the policy.

While the Company believes it has in place effective controls to mitigate material risks, if any of the adverse events delineated were to occur there could be a material impact to the operations

or financial results. The Company's risk appetite relating to material risks and uncertainties is low. The Company assessed the financial impact in case the material risks materialized to be high. Furthermore, management is continuously aiming to improve the Company's risk management system. The risk factors are described in detail in the Sprague Resources LP 2017 Form 10-K filed with the U.S. Securities and Exchange Commission, a copy of which is accessible via https://www.sec.report/CIK/0001525287/

Summary of financial risks

The Company utilizes derivative instruments consisting of future contracts, forward contracts, swaps, options and other derivatives individually or in combination to mitigate its exposure to fluctuations in prices of refined petroleum products and natural gas. On a selective basis and within the Company's risk management guidelines, the Company utilizes future contracts, forward contracts, swaps, options and other derivatives to generate profits from changes in market prices. The Company enters into some master netting arrangements to mitigate credit risk with significant counterparties. Master netting arrangements are standardized contracts that govern all specified transactions with the same counterparty and allow the Company to terminate all contracts upon occurrence of certain events, such as counterparty's default.

The Company has elected not to offset the fair value of its derivatives, even where these arrangements provide the right to do so.

The Company manages its exposure to variable LIBOR borrowings by using interest rate swaps to convert a portion of its variable rate debt to fixed rates.

The Company manages the risk of market fluctuations in the price and transportation costs of its commodities through the use of derivatives instruments The Company has a number of financial instruments that are potentially at risk including cash and cash equivalents, receivables and derivative contracts The Company's primary exposure is credit risk related to its receivables and counterparty performance risk related to their fair value of derivative assets, which is the loss that may result from a customer's or counterparty's non-performance.

The Company uses credit policies to control credit risk, including utilizing an established credit approval process, monitoring customer and counterparty limits, employing credit mitigation The Company believes that its counterparties will be able to satisfy their contractual obligations. Credit risk is limited by the large number of customers and counterparties comprising the Company's business and their dispersion across different industries. Warranties on manufactured products are generally one year from the date of installation or shipment as applicable. The Company provides for an estimated amount of product warranty costs, which is included in current and non-current accrued liabilities, at the time when revenue is recognized.

Summary of commercial risks

A significant decrease in demand for refined products, natural gas or our materials handling services in the areas we serve would adversely affect our business, financial condition, results of operations and ability to make quarterly distributions to unitholders. Factors that could lead to a decrease in market demand for refined products or naturel gas include:

* Recession or other adverse economic conditions;
* Unseasonably warm temperatures which would negatively impact demand for natural gas and refined products;
* High prices caused by an increase in the market price of refined products or natural gas, higher fuel taxes or other governmental or regulatory actions that increase, directly or indirectly, the cost of gasoline or other refined products or natural gas;

* Increased conservation, technological advances and the availability of alternative energy, whether as a result of industry changes, governmental or regulatory actions or otherwise. For example, energy efficiency measures, including the installation of improved insulation and the development of more efficient furnaces and other heating devices and increased use of fuel efficient motor vehicles, have adversely affected demand for some of our products, particularly home heating oil and residual fuel oil, and
* Conversion from consumption of heating oil or residual fuel oil to natural gas as such switching and conversions could reduce our sales of heating oil and residual fuel oil.

Our business is seasonal and generally our financial results are lower in the second and third quarters of the calendar year, which may result in our need to borrow money in order to make quarterly distributions to our unitholders during these quarters.

Restrictions in our credit agreement could adversely affect our business, financial condition, results of operations and ability to make quarterly distributions to unitholders as well as the value of our common units.

Results
The net asset value of the Company as at 31 December 2018 amounts to -/- $186,728,310 (2017: -/- $249,477,654). The result for the year amounts to a profit of $45,775,915 (2017: loss $32,452,256), mainly caused by the results (gain) on the sale of our interest in Cadence Inc The company received proceeds of about $90.1 million from the sale of our interest in Cadence Inc. Further, sales increases are reflective on energy prices Sprague's sales for 2018 were $ 3,8 billion compared to $ 2,9 billion in 2017

Revenue from the sale of energy products constitutes the greater part of the Company's sales. The Company's net sales figures, therefore, are highly dependent on fluctuations in oil and natural gas prices, and can vary materially from one year to the next. Energy price volatility can also have a significant impact on the recorded value of accounts receivable and inventory, as well as the level of utilization of the credit facility related to working capital.
As of balance sheet date, the Company was considered a going concern with approximately $149 million in cash available. Regarding cash flows, the cash flows form operations have been consistently positive and the Company and its operating subsidiaries have been able to gain acces to external capital at relatively competitive interest rates. We do continue to make acquisitions as seen on our cash flows used by investing activities

Solvency and liquidity ratios do not give rise to any concerns with respect to the current year and going concern

Management propose to add the result 2018 to the other reserves as reflected in the financial statements of the Company.

Future outlook
The use of derivative instruments with the Company's risk management policy, may, on a limited basis, generate (unrealized) gains or losses. Such losses would not affect future plans of the Company. The Company's long-term perspective allows the Company to do business, and build businesses, in a manner that is consistent with its values. Central to these values is the belief that private business is one of the most powerful forces for change in society today and that sustainable decision making and innovation are keys to our future success. We believe that we have a responsibility to enhance the communities in which we work and that only by safeguarding the resources we employ today, will we be able to continue to build and develop profitable businesses tomorrow.

Today, the Company is still in the early stages of a transition that could see its natural gas business accelerate in importance relative to its oil and materials handling activities. The natural gas business is less asset-intensive than the refined products business, relying instead on a complex mix of logistical and risk-management expertise Management believes that this development improves sustainability and growth of the Company.

Furthermore, the water products business seeks to successfully position itself for the growing market demand brought on by increasing environmental awareness and the challenge of securing clean and safe water. There are no reasons to believe that these effects would have a negative impact on turnover and earning power.

Subsequent events

The Company has evaluated subsequent events through December 2019, which is the date the financial statements were available to be issued; other than the events described in the following paragraphs, there were no material subsequent events to report.

Cash distributions

The Company's subsidiary Sprague Resources' partnership agreement sets forth the calculation to be used to determine the amount and priority of cash distributions that the common and subordinated unitholders will receive.

On 23 January 2019, and 26 April 2019, Sprague Resources declared quarterly cash distributions of $0.6675 per unit, respectively. The quarterly cash distribution for the three months ended 31 December 2018 was paid on 13 February 2019 to unitholders of record on 8 February 2019. The 26 April 2019 dividend was paid on 14 May 2019 to unitholders of record on 7 May 2019

On 25 July 2019, Sprague Resources declared a cash distribution for the three month ended 30 June 2019, of $0.6675 per unit. Such distribution was paid on 12 August 2019, to unitholders of record on 5 August 2019.

On 25 October 2019, Sprague Resources declared a cash distribution for the three month ended 30 September 2019 of $ 0.6675 per unit. Such distribution was paid on 12 November 2019 to unitholders of record in 5 November 2019.

Gender equality

Currently, since incorporation in 2009, all members of the board of directors of the Company are male. There have been no vacancies since incorporation. Consequently, the Company was not able to appoint any female directors to fulfil its governance requirements under Dutch law

We kindly request you to approve the annual accounts as of 31 December 2018 as presented to you and give us discharge for the execution of our mandate during the period under review

Haarlem, 12 December 2019

Göran Ennerfelt　　　　Arie Bouman

FINANCIAL STATEMENTS 2018

1. CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2018

ASSETS		31 December 2018		31 December 2017	
		USD	USD	USD	USD
FIXED ASSETS					
Intangible fixed assets	(1)	279.840.757		185.407.471	
Tangible fixed assets	(2)	443.495.098		394.622.301	
Financial fixed assets	(3)	90.622.000		102.512.000	
Fair value of derivative assets	(10)	12 344.000		7 493.000	
			826.301.855		690.034.772
CURRENT ASSETS					
Inventories	(4)		319.454.000		374.073.000
Trade and other receivables	(5)				
Fair value of derivative assets	(10)	153.784.000		107.254.000	
Trade receivables		366.250.000		359.830.000	
Other receivables, prepayments and accrued income		31.491.000		54.044.000	
			551.525.000		521.128 000
Cash and cash equivalents			156 528.759		198.283.499
			1.853.809.614		1.783.519.271

LIABILITIES		31 December 2018 USD	USD	31 December 2017 USD	USD
EQUITY	(6)				
Shareholders' equity		-391.372.311		-432.920.654	
Minority interests in group equity		204.644.000		183.443.000	
Group equity			-186.728.311		-249.477.654
PROVISIONS	(7)				
Pensions			48.264.000		48.528.000
NON-CURRENT LIABILITIES	(8)				
Debts to credit institutions		661.047.000		499.803.000	
Debts to affiliated companies		552.638.924		654.638.924	
Fair value of derivative liabilities	(10)	12.015 000		8.265 000	
Other liabilities		55.205.000		63.052.000	
			1.280.905.924		1.225.758.924
CURRENT LIABILITIES	(9)				
Current portion of non-current liabilities		162.985 000		282.204.000	
Debts to affiliated companies		102.000.000		-	
Fair value of derivative liabilities	(10)	90.151.000		156.763.000	
Other liabilities, Accruals and deferred income		356.232.000		319.743.001	
			711.368.000		758.710.001
			1.853.809.614		1.783.519.271

2 CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2018

		2018	2017
		USD	USD
Net turnover	(11)	4.064.997.000	3.099.940.000
Cost of sales		-3.615.952.000	-2.732.250.000
Gross margin on turnover		449.045.000	367.690.000
Wages, salaries and pension costs		128.750.000	122.429.000
Social security expenses		12 035.000	10.674.000
Amortisation on intangible and tangible fixed assets	(12)	72 116.720	64.127.102
Other changes in value of fixed assets		-	-
Other operating expenses		160.174.656	139.133 811
		373.076.376	336 363.913
Operating result		75.968 624	31.326.087
Income from receivables attributable to fixed assets and from investments		-1.896.000	-5.363.000
Interest receivable and similar income		2.356 000	776.000
Interest payable and similar charges		-55.622.709	-42.971.343
		-55.162 709	-47.558.343
Result from ordinary activities before taxation		20.805.915	-16.232.256
Taxation on result on ordinary activities activities	(13)	-12.506.000	-8.352.000
		8.299.915	-24.584.256
Share in results of participating interests		67.109.000	-779.000
Result after taxation		75.408.915	-25.363.256
Minority interests in profit and loss		-29.633.000	-7.089.000
NET RESULT		45.775.915	-32.452.256

3 CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018

The cash flow statement has been prepared using the indirect method.

	31 December 2017		31 December 2016	
	USD	USD	USD	USD
Cash flow from operating activities				
Result after taxation	45.775 915		-32.452.256	
Adjusted for:				
Amortisation on intangible and tangible fixed assets	72.116.720		64.127.102	
Revaluation reserves	-253.572		1.884 000	
Currency translation results	-2.065.000		1.621.300	
Changes in provisions	-264 000		-798.000	
Changes in inventories	54.619.000		-28 330 000	
Changes in current receivables	-30.397.000		-145.225.000	
Changes in current liabilities	71 876.997		51.601.001	
Cash flow from operating activities		211.409.060		-87.571.853
Cash flow from investing activities				
Investments in intangible fixed assets	-138.804.115		-113.930.418	
Investments in tangible fixed assets	-91.422 920		-165.548.795	
Divestments in intangible fixed assets	13.000		440.484	
Divestments in tangible fixed assets	340.161		-587.521	
Revaluations in intangible fixed assets	-137 123		-30.454	
Revaluations in tangible fixed assets	14.588 197		42.622.732	
Changes in fair value derivative	-4.851 000		-7.493 000	
Changes in participating interests	12.448.000		-3.130 000	
Changes in deferred taxes	2.643.000		9.144.000	
Changes in other investments	-3.201.000		-3.858.000	
Cash flow from investing activities		-208.383.800		-242.370.972
Cash flow from financing activities				
Other changes in other reserves	-1 908.999		430.000	
Changes in non-current liabilities	-64.072.000		293 884.000	
Changes in minority interests	21.201.000		8.114.000	
Cash flow from financing activities		-44.779.999		302.428.000
Changes in cash and cash equivalents		-41.754 740		-27.514.825
Cash and cash equivalents as at 1 January		198.283.499		225.798.324
Cash and cash equivalents as at 31 December		156.528.759		198.283.499
Changes in cash and cash equivalents		-41.754.740		-27.514.825

4 NOTES TO THE 2018 CONSOLIDATED FINANCIAL STATEMENTS

General

Lexa Holding B.V., domiciled in Amsterdam, The Netherlands, is a private limited liability company. The principal activity of the company is to act as a finance and holding company. The company was incorporated on 6 November 2009.
The Company is registered with the Chamber of Commerce under number 34364003.

The activities of consolidated subsidiaries are:

- holding and financing activities;
- environmental and water products and services;
- energy distribution (marketing and trading);
- materials handling.

The financial statements have been prepared in accordance with Title 9 book 2 of the Netherlands Civil Code (BW).

The principals adopted for the valuation of assets and liabilities and determination of the result are based on the historical cost convention. Unless stated otherwise, assets and liabilities are stated at face value

The reported currency is the US Dollar (USD). All amounts are stated in dollars, unless stated otherwise.

Application of Section 402, book 2 of the Netherlands Civil Code (BW)

The financial information of the company is included in the consolidated financial statements.
For this reason, in accordance with Section 402, book 2 of the Netherlands Civil Code, the profit and loss account of the company exclusively states the share in the result after taxation of companies in which participating interests are held and the general result after taxation.

Principles of consolidation

All intercompany balances and transactions are eliminated in consolidation in accordance with uniform policies and on the basis of full consolidation. The consolidated financial statements include the financial statement of the company and group companies

Group companies are companies forming part of economic entity of Lexa Holding B.V. in which the parent company owns directly or indirectly more than 50% of the votes, or otherwise has decisive influence through control over financial and corporate policy.

The following group companies are included in the consolidated financial statements:

Consolidated participations:

Name	Location	Share in issued capital %
Lexa International Corporation	Stamford, USA	100,00
- Axel Johnson Inc.	Stamford, USA	100,00
- - Sprague Resources Holdings LLC	Portsmouth, USA	100,00
- - - Sprague Resources GP LLC	Portsmouth, USA	100,00
- - - Sprague Resources LP	Portsmouth, USA	53,68
- - - - Sprague Operating Resources LLC	Portsmouth, USA	100,00
- - - - - Sprague Energy Solutions Inc.	Portsmouth, USA	100,00
- - - - - Sprague Natural Gas LLC	Portsmouth, USA	100,00
- - - - - Coen Energy LLC	Washington, USA	100,00

Name	Location	Share in issued capital
----- Coen Transport LLC	Washington, USA	100,00
---- Sprague Resources Finance Corp.	Portsmouth, USA	100,00
----- Sprague Co-op Member LLC	Portsmouth, USA	100,00
------ Kildair Service ULC	Quebec, Canada	100,00
------- Sprague Resources Canada ULC	Quebec, Canada	100,00
-------- Wintergreen Transport Corporation Ltee	Quebec, Canada	100,00
----- Sprague Connecticut Properties LLC	Portsmouth, USA	100,00
----- Sprague Terminal Services LLC	Portsmouth, USA	100,00
--- Sprague International Properties LLC	Portsmouth, USA	100,00
---- Sprague Massachusetts Properties LLC	Everett, USA	100,00
-- Axwater LLC	Stamford, USA	100,00
--- Parkson Corporation	Lauderdale, USA	100,00
---- Meurer Research Inc.	Golden, USA	100,00
---- Parkson de Mexico S.A de C.V.	San Diego, Mexico	100,00
--- Kinetico Incorporated	Newbury, USA	100,00
---- Nimbus Water Systems	Temecula, USA	100,00
---- Selecto Incorporated	Suwanee, USA	100,00
---- Kinetico Canada Incorporated	Caledon, Canada	100,00
---- Kinetico Germany GmbH	Hoher-Grenzhausen, Germany	100,00
---- Kinetico UK Holdings Limited	Park Gate, England	100,00
----- Kinetico Spain S.L.	Madrid, Spain	100,00
----- Kinetico Belgium Holdings NV	Herk-de-Stad, Belgium	100,00
------ Aqua Clean BVBA	Herk-de-Stad, Belgium	100,00
------ Aquacare Belgium - Production and Promotion Co. NV	Herk-de-Stad, Belgium	100,00
------- Aquacare International NV	Herk-de-Stad, Belgium	100,00
----- Kinetico UK Limited	Park Gate, England	100,00
---- Kinetico Europe ApS	Koge, Denmark	100,00
----- Kinetico Denmark ApS	Koge, Denmark	100,00
----- Kinetico France SARL	Gutenberg, France	100,00
-- *Mountain Lumber Company*	Ruckersville, USA	69,80
-- Dexter 1994 LLC	Stamford, USA	100,00
-- HighRes Biosolutions Inc.	Woburn, USA	85,50
--- HighRes Biosolutions Ltd.	Manchester, UK	100,00
-- CanadAx Holdings Inc.	Ontario, Canada	100,00
-- Brazeway Holdings, LLC	Adrian, USA	85,00
--- Brazeway, LLC	Adrian, USA	100,00
---- Brazeway Enterprises, LLC	Adrian, USA	100,00
---- Brazeway Mexico, S De R.L. De C.V	Cienega de Flores, Mexico	100,00

Non consolidated participations:

Name	Location	Share in issued capital %
ConforMIS	Burlington, MA, USA	1,40%
Walk2Campus Holdings LLC	Farmville, VA, USA	48,50%
Skjodt-Barrett Foods Inc.	Brampton, Canada	37,30%
Tratamientos De Agua VDF, SL	Barcelona, Spain	50,00%

Foreign currencies

Unless indicated otherwise, assets and liabilities in foreign currencies are translated into USD at their exchange rate prevailing on the balance sheet date. Results in foreign currencies have been converted into US Dollar using the average exchange rate. The resulting translation differences are directly included in equity.

Intangible fixed assets
Intangible fixed assets are stated at cost less accumulated depreciation. Depreciation is recognised in profit and loss on a straight line basis over the estimated useful life. Write downs are carried out in the event of a permanent diminution of value

Depreciation

The following rates of depreciation are applied:	%
Concessions, licenses and intellectual property rights	5 to 20
Goodwill	10

Tangible fixed assets
Tangible fixed assets are stated at cost less accumulated depreciation. Depreciation is recognised in profit and loss on a straight line basis over the estimated useful life. Write downs are carried out in the event of a permanent diminution of value.

Depreciation

The following rates of depreciation are applied.	%
Land and buildings	2,5 to 100
Machinery and equipment	3 to 20
Under construction	0
Other fixed assets	10 to 33

Financial fixed assets
Shareholdings in associated companies in which the Group has a minimum of 20 per cent and a maximum of 50 per cent of the votes or in some other way has a significant influence over operational and financial control, are normally reported using the equity method. The equity method entails that the Group's book value of the shares in associated companies is equivalent to the Group's share of equity in the associated companies, as well as any residual values in Group surpluses or deficits. In the consolidated income statement, the Group's share of associated companies' income after financial items, adjusted for any depreciation of or dissolutions of acquired surplus or deficit values, is reported as "Share in result associated company". The Group's share of associated companies' reported taxes is included in the Group's tax expense.

Participating interests where no significant influence is exercised are stated at cost less any accumulated impairment losses Dividends are accounted for when received.

Other financial fixed assets are stated at cost or lower fair value.

Inventories
Inventories are stated at the lower of their acquisition cost and fair value in accordance with the first in, first out principle. Inventories consist primarily of energy related products including petroleum, natural gas and coal. Substantially all energy inventory is hedged with future and swaps.

Receivables
Receivables are stated at the amounts at which they are expected to be received based on an individual valuation.

Cash and cash equivalents
As of 31 December 2018 and 2017, the restricted cash of $ 4,1 million and $ 3,0 million respectively, are certificate of deposits set aside primarily as collateral for letters of credit.

Provisions
A provision is formed for liabilities if it is probable that they will have to be settled and the amount of the liability can be reliably estimated. The amount of the provision is determined based on a best estimate of the amounts required to settle the liabilities and losses concerned at the balance sheet date. Provisions are carried at non-discounted value,

with the exception of the provisions carried at discounted value if the effect of the time value is material

Pensions
In accordance with RJ 271.101 Lexa Holding B.V elected to apply for US-GAAP for the pension plans.
Contributions payable to the pension plan administrator are recognised as an expense in the profit and loss account. Contributions payable or prepaid contributions as at year-end are recognised under accruals and deferred income, and prepayments and accrued income, respectively
A provision is formed for liabilities other than the contributions payable to the pension plan administrator if, as at the balance sheet date, the group has a legal or constructive obligation towards the pension plan administrator and/or to its own employees, if it is probable that settlement of these liabilities will entail an outflow of resources and if a reliable estimate can be made of the amount of the liabilities. The provision for additional liabilities to the pension plan administrator and/or the employees is based on a best estimate of the amounts required to settle these liabilities concerned at the balance sheet date. The provision is carried at present value if the effect of the time value of money is material (with the discount rate before taxation reflecting the current market rate).

A pension receivable in respect of surpluses available at the pension plan administrator is recognised if the group controls the surplus, if it is probable that it yields future economic benefits for the group and if it can be reliably determined. A pension surplus is calculated using the same method used for provisions.

Pension and postretirement health care and life insurance benefits earned during the year, as well as interest on projected benefit obligations, are accrued currently. Prior service costs and credits resulting from changes in plan benefits are amortized over the average remaining service period of employees expected to receive benefits. Curtailment gains and losses are recognized as incurred. Settlement gains and losses are recognized when significant pension obligations are settled and the gain or loss is determinable. The Company's policy is to fund, at a minimum, amounts necessary to provide assets sufficient to meet the benefits to be paid to plan members in accordance with the relevant regulatory requirements governing such plans.

Classification of equity and liabilities
A financial instrument or its separate components are classified in the consolidated financial statements as liability or as equity in accordance with the substance of the contractual agreement underlying the financial instrument.
In the company financial statements, a financial instrument is classified in accordance with the legal reality.
Interest, dividends, gains and losses relating to a financial instrument, or part of a financial instrument, are included in the financial statements in accordance with the classification of the financial instrument as liability or equity.

Financial liabilities
When financial liabilities are recognised initially, they are measured at fair value, plus, in the case of financial liabilities not classified at fair value through profit or loss, directly attributable transaction costs.

After initial measurement, other financial liabilities are carried at amortised cost using the effective interest method

Gains or losses are recognised in the profit and loss account when the liabilities are derecognised, as well as through the amortisation process.

Derivatives and hedge accounting

Commodity derivatives
The Company utilizes derivative instruments consisting of future contracts, forward contracts, swaps, options and other derivatives individually or in combination, to mitigate its exposures to fluctuations in prices of refined petroleum products and natural gas. On a limited basis, and within the Company's risk management guidelines, the Company utilizes future contracts, forward contracts, swaps, options and other derivatives to generate profits from changes in market prices. The Company enters in futures and over-the-counter ("OTC") transactions either on regulated exchanges or in the OTC market. Futures contracts are exchange-traded contractual commitments to either receive or deliver a standard amount or value of a commodity at a specified future date and price, with some futures contracts based on cash settlement rather than a delivery requirement. Future exchanges typically require investors to provide margin deposits as security
OTC contracts, which may or may not require margin deposits as security, involve parties that have agreed, either to exchange cash payments or deliver or receive the underlying commodity at a specified future date and price. The Company posts initial margin with futures transaction brokers,

along with variation margin, which is paid or received on a daily basis, and is included in other current assets in the Consolidated Balance Sheets. In addition, the Company may either pay or receive margin based upon exposure with counterparties. Payments made by the Company are included in other current assets, whereas payments received by the Company are included in accrued liabilities in the Consolidated Balance Sheets. Substantially all of the Company's commodity derivative contracts outstanding as of December 31, 2018 will settle prior to June 30, 2020.

The Company enters into some master netting arrangements to mitigate credit risk with significant counterparties. Master netting arrangements are standardized contracts that govern all specified transactions with the same counterparty and allow the Company to terminate all contracts upon occurrence of certain events, such as counterparty's default. The Company has elected not to offset the fair value of its derivatives, even where these arrangements provide the right to do so.

The Company's commodity derivative instruments are recorded at fair value, with changes in fair value recognized in earnings each period. The Company's fair value measurements are determined using the market approach and include non-performance risk and time value of money considerations. Counterparty credit is considered for receivable balances, and the Company's credit is considered for payable balances.

The Company does not offset fair value amounts recognized for the right to reclaim cash collateral (a receivable) or the obligation to return cash collateral (a payable) against the fail value of derivative instruments executed with the same counterparty under the same master netting arrangement. The Company had no right to reclaim or obligation to return cash collateral as 31 December 2018 or 2017.

Interest rate derivatives

The company manages its exposure to variable LIBOR borrowings by using interest rate swaps to convert a portion of its variable rate debt to fixed rates. These interest rate swaps are designated as cash flow hedges. The effective portion of changes in fair value of the swaps are included as a component of equity (revaluation reserve), net of tax, in the Consolidated Balance Sheets, respectively.

Any ineffectiveness is recorded as interest expense in the Consolidated Profit and loss account. Counterparties to the Company's interest rate swaps are large multinational banks and the Company does not believe there is a material risk of counterparty non-performance.

To designate a derivative as a cash flow hedge, the Company documents at inception the assessment that the derivative will be highly effective in offsetting expected changes in cash flows from the item hedged. The assessment, updated at least quarterly, is based on the most recent relevant historical correlation between the derivative and the item hedged. If during the term of the derivative, the hedge is found to be less than highly effective, hedge accounting is prospectively discontinued and the remaining gains and losses are reclassified to earnings in the current period.

<u>Leasing</u>

Assessing whether an agreement contains a lease is based on the substance at the inception date of the agreement. The agreement is regarded as a lease if the fulfilment of the agreement depends on the use of a specific asset, or on whether the lease contains the right of use of a specific asset.

Under finance leases (with the risks and rewards of ownership of the lease transferred substantially to the lessee), at the inception of the lease, the lease property and related liability are carried at the lower of the fair value of the lease property at the inception of the lease and the present value of the minimum lease payments. The lease is initially recognised includin; the initial direct costs incurred by the lessee. Lease payments are apportioned between the interest expense and repayment of the remaining balance of the liability, with the remaining balance of the net liability bearing a constant rate of interest.

The capitalised lease property is depreciated over the shorter of the term of the lease and the useful economic life of the property, if there is no reasonable certainty as to whether ownership of the property is transferred to the lessee at the end of the term of the lease.

<u>Income</u>

<u>General</u>

Net turnover represents the proceeds from the supply of goods and services, net of VAT, discounts, etc.

Sale of Goods
Income from the sale of goods is recognised in the profit and loss account once all the major rights to economic benefits significant risks relating to the goods have been transferred to the buyer, the income can be reliably measured and the income is probable to be received.

Services
If the result of a transaction relating to a service can be reliably estimated and the income is probable to be received, the income relating to that service is recognised in proportion to the service delivered.

Interest
Interest income is recognised pro rata in the profit and loss account, taking into account the effective interest rate for the asset concerned, provided the income can be measured and the income is probable to be received

Intercompany transactions
Results on transactions with and between group companies are eliminated in full Results on transactions with and between participating interests carried at net asset value are recognised proportionally. Results on transactions with and between participating interests carried at cost are recognised in full, unless they have not been realised in substance.

Expenses

General
Expenses are determined with due observance of the aforementioned accounting policies and allocated to the financial year to which they relate. Foreseeable and other obligations as well as potential losses arising before the financial year-end are recognised if they are known before the financial statements are prepared and provided all other conditions for forming provisions are met.

Interest
Interest is allocated to successive financial reporting periods in proportion to the outstanding principal. Premiums and discounts, are treated as annual interest charges so that the effective interest rate, together with the interest payable on the loan, is recognised in the profit and loss account, with the amortised cost of the liabilities being recognised in the balance sheet. Period interest charges and similar charges are recognised in the year in which they fall due.

Recognition of income
Income and expenses, including taxation, are recognized and reported on accrual basis.

Corporate income tax
Corporate income tax expense comprises current and deferred tax. Corporate income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

A deferred tax asset is recognised to the extent that it is likely that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer likely that the related tax benefit will be realised.

Investments

Brazeway
On 10 December 2018, the Company acquired 85% of Brazeway Holdings, LLC's (Brazeway) common units from 3 SH, Inc. Brazeway is a leading designer and manufacturer of critical aluminium components serving global original equipment manufacturer in the HVAC, refrigeration, automotive and energy industries

The business combination was accounted for under the purchase method whereby the assets acquired and the liabilities assumed were recorded at their fair values as of the acquisition date.
The consideration paid was $ 210,9 million and was financed through a working capital line of credit of $ 70,0 million and $ 140,9 million from available cash.

The following table summarizes the preliminary fair values of the assets acquired and liabilities assumed at the acquisition date:

	$ 1.000
Cash	715
Accounts receivable	43.078
Inventories	20.212
Prepaid expenses and other current assets	7.968
Property and equipment	51.677
Intangibles	35.300
Total identifiable assets acquired	158.950
Accounts payable and other liabilities	25.154
Total liabilities acquired	
Net identifiable assets acquired	133.796
Goodwill	101.993
Noncontrolling interest	-24.868
Net assets acquired	210.921

The generated goodwill is a result of the expectation the Company will be able to grow the business by benefiting from the global expansion of the current product platforms. The goodwill is expected to be deductible for tax purposes.

Nimbus Water Systems
On 2 November 2017, the Company acquired Nimbus Water Systems. The total purchase price, including cash, was $ 3,2 million. The purchase was funded by a $ 3,0 million draw from the Company's $ 40 million Revolver. The allocation of the total acquisition cost of $ 3,2 million was allocated to the various assets and liabilities based on their respective fair values. The Company recorded $ 2,3 million of goodwill in connection with the acquisition.

Coen Energy
On 1 October 2017, the Company purchased the membership interests of Coen Energy, LLC and Coen Transport, LLC, as well as assets consisting of four bulk plants and underlying real estate (collectively, Coen Energy)
Initial cash consideration, not including the purchase of inventory and other adjustments, was $ 35,3 million in cash which was financed with borrowings under the Credit Facility . In addition, contingent consideration of up to $12 million is payable based on achieving certain economic performance measures during the three-year period ending 30 September 2020. The Company has estimated the fair value of the contingent consideration to be $ 9,6 million as of the date of the acquisition resulting in total consideration of $ 44,9 million.
Financial Instruments and Off-Balance Sheet Risk, for additional information regarding the Company's contingent consideration obligation.

Coen Energy, located in Washington, PA, currently provides energy products and complimentary energy field services to over 7.000 energy field services, commercial, and residential customers located in Pennsylvania, Ohio and West Virginia. The Coen Energy business provides, among other things, fuel sales, delivery and related services supporting Marcellus and Utica shale drilling activity. The Coen Energy business is supported by four in-land bulk plants, two throughput locations, approximately 100 delivery vehicles and approximately 250 employees.

The following table summarizes the preliminary fair values of the assets acquired and liabilities assumed at the acquisition date:

	$ 1.000
Inventory	567
Other current assets	115
Property, plant and equipment	12.972
Intangibles	18.375
Total identifiable assets acquired	32.029
Other liabilities	256
Total liabilities acquired	
Net identifiable assets acquired	31 773
Goodwill	13.095
Purchase price paid	44.868

The goodwill recognized is primarily attributable to Coen's reputation in its geographic market area, the in-place workforce and the residual cash flow the Company believes that it will be able to generate. The goodwill is expected to be deductible for tax purposes.

Carbo Terminals
On 18 April 2017, the Company acquired substantially all of the assets of Carbo Industries, Inc. and certain of its affiliates (together Carbo) by purchasing Carbo's Inwood and Lawrence, New York refined product terminal assets and its associated wholesale distribution business. The fair value of the consideration totaled $ 72,0 million and consisted of $ 13,3 million in cash that was financed through borrowings under the Credit Facility, an obligation to pay $38.2 million over a ten-year period estimated net present value of $27 3 million) and $31.4 million in unregistered Sprague Resources common units. The Carbo terminals have a combined gasoline, ethanol and distillate storage capacity of 174,000 barrels and are supplied primarily by pipeline with the ability to also accept product deliveries by barge and truck.

The following table summarizes the fair values of the assets acquired and liabilities assumed at the acquisitio

	$ 1.000
Inventory	3.220
Derivative assets and other assets	111
Property, plant and equipment	22.995
Intangibles	29.000
Total identifiable assets acquired	55.326
Other liabilities	188
Total liabilities acquired	
Net identifiable assets acquired	55.138
Goodwill	16.718
Purchase price paid	71.856

The goodwill recognized is primarily attributable to Carbo's reputation in the New York City area, the in- place workforce and the residual cash flow the Company believes that it will be able to generate. The goodwill is expected to be deductible for tax purposes.

Capital Terminal
On 10 February 2017, the Company purchased the East Providence, Rhode Island refined product terminal business of Capital Properties Inc. (the Capital Terminal). Consideration paid was $ 22,0 million and was financed with borrowings under the Credit Facility. The terminal's distillate storage capacity of .0 million barrels had been leased by the Company since April 2014 and was previously included in the Company's total storage capacity.

The following table summarizes the fair values of the assets acquired and liabilities assumed at the acquisitio

	$ 1.000
Property, plant and equipment	21.960
Other liabilities	22
Net assets acquired	21.938

Meurer Research, Inc.
On 1 April 2017, the Company purchased all of the outstanding shares of Meurer Research, Inc. (MRI). MRI is a leading provider of plate packs and sludge collection system which is based in Golden, Colorado.

The following table summarizes the fair values of the assets acquired and liabilities assumed at the acquisition date:

	$ 1.000
Accounts receivable	4.601
Inventory	1.184
Property, plant and equipment	1 256
Other assets	267
Deferred taxes	173
Total identifiable assets acquired	7.481
Other liabilities	3.462
Net identifiable assets acquired	4.019
Goodwill	7.953
Purchase price paid	11.972

Initial cash consideration, net of adjustments, was $10.2 million, paid from available cash. In addition, contingent consideration is payable based on achieving certain economic performance measures during the four-year period ending December 31, 2021. The Company has estimated the fair value of the contingent consideration to be $1 7 million as of the date of the acquisition resulting in total consideration of $ 12,0 million.

Global Natural Gas & Power
On 1 February 2017, the Company purchased the natural gas marketing and electricity brokering business of Global Partners LP (Global Natural Gas & Power) for $ 17,3 million, not including the purchase of natural gas inventory, assumption of derivative assets (liabilities) and other adjustments. Consideration paid was $16.3 million and was financed with borrowings under the Credit Facility. This business markets natural gas and electricity to commercial, industrial, municipal and institutional customer locations in the Northeast United States.

The following table summarizes the fair values of the assets acquired and liabilities assumed at the acquisition date:

	$ 1.000
Inventory	286
Derivative assets	5 873
Natural gas transportation assets	695
Derivative assets (long term)	1 089
Natural gas transportation assets (long term)	378
Intangibles	5.046
Total identifiable assets acquired	13 367
Derivative liabilities	4.865
Natural gas transportation liabilities	465
Derivative liabilities (long term)	1.214
Natural gas transportation liabilities (long term)	162
Total liabilities acquired	6.706
Net identifiable assets acquired	6.661
Goodwill	9.592
Purchase price paid	16.253

The goodwill recognized is primarily attributable to Global Natural Gas & Power's reputation in its market regions, the in-place workforce and the residual cash flow the Company believes that it will be able to generate. The goodwill is expected to be deductible for tax purposes

L.E. Belcher Terminal
On 1 February 2017, the Company purchased the Springfield, Massachusetts refined product terminal assets of Leonard E. Belcher, Incorporated (L.E. Belcher) for approximately $20.0 million, not including the purchase of inventory, assumption of derivative assets (liabilities) and other adjustments. Consideration paid was $ 20,7 million and was financed with borrowings under the Credit Facility. The purchase consists of two pipeline-supplied distillate terminals and one distillate storage facility with a combined capacity of 283.000 barrels, as well as L.E. Belcher's associated wholesale and commercial fuels businesses.

The following table summarizes the fair values of the assets acquired and liabilities assumed at the acquisition date:

	$ 1.000
Inventory	632
Derivative and other current assets	658
Property, plant and equipment	9.152
Intangibles	5 800
Total identifiable assets acquired	16.242
Derivative and other current liabilities	680
Net identifiable assets acquired	15.562
Goodwill	5 081
Purchase price paid	20.643

The goodwill recognized is primarily attributable to LEB's reputation in the Sprngfield, Massachusetts area, the in-place workforce and the residual cash flow the Company believes that it will be able to generate. The goodwill is expected to be deductible for tax purposes.

Selecto Incorporated

On 1 September 2016, the Company acquired 100% of the share capital of Selecto Incorporated. The total purchase price, including cash, was $ 25 million. The purchase price was funded by $ 15 mıllion of operating cash and $ 10 million draw from the $ 40 million Revolver.

The following table summarizes the preliminary fair values of the assets acquired and liabilities assumed at the acquisition date.

	$ 1 000
Cash	563
Accounts receivable	1.910
Inventory	2.269
Other current assets	190
Property and equipment	5.421
Patents, technology, trademarks and tradenames	6.000
Total identifiable assets acquired	16.353
Accounts payable and accrued liabilities	2.304
Debt	430
Deferred tax liability	3.878
Total liabilities assumed	6.612
Net identifiable assets acquired	9.741
Goodwill	15.259
Purchase price paid	25.000

The Company determined the fair value of a building using an appraisal which was based on local market rates. The Company analysis of fair value factors indicated that for substantially all other assets and liabilities that book value approximated fair value.

The goodwill recognized is primarily attributable to the ongoing development of the existing customer network, and Selecto's ability to leverage increasing cash flows with both that network and other emerging market opportunities, which have become open by the acquisition by the Company.

Natural Gas Business of Santa Buckley Energy Inc.

Of 1 February 2016, the Company purchased the natural gas business of Santa Buckley Energy Inc. ("SBE") for $ 17,5 million, not including the purchase of natural gas inventory, utility security deposits and other adjustments. Total consideration at closıng was $ 29,1 million. SBE markets natural gas to commercial, industrial and municipal consumers in the Northeast Unıted States. The acquisition was accounted for as a business combination and was financed with borrowings under the Company's $ 1 billion Revolver The Operations of SBE are included ın the Company's natural gas segment since the acquisition date. The Company recognized less than $ 0,1 million of acquisition related costs that were expensed and are including in selling, general and administrative expense.

The following table summarizes the preliminary fair values of the assets acquired and liabilities assumed at the acquisition date.

	$ 1.000
Derivative assets	22.678
Other current assets and prepaids	2.168
Intangibles and others	6 539
Natural gas transportation assets	8.040
Total identifiable assets acquired	39.425
Accrued liabilities	219
Derivative liabilities	15.007
Natural gas transportation liabilities	2.396
Total liabilities assumed	17.622
Net identifiable assets acquired	21.803
Goodwill	7.262
Purchase price paid	29.065

The goodwill recognized is primarily attributable to SBE's reputation in the Northeast United States and the residual cash flow the Company believes that it will be able to generate.

Tratamientos de Agua VDF

In January 2018, the Company invested $ 33,1 million in Tratamientos de Agua VDF (VDF), for a 50% equity interest. The Company designs and manufactures water treatment solutions for homes and businesses. The difference between the total acquisition cost and the underlying equity in net assets of $ 13,1 million was allocated to the various assets and liabilities based on their respective fair values, with amortization recorded over the useful lives of the assets of liabilities that gave rise to the difference. The Company does not have a controlling interest in VDF and determined that it will be accounting for its interest in VDF under the equity method of accounting, as it has significant influence.

Cadence, Inc.

Cadence, Inc. (Cadence) manufactures high-precision cutting and piercing instruments for medical, scientific and industrial applications. In April and May, the Company purchased an additional 10,8% of the outstanding common shares of Cadence for $ 10,6 million. As a result of the transactions, the Company's total ownership percentage of Cadence increased to 48,2% from 37,5%.

On 18 April 2018, Cadence agreed to be acquired by a private equity firm. The Company sold its interest in Cadence as part of the sale.

ASSETS

FIXED ASSETS

Intangible fixed assets	(1)	Concessions, Licenses	Goodwill	Software	Total
Balance as at 1 January 2018					
Purchase price		190.309.000	138.420.000	25.381.531	354.110.531
Accumulated amortisation		80.606.000	66 028.800	22.068 260	168.703.060
		109.703.000	72.391.200	3.313.271	185.407.471
Changes in book value					
Investments		35 367.000	101.993.000	1.444.115	138.804.115
Revaluations		-	-	90.589	90.589
Currency translation differences			-		-
Accumulated amortisation of revaluations		-	-	46.534	46 534
Divestments		-5.754.000	-	-165.251	-5.919.251
Accumulated amortisation of divestments		- 5.741.000	-	165.251	5.906 251
Amortisation of the year		-17.355.000	-25.960.000	-1.179.952	-44.494.952
		17.999.000	76.033.000	401.286	94.433.286
Balance as at 31 December 2018					
Purchase price		219.922.000	240.413 000	26.750.984	487.085.984
Accumulated amortisation		92.220.000	91.988.800	23.036 427	207.245.227
		127 702.000	148.424.200	3.714 557	279.840.757

Concessions and licenses and related prepayments relate to patents and licences amortised on a straight-line basis over their estimated useful economic lives, as follows:

The Concessions and licenses can be broken down as follows (in thousands):

	Useful Life (years)	Cost	Accumulated amortisation	Net Value
Customer relationships	3-20	114.869	48.570	66.299
Trademark and trade names	15- Indefinite	51.952	24.802	27.150
Non-complete agreements	2-5	11.189	6 102	5 087
Patents and licenses	10-20	38.474	9.906	28.568
Other	3-14	2.852	2.254	598
		219 336	91.634	127.702

Goodwill is amortised on a straight-line basis over the estimated useful economic life of 5 years.

The Company recorded amortisation expense related to deferred debt issuance of S 3,5 million.

Tangible fixed assets (2)	Land and buildings	Machinery and equipment	Under construction	Other fixed assets	Total
Balance as at 1 January 2018					
Purchase price	151.312.060	8 704.057	7.228.127	435 584.250	602.828.494
Accumulated amortisation	25.804.615	2.368.647	2.355	180.030.576	208.206.193
	125.507.445	6.335.410	7.225.772	255.553 674	394.622.301
Changes in book value					
Investments	49.424.793	-	22.623.304	19.374 825	91.422.920
Revaluations	1.200.738	-	-15 734.521	-248.301	-14.782.084
Accumulated amortisation of revaluations	81.635			112.252	193.887
Divestments	-905.049	-	-	-1.922.517	-2.827.566
Accumulated amortisation of divestments	1 049 151	-	-	1.438 254	2 487.405
Amortisation of the year	-4.981.478	-463.045	-	-22.177.244	-27.621.767
	45.869.790	-463.045	6.888.783	-3.422.731	48.872.795
Balance as at 31 December 2018					
Purchase price	201.032.542	8.704.057	14.116.910	452.788.257	676.641.766
Accumulated amortisation	29.655.307	2.831.692	2.355	200.657.314	233.146.668
	171.377.235	5.872.365	14.114.555	252.130.943	443.495.098

The other fixed assets consists of:	31-12-2018	31-12-2017
Furniture and equipment	235.204.425	242.532.565
Office equipment	1.807.848	1.176.114
Computer hardware	2.620.993	2.522.527
Rental equipment	5.817	7.530
Automobiles	12.472.605	9.147.967
Other fixed assets	19.255	166.971
	252.130.943	255.553.674

Financial fixed assets (3)

Other participating interests	67.258.000	79 706.000
Deferred tax assets	1.337 000	3.980.000
Other investments	22.027.000	18.826.000
	90.622.000	102.512.000

See also note 8 for deferred tax assets.

Other participating interests

Cadence	-	34.173.000
ConforMIS	335.000	2.231.000
Walk2Campus	26.918 000	27.439.000
Skjodt-Barrett	14.551 000	15.863.000
VDF (Tratamientos de agua)	25.454.000	-
	67.258.000	79.706.000

	Cadence	ConforMIS	Walk2Campus	Skjodt-Barrett	VDF
Balance as at 1 January 2018	34.173.000	2.231.000	27 439.000	15.863 000	-
Investments	-	-	-	-	33.140.000
Equity income/loss	621.000	-1.896.000	-521.000	-1.312 000	-7.686.000
Dividend	-1.641.000	-	-	-	-
Divestments	-33.153 000				
Balance as at 31 December 2018	-	335.000	26.918.000	14.551.000	25.454.000

Other investments	31-12-2018	31-12-2017
Deferred loan origination fees	8.335.000	11.625.000
Other notes receivable, security deposits	13.692.000	7.201.000
	22.027.000	18 826.000

Under other investments , among other assets, also the participation in Gather GVL, LLC is mentioned Gather GVL, LLC is a small real estate investment, the participating interest is 50%.

CURRENT ASSETS

Inventories (4)

Raw materials and consumables	282 618.000	350.480.000
Work in progress	19.183.000	13 845.000
Stocks	25.115.000	15 811.000
	326.916.000	380.136.000
Less: provision for obsolescence	-7.462.000	-6.063.000
	319.454.000	374.073 000

Trade and other receivables (5)

Fair value of derivative instruments	(10)	153.784.000	107.254.000
Trade receivables		366.250.000	359.830 000
Other receivables, prepayments and accrued income		31.491.000	54.044.000
		551.525.000	521.128.000

Trade receivables		
Accounts receivable, trade	368.936.000	362.235.000
Accounts receivable, other	-	-
	368.936.000	362.235 000
Less: allowances for doubtful accounts	-2.686.000	-2.405.000
	366.250.000	359.830.000

Other receivables, prepayments and Accrued income		
Prepaid expenses	19.416.000	12.236.000
Margin deposits with brokers	827.000	29.319.000
Natural gas transportation, current portion	-	1.056.000
Other	11.248.000	11.433.000
	31.491.000	54.044.000

		31-12-2018	31-12-2017
LIABILITIES			
GROUP EQUITY	(6)	-186.728.311	-249.477.654

	Share capital	Retained earnings	Revaluation reserves	Currency translation reserves	Total	non Controlling Interest	Total equity
Balance as per 1 January 2017	28 812	397 698 817	2 537 307	-9 271 000	-404 403 698	175 329 000	-229 074 698
Net income	-	-32 452 256	-	-	-32 452 256	6 211 000	-26 241 256
Other comprehensive income	-	430 000	1 884 000	1 621 300	3 935 300	1 903 000	5 838 300
Total comprehensive income		32 022 256	1 884 000	1 621 300	28 516 956	8 114 000	-20 402 956
Balance as per 31 December 2017	28 812	-429 721 073	4 421 307	-7 649 700	-432 920 654	183 443 000	-249 477 654
Net income	-	45 775.915	-	-	45 775 915	30 825 000	76 600 915
Other comprehensive income	-	-1 909 000	-253 571	-2 065 000	-4 227 571	-9 624 000	-13 851 571
Total comprehensive income	-	43 866 915	-253 571	2 065 000	41 548 344	21.201 000	62 749 344
Balance as per 31 December 2018	28 812	-385 854 158	4 167 736	-9 714 700	-391 372 310	204 644 000	-186 728 310

	31-12-2018	31-12-2017
Shareholders' equity		
Issued capital	28.812	28.812
Revaluation reserves	4.167 735	4.421.307
Currency translation reserves	-9.714.700	-7.649 700
Other reserves	-385.854.157	-429.721.073
	-391.372.310	-432.920.654
Minority interests in group equity	204.644.000	183.443 000

Issued capital

18.000 ordinary shares, nominal EUR 1,-	25.931	25.931
2.000 preferent shares, nominal EUR 1,-	2 881	2.881
	28 812	28.812

The authorised capital of the company consists of 100.000 shares of € 1 each amounting to EUR 100.000. As at 31 December 2018 20 000 shares were issued and fully paid up.
The issued capital has been converted to USD at a rate of 1,4406.
In order to avoid further currency translation results, management has decided to translate the issued capital from Euro's into $ at the rate of 1 January 2010.
10% of the Company's issued and paid up capital consists of non-cumulative preference shares, each with a nominal value of one Euro. From any profits and liquidation surplus, the holders of preference shares are entitled to receive at first six percent of the nominal value of the preference shares.

	31-12-2018	31-12-2017
Revaluation reserves	4.167.735	4.421 307

Revaluation reserves

	2018	2017
Balance as at 1 January	4.421.307	2.537.307
Changes during the year	-253.572	1.884.000
	4.167.735	4.421.307

	31-12-2018	31-12-2017
Currency translation reserves	-9 714 700	-7.649.700

Currency translation reserves

	2018	2016
Balance as at 1 January	-7.649.700	-9.271.000
Changes during the year	-2.065.000	1.621.300
Balance as at 31 December	-9.714.700	-7.649.700

A negative balance of the currency translation reserve reduces the amount which can be distributed out of the other reserves. A positive balance does not form part of the distributable reserve.

	31-12-2018	31-12-2017
Other reserves	-385.854.157	-429.721.073

	2018	2017
Other reserves		
Balance as at 1 January	-429.721 073	-397.698.817
Result for the year	45.775.915	-32.452.256
Unit based compensation	-1.908.999	430.000
Balance as at 31 December	-385 854.157	-429.721.073

	31-12-2018	31-12-2017
Minority interests in group equity	204.644.000	183.443.000

	2018	2017
Minority interests in group equity		
Balance as at 1 January	183.443.000	175.329.000
Acquisition HighRes Biosolutions Inc.	-2.159.000	-5.164.000
Acquisition Brazeway	24.868.000	-
Purchase shares of FinMan Holdings BVBA	-	-546.000
Distributions to Sprague Resources' unitholders	-29.646.000	-25.294.000
Issue of Sprague common units	-	31.401.000
Unit based compensation	-1.495.000	628.000
Comprehensive loss attributable to noncontrolling interests	30.825.000	6.211.000
Other comprehensive loss	-1.192.000	878.000
	204.644.000	183.443.000

PROVISIONS (7)	31-12-2018	31-12-2017
Pension Provision	48.264.000	48.528.000

The provisions can be broken down as follows:	2018	2017
Balance as at 1 January	48.528.000	49.326.000
Benefits paid	-570.000	-7.430.000
Acquisition Brazeway	4.574.000	-
Pension acquired as part of acquisition	591.000	-
Actuarial loss/gain	-5.810.000	3.251.000
Accrued expense	951.000	3.381 000
Balance as at 31 December	48.264.000	48.528.000

Pensions and similar commitments

The Company's United States subsidiaries have a non-contributory defined benefit pension plan, the Axel Johnson Inc. Retirement Plan. The measurement date of the plan is 31 December. Benefits under the plan were frozen as of 31 December 2003, and will be based on a participant's years of service and compensation through 31 December 2003. No future benefits are being accrued. Generally, it is the Company's policy to satisfy the minimum funding requirements of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Company also sponsors un unfunded pension plan, The Axel Johnson Inc. Retirement Restoration Plan, for employees whose benefits under the defined benefit pension plan were reduced due to limitations under federal tax laws. Benefits under this plan were also frozen as of 31 December 2003.

Beginning 1 January 2004, eligible employees receive a defined contribution retirement benefit generally equal to 5% of their annual salary. This contribution by the Company to employee accounts in Axel Johnson Inc.'s 401 (k) plan is in addition to any Company match on employees'
The Company made total 401 (k) contributions of $ 8,2 million, $ 7,8 million and $ 6,9 million in 2018, 2017 and 2016, respectively.

The Company sponsors a number of health care and life insurance benefit plans covering eligible employees who reach retirement age while working for the Company. The plans are not funded. In general, employees hired after 31 December 1990, are not eligible for postretirement health care benefits The Company also currently provides health care and life insurance benefits to eligible retirees who formerly worked in the Company's former Canadian subsidiary, Kildair. The liability under the other postretirement benefit plan was $ 11,4 million and $ 12,3 million as of 31 December 2018 and 2017 respectively. The net period benefit cost each year is not material.

The funded status of the plan as of 31 December is as follows (in thousands):

	Defined Benefit Plans	
	2018	2017
	$	$
Actuarial present value of accumulated benefit obligation	123.466	137.426
Projected benefit obligation	123.466	137.426
Plan assets, at fair value	80 267	88.900
Plan assets less than projected benefit obligation	43.099	48.527
Unrecognized actuarial loss	-41.862	-47 673
Accumulated other comprehensive loss	41.862	47.673
	43.099	48.527

The following is a reconciliation of the fair value of the defined benefit plan assets:

	2018	2017
	$	$
Balance at 1 January	88.900	81.565
Actuarial return on plan assets	-5.393	10.088
Employer contributions	4.127	4.987
Benefit payments (including trust expenses)	-7 367	-7.740
Balance at 31 December	80 267	88.900

The component of net periodic benefit cost for the Company's defined benefit plans and other postretirement plan are as follows (in thousands):

	Defined Benefit Plans		
	2018	2017	2016
	$	$	$
Service cost	259	261	271
Interest cost	4.965	5.388	5.609
Expected return on assets	-5.461	-5.207	-5.833
Recognized loss	5.318	4.605	4.640
Net periodic benefit cost	5.081	5.047	4.687

Weighted-average actuarial assumptions of used to determine benefit obligations as 31 December (in thousands).

	2018	2017
	$	$
Discount rate - defined benefit plans	4,40%	3,70%
Discount rate - other post retirement plans	4,20%	3,60%
Expected long-term rates of return on plan assets	7,25%	6,25%
Health trend rate		
Initial	7,75%	7,75%
Ultimate	4,50%	4,75%

The Weighted-average actuarial assumptions used to determine net periodic pension cost for the year ended 31 December

	2018	2017	2016
Discount rate - defined benefit plans	3,70%	4,20%	4,40%
Discount rate - other postretirement plans	3,60%	4,00%	4,10%
Expected long-term rates of return on plan assets	6,25%	6,00%	6,75%
Health trend rate			
Initial	7,75%	8,50%	8,25%
Ultimate	4,75%	4,75%	5,00%

The estimated required future payments for the Company's employee benefit plans are as follows (in thousands):

Year	Defined Benefit Plans	Other Post-retirement plans
	$	$
2019	6.794	1.011
2020	6.951	1.027
2021	7.083	1.004
2022	7.266	961
2023	7.541	918
2024-2028	39.679	4.212

The Company expects to contribute $ 4,7 million to its defined benefit plans and $ 1,0 million to its postretirement benefits in 2019. The discount rates for benefit obligations are determined by applying a yield curve developed from an index of corporate, high-quality bonds to the plans' expected future liabilities.

Plan assets are invested primarily in equity securities, debt securities (including funds which invest in U.S. Corporate bonds, inflation linked bonds, high-yield bonds, emerging-market debt and convertible bonds), real estate and hedge funds as of 31 December 2018 and 2017. The expected rate of return used to determine benefit obligations is based on management's expectations of long-term average rates of return to be achieved by the plans' investments. In establishing this assumption, management considered historical and expected returns for the plan assets as well as current capital market conditions. Investment risk is monitored by the Company's Retirement Committee through periodic portfolio and asset allocation reviews and annual liability measurements.

Asset category (target investment percentage) as of 31 December	2018	2017
	$	$
Equity securities (59%)	51,8%	38,7%
Debt securities (32%)	38,2%	52,0%
Real estate 2%)	1,8%	2,1%
Other - cash, hedge funds (7%)	8,2%	7,2%
	100,0%	100,0%

The following table presents the Company's plan assets using the fair value hierarchy as of 31 December 2018 (in thousands):

	Total	Level 1	Level 2	Level 3
	$	$	$	$
Cash and cash equivalents	923	923	-	-
Equity securities				
U.S. equity securities (1)	18.206	18.206	-	-
International equity securities (2)	23.381	13.446	9 935	-
Debt securities (3)	30.688	30 688	-	-
Real Estate (4)	1.471	-	-	1.471
Hedge funds (5) (6)	5.697	-	5.207	490
Total	80.366	63.263	15.142	1.961

The following table presents the Company's plan assets using the fair value hierarchy as of 31 December 2017 (in thousands)·

	Total	Level 1	Level 2	Level 3
	S	S	$	$
Cash and cash equivalents	716	716	-	-
Equity securities				
U.S. equity securities (1)	15.426	15.426	-	-
International equity securities (2)	19.023	11.789	7.234	-
Debt securities (3)	46.184	46.184	-	-
Real Estate (4)	1.848	-	-	1.848
Hedge funds (5) (6)	5.703	-	5.012	691
Total	88 900	74.115	12.246	2.539

(1) These are investments in US equity funds that are valued using a market approach based on quoted market prices.

(2) These are investments in international equity funds that are valued using a market approach based on quoted market prices or its equivalent as calculated by the fund's investment manager

(3) These are investments in fixed income funds that ere valued using a market approach based on quoted market prices if available of the fund's Net Asset Value (NAV) of its equivalent as calculated by the fund's investment managers.

(4) These investments represent investments in real estate funds that are valued using the values reported by the fund managers and are based on valuation of the underlying investments, which include inputs such as cost, discounted cash flows, independent appraisals and comparable market data.

(5) These are investments in private investment funds and limited partnerships which invest in a variety of investments that are valued using quoted prices in markets that are not active or financial instruments for which all significant inputs are observable, either directly or indirectly. As such, these funds are valued based on the NAV or its equivalent as calculated by the fund's investment managers.

(6) These are investments in private investment funds and limited partnerships which invest in hedge funds that are valued based on the NAV or its equivalent as calculated by the fund and are not publicly available.

The following table presents a reconciliation of Level 3 assets held during the year ended 31 December 2018 and 2017 (in thousands).

	2018		
	Hedge Funds	Real Estate	Total
	$	$	$
Beginning balance 1 January 2017	858	2.461	3.319
Actual return on plan assets	-97	128	31
Purchase, sales and settlements	-70	-741	-811
Ending balance 31 December 2017	691	1.848	2.539
Actual return on plan assets	16	-217	-201
Purchase, sales and settlements	-543	166	-377
	164	1.797	1.961

The following table presents additional information for Plan assets that have been valued using the NAV or its equivalents and where the Company has elected to use the practical expedient to estimate the fair value as provided by FASB ASC 820 (in thousands).

	As of 31 December 2018			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice
	$	$	$	$
Multi-strategy hedge funds (1)	5.207	-	Annual	60 days
Multi-strategy hedge fund (2)	490	91		
Real estate limited partnerships (3)	1.471	711		
Total assets at fair value	7 168	802		

	As of 31 December 2017			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice
	$	$	$	$
Multi-strategy hedge funds (1)	5.126	-	Annual	60 days
Multi-strategy hedge fund (2)	577	91		
Real estate limited partnerships (3)	1.848	711		
Total assets at fair value	7.551	802		

(1) This category consists of hedge funds that pursue multiple strategies to diversify risks and reduce volatility. The fair values of the investments in this category have been estimated using the NAV per share of the investments. Redemptions have been requested for $ 0,1 million of the funds in this category as of 31 December 2018 and 2017.
These are invested in illiquid investments and the time of the return of these assets cannot be estimated.

(2) This category consist of a hedge fund that pursues multiple strategies to diversify risks and reduce volatility. The fair value of the investment in this category has been estimated using the NAV of the Company's ownership interest in partners' capital. These investments can never be redeemed with the fund Distributions from the fund will be received as the underlying investments are liquidated. It is estimated that the underlying assets of the fund will be liquidated over the next two to four years.

(3) This category consists of real estate funds that invest primarily U.S. real estate. The fair value of the investments in this category have been estimated using the NAV of the Company's ownership interest in partners' capital. These investments can never be redeemed with the funds Distributions from the fund will be received as the underlying investments are liquidated. It is estimated that the underlying assets of the funds will be liquidated over the next two to four years.

The coverage ratio of the pension fund as at 31 December 2018 was 65,01%.

NON-CURRENT LIABILITIES (8)

	31-12-2018	31-12-2017
Debts to credit institutions		
Due 1 to 5 years	661.047.000	499.803.000

Credit facility
The Company's subsidiary and the Company's Canadian Subsidiary are borrowers under an amended and restated revolving credit agreement that matures on 27 April 2021 (the ""Credit Facility") Obligations under the Credit Facility are secured by substantially all of the assets of the Company's subsidiary and the Company's Canadian subsidiary.

As of December 31, 2018, the revolving credit facilities under the Credit Facility contained, among other items, the following:

- A U.S. dollar revolving working capital facility of up to $ 950,0 million, subject to the Company's subsidiary's borrowing base limits, to be used by the Company's subsidiary for working capital loans and letters of credit;

- A multicurrency revolving working capital facility of up to $ 100 0 million, subject to the Company's Canadian subsidiary's borrowing base limits, to be used for working capital loans and letters of credit;

- Revolving acquisition facility of up to $ 55,0 million, subject to the Company's subsidiary's acquisition facility borrowing base limits, to be used for loans and letters of credit to fund capital expenditures and acquisitions and other general corporate purposes related to the Company's subsidiary's current businesses;

- Subject to certain conditions including the receipt of additional commitments from lenders, the ability to increase the U.S. dollar or revolving working capital facility by $ 250,0 million and the multicurrency revolving working capital facility by $ 220,0 million subject to a maximum increase for both facilities of $ 270,0 million in the aggregate. Additionally, subject to certain conditions, the revolving acquisition facility may be increased by $ 200,0 million

Indebtedness under the Credit Facility bears interest, at the borrowers' option, at a rate per annum equal to either (i) the Eurocurrency Base Rate (Which is LIBOR for loans denominated in U.S. dollars and CDOR for loans denominated in Canadian dollars, in each case adjusted for certain regulatory costs). for interest periods of one, two, three of six months plus a specified margin of (ii) an alternate rate plus a specified margin.

For loans denominated in U.S. dollars, the alternate rate is the Base Rate which is the higher of (a) the U.S. Prime Rate as in effect from time to time, (b) the greater of Federal Funds Effective Rate and the Overnight Bank Funding Rate as in effect from time to time plus 0,5% and (c) the one-month Eurocurrency Rate for U.S. dollars as in effect from time to time plus 1,00%.

The working capital facilities are subject to borrowing base reporting and as of 31 December 2018 and 2017, had a borrowing base of $ 512,4 million and $ 623,2 million, respectively As of 31 December 2018 and 2017, outstanding letters of credit were 65,5 million and $ 72,3 million, respectively. As of 31 December 2018, excess availability under the working capital facility was $ 161,9 million and excess availability under the acquisition facilities was $ 173,9 million.

The weighted average interest rate was 5,3% and 4,2% at 31 December 2018 and 2017, respectively. No amounts are due under the Credit Facility until the maturity date, however, the current portion of the Credit Facility at December 31, 2018 and 2017, represents the amounts of the working capital facility intended to be repaid during the following twelve-month period.

The Credit Facility contains certain restrictions and covenants among which are a minimum level of net working capital, fixed charge coverage and debt leverage ratios and limitations on the incurrence of indebtedness. The Credit Facility limits the Company's subsidiary's ability to make distributions in the event of a default as defined in the Credit Facility. As of December 31, 2018, the Company's subsidiary was in compliance with these covenants.

$ 125 million Revolver
On 26 August 2016, the Company's subsidiary executed a secured credit facility with a bank for an initial available commitment of $ 40 million. On 18 January 2018, the Company's subsidiary entered into a second amendment which provided for an increased commitment of $ 85 million, with an additional $ 40 million available under an accordion based facility ($ 125 million Revolver).

The maturity date of the facility was 17 January 2023. Total maximum borrowing available to the Company's subsidiary, subject at all times to the covenant requirements, is $ 125 million.

Borrowings under the $ 125 Million Revolver bear interest based on one-month Eurodollar LIBOR plus an applicable margin. Interest on the used portion of the $ 125 Million Revolver is payable monthly in arrears and principle is not due until maturity. The applicable margin is a function of the utilization of the $ 125 Million Revolver. The rate at 31 December 2018 was 4,1%. The $ 125 Million Revolver is secured by the assets of the Company's subsidiary. For the years ended 31 December 2018 and 2017, the Company's subsidiaries had $ 70,5 million and $ 38,0 million, respectively, outstanding under the $ 125 Million Interest expense incurred during 2018 and 2017, related to the $ 125 Million Revolver amounted to $ 2,7 million and $ 0,8 million, respectively.

The terms of the $ 125 Million Revolver impose financial covenants including a minimum interest coverage ratio, a maximum total debt to an EBITDA ratio and a minimum fixed charge coverage ratio. At 31 December 2018, the Company's subsidiary was in compliance with these financial covenants.

$ 100 million Revolver
The Company's subsidiary has a working capital line of credit with a bank dated 10 December 2018 The line allows for a maximum borrowings of up to $ 100 million and is due on 10 December 2021. The agreement allows for both prime rate based borrowings and LIBOR rate based borrowings Both types of borrowings include an applicable margin based on the Company's subsidiary's consolidated EBITDA. The LIBOR rate based borrowings interest rate was 5,39% at 31 December 2018. Interest is payable quarterly for prime rate plus borrowings and is payable monthly for LIBOR based loans. No principal payments are required until the loan matures. The line of credit agreement contains certain financial covenants. At 31 December 2018, the Company's subsidiary was in compliance with these covenants.

	31-12-2018	31-12-2017
Debts to affiliated companies		
Due over 5 years	467.638.924	467.638 924
Due 1 to 5 years	187.000.000	187.000 000
Non-current part of debts to affiliated companies	654.638.924	654.638 924
Due within 1 year	-102.000.000	-
Debts to affiliated companies	552.638.924	654.638 924

On 21 December 2009, the company entered into a long term note agreement with AltoCumulus S.A. (former Mercator Invest S A.), a related company by common ownership. The maturity date is 21 December 2034. The amount of the long term note is $ 654.938.924. The interest rate depends on the result of the company. If the company has a negative net result, the interest rate will be 0%, at a positive result the interest rate will be 90% of the result. To calculate the interest, only realized results of Lexa Holding B.V. (stand alone) will be taken into account. In addition, the interest is only due and payable to the extent (i) the company has sufficient funds available to settle its liabilities to all other ordinary or subordinated creditors, whether privileged, secured or unsecured after any such payment (ii) the company does not become insolvent after making such payments, (iii) such payments do not violate any covenant contained in or result in a default under any agreement or other financial obligation of the company, and (iv) the company has sufficient retained earnings and profits to make such payment. As such the interest of 2014 of $ 34.639.920 was not paid and added to the debts to affiliated companies. In 2018 and 2017 no interest has been calculated.

At 31 December 2018, Lexa International Corporation had several notes payable to AltoCumulus SA up to a total amount of $ 187,0 million (2017: $ 187,0 million).

These notes have a due date varying from 30 September 2019 up to ultimately 30 September 2020. The average interest rate is 5,48% (2017: 5,48%).

Deferred taxes	31-12-2018	31-12-2017
Pension and post-retirements benefits	-13.121.000	-14.081.000
Compensation and vacation accruals	-4.435.000	-2.893 000
Depreciation and amortisation	28.955.000	30.987.000
Net operating losses and credits	-5.151.000	-5.720.000
Interest and interest rate swaps	-372.000	-1.876.000
Inventory	-1.202.000	-1.183.000
Investments	-5.941.000	-20.261.000
Bad debts	-75.000	-72.000
Other accruals	-4.698.000	-3.451.000
Other temporary differences	-	-
Valuation allowances	4.703.000	14.570.000
	-1.337 000	-3.980.000

Other liabilities		
Pension obligations	6.334.000	10.730.000
Deferred consideration	21.779.000	23.966.000
Contingent consideration	7.902.000	9.285 000
State of Maine Port Authority terminal obligations	6.365.000	7.056.000
Other liabilities	12.825.000	12.015.000
	55.205.000	63.052.000

CURRENT LIABILITIES (9)

Current portion of non-current liabilities

Bank loans	162.985.000	282.204 000

The balance as per 31 December 2018 consists of part of the $ 1 billion revolver credit payable within the year.

Other liabilities		
Accounts payable	235.318.000	225.054 000
Margin deposits form brokers	28 529.000	-
Salaries, wages and commissions	24.116.000	24.125.000
Deferred income	5.184.000	5.473.000
Accrues sales taxes	4.378.000	10.961.000
Customer prepayments and deposits	5.308 000	6.492.000
Accrued product costs	10.854 000	10.550.000
Accrued taxes	997.000	-
Warranties, current portion	949.000	992.000
Retirement plans	5.919.000	1.277 000
Other liabilities	34.680.001	34.819.001
	356.232.001	319.743.001

FINANCIAL INSTRUMENTS AND OFF BALANCE SHEET RISKS (10)

Market and credit risk

The Company manages the risk of market fluctuations in the price and transportation costs of its commodities through the use of derivative instruments. The volatility of prices for energy commodities can be significantly influenced by market supply and demand, changes in seasonal demand, weather conditions, transportation availability, and federal and state regulations. The Company monitors and manages its exposure to market risk on a daily basis in accordance with approved policies.

The Company has a number of financial instruments that are potentially at risk, including cash and cash equivalents, receivables and derivative contracts. The Company's primary exposure is credit risk related tot its receivables and counterparty performance risk related to the fair value of derivative assets, which is the loss that may result from non-performance of a customer or counterparty. The Company uses credit policies to control credit risk, including utilizing and established credit approval process, monitoring customer and counterparty limits, employing credit mitigation measures such as analysing customer financial statements, and accepting personal guarantees and various forms of collateral.

The Company believes that its counterparties will be able to satisfy their contractual obligations. Credit risk is limited by the large number of customers and counterparties comprising the Company's business and their dispersion across different industries.

The Company's cash is in demand deposit and other short-term investment accounts placed with federal insured financial institutions. Such deposit accounts at times may exceed federal insured limits.

The Company has not experienced any losses on such accounts.

Cash and cash equivalents and accounts receivable

As of 31 December 2018 and 2017, the carrying amounts of cash, cash equivalents and accounts receivable approximate fair value because of the short maturity of these instruments.

Debt

As of 31 December 2018 and 2017, the carrying value of the Company's debt approximated fair value due to the short-term and variable interest nature of the debt.

Liquidity risk

Cash forecasts are drawn up regularly. The group manages liquidity risk through interim monitoring and by making adjustments where necessary. The cash forecasts allow for limited availability of cash at bank and in hand, including bank guarantees and margin calls relating to derivatives entered into.

Derivative instruments

The following table presents all financial assets and financial liabilities of the Company measured at fair value on a recurring basis as of 31 December 2018 and 2017. (in thousands):

	As of 31 December 2018			
	Fair value measurement	Quoted prices in active markets level 1	Significant Other Observable inputs level 2	Significant Unobservable Inputs Level 3
Financial assets				
Commodity fixed forwards	42.893	-	42 893	-
Commodity swaps and options	120.604	120.231	373	-
	163.497	120.231	43.266	-
Interest rate swaps	2.629	-	2.629	-
Currency swaps	2	-	2	
	166.128	120.231	45.897	-

Financial liabilities				
Commodity exchange contracts	-	-	-	-
Commodity fixed forwards	21.036	-	21.036	-
Commodity swaps and options	78.678	78.674	4	-
Commodity derivatives	99.714	78.674	21.040	-
Interest rate swaps	2.452	-	2.452	-
Currency swaps	-	-	-	
Total	102.166	78.674	23.492	-
Contingent consideration	9.772	-	-	9.772

	As of 31 December 2017			
	Fair value measurement	Quoted prices in active markets level 1	Significant Other Observable inputs level 2	Significant Unobservable Inputs Level 3
Financial assets				
Commodity fixed forwards	11.502	-	11.502	-
Commodity swaps and options	100 630	100 613	17	-
	112.132	100.613	11.519	-
Interest rate swap	2.615	-	2.615	-
	114.747	100.613	14.134	-
Financial liabilities				
Commodity exchange contracts	-	-	-	-
Commodity fixed forwards	61.195	-	61.195	-
Commodity swaps and options	103.827	103.654	173	-
Commodity derivatives	165.022	103.654	61.368	-
Interest rate swaps	6	-	6	-
Currency swaps	-		-	
Total	165.028	103.654	61.374	-
Contingent consideration	11.467	-	-	11.467

Commodity derivatives

The following table presents total realized and unrealized gains (losses) on derivative instruments utilized for risk management purposes. Such amounts are included in cost of goods sold in the consolidated profit and loss account. (in thousands)

	2018	2017
Refined products contracts	54.616	12 856
Natural gas contracts	-1.353	-1.555
Total	53.263	11.301

The following table presents the gross volume of commodity derivative instruments outstanding as of 31 December 2018 and 2017:

	As of 31 December 2018	
	Barrels	MMBTUs
Long contracts	8 796	132.030
Short contracts	-12.379	-72.223

	As of 31 December 2017	
	Barrels	MMBTUs
Long contracts	9.255	133.532
Short contracts	-13.487	-72.074

Interest rate derivatives
The Company has entered into interest rate swaps to manage its exposure to changes in interest rate on its credit facility. The Company's interest rate swaps hedge actual and forecasted LIBOR borrowings and have been designated as cash flow hedges. Counterparties to the Company's interest rate swaps are large multinational banks and the Company does not believe there is a material risk of counterparty non-performance.

The Company's interest swap agreements outstanding as of 31 December 2018 were as follows:

Interest Rate Swap Agreements		
Beginning	Ending	Notional Amount $
January 2018	January 2019	275.000
January 2019	January 2020	305.000
January 2020	January 2021	300.000
January 2021	January 2022	300.000
January 2022	January 2023	250.000

There was no material ineffectiveness determined for the cash flow hedges for the years ended 31 December 2018 and 2017.

As of 31 December 2018 the amount of unrealized gains, net of tax, expected to be reclassified to earnings during the following twelve-month period was $ 1,6 million.

Contingent consideration

Changes in the total contingent consideration liability measured at fair value on a recurring basis using unobservable inputs (Level 3) are as follows:

	Year ended 31 December 2018	2017
	$ 1.000	$ 1.000
Contingent consideration - beginning of period	11 467	-
Accrued contingent consideration	-	11.299
Payments	-2.000	
Change in estimated fair value	305	168
Contingent consideration - end of period	9.772	11.467
Less: current portion	-1.870	-1.870
Contingent consideration - long-term portion	7.902	9.597

The Company recorded the increase in accrued contingent consideration within selling, general and administrative expenses.

In connection with the Coen Energy acquisition entered into during 2017, the Company may be obligated to pay contingent consideration of up to $ 12,0 million if certain earnings objectives during the first three years following acquisition are met.
The contingent consideration represents a liability recognized at fair value as of the acquisition date with subsequent

fair value adjustments at each reporting period to be recorded in operations. The estimated fair value of the contingent consideration arrangement is classified within level 3 and was determined using an income approach based on probability-weighted discounted cash flows. Under this method, a set of discrete potential future earnings was determined using internal estimates based on various revenue growth rate assumptions for each scenario. A probability was assigned to each discrete potential future earnings estimate. The result probability-weighted contingent consideration amounts were discounted using a weighted average discount rate of 7,0%. Changes in either the revenue growth rates, related earnings or the discount rate could result in a material change of the amount of contingent consideration accrued and such changes will be recorded in the Company's consolidated profit and loss account.

The estimated fair value of this obligations as of 31 December 2018 and 2017, is $ 8,4 m and $ 9,7 million, respectively. The short-term portion of this obligation of $ 1,9 million and $ 1,9 million as of 31 December 2018 and 2017 respectively, is included in the current portion of other obligations and represents an estimate of the expected future payment during the following twelve month period.

OFF BALANCE SHEET ASSETS AND COMMITMENT

Leases

The group has leases and subleases for petroleum product distribution terminals, office and plant facilities, computer and other equipment for periods extending to 2034. Renewal options exist for a substantial portion of these leases. For operating leases, rental expense amounted to $ 26,7 million in 2018 ($ 26,1 million in 2016). Future annual payments for operating leases for 2019, 2020, 2021, 2022, 2023 and thereafter are $ 15,7 million, $ 12,2 million, $ 11,7 million, $ 8,2 million, $ 5,9 million and $ 16,5 million, respectively.

In the normal course of business, Axel Johnson Inc. leases warehouse space, several of which leases are recorded as capital leases. At 31 December 2018 and 2017, the Company had current capital liabilities of $ 13,0 million and $ 10,9 million, respectively, included in long-term debt in the company's consolidated balance sheets.

Legal, environmental and other proceedings

The Company is subject to a tax on sales made in Quebec on products it imports into the province. During a recent audit by Quebec Energy Board (QEB) of the financial fillings, the Company initiated legal action seeking a declaration to limit the applicability of the tax to direct its imports, as well as the periods subject to a review. After filling legal action, the Company has been assessed $ 3,5 million of tax, including interest and penalties, for the period of 2013 to 2017, and has provided requested information for previous years. During September 2018, the Company received an assessment of $ 8,2 million, including penalty and interest, from the Ministry of Sustainable Development, Environment, and the Fight Against Climate Change (known as MDDELCC) under separate regulation that was in effect for the period from 2007 through 2014. The Company has accrued an amount which it believes to be a reasonable estimate of the low end of a range of loss related to these matters and such amount is not material to the consolidated financial statements.

Personnel

During the 2018 financial year the average number of employees in the group, converted into full-time equivalents amounted to 2.277 employees (2017: 1.637).

Net turnover (11)	2018	2017
Water	239.068.000	202.604 000
Energy	3.771 329.000	2.855.196.000
Real estate and housing services	54.600.000	42.140.000
Other	-	-
	4.064.997.000	3.099.940.000
Net turnover by geographic market:		
USA	3.706 745.000	2.783.652.000
International	358.252.000	316 288 000
	4.064.997.000	3.099.940.000

Pension charges

There are no pension charges included in the profit and loss account.

		2018	2017
Amortisation on intangible and tangible fixed assets	(12)	72.116.720	64.127.102

	2018	2017
Intangible fixed assets		
Concessions, licenses	17.355.000	15.047.000
Goodwill	25.960.000	23.435.000
Software	1.179.952	1.087.173
Tangible fixed assets		
Property, plant and equipment	27.621.768	24.557.929
	72.116 720	64.127.102

Taxation (13)

The income tax (provision) benefit is summarized as follows (in thousands):

	2018	2017
Current		
US federal income tax	2.763	-1.642
State and local income taxes	2.368	-791
Foreign income taxes	5.273	2.661
	10.404	228
Deferred		
US federal income tax	1.025	7.759
State and local income taxes	1 626	-660
Foreign income taxes	-549	1 025
	2.102	8.124
Total income tax	12 506	8.352

A reconciliation of the statutory US federal income tax to the effective income tax is as follows.

	2018	2017
Statutory US federal income tax rate of 21%	16.207	-3.869
State and local income tax, net of federal tax	5.495	-734
Goodwill	2.930	3.918
Transaction costs	-	208
Sprague Resources' earning	-6.576	1.114
Brazeway earnings	398	-
Impact of US federal tax reform	125	9.530
Capital loss and credits	2.644	-590
Foreign earnings	1.428	-1.334
Valuation allowance	-9.867	686
Other, including non-recurring items	-278	-577
	12.506	8.352

In The Netherlands no taxes are due.
The effective tax rate for 2018 = 16,2% (2017: 75,6%)

The effective tax rate has been calculated as follows

	2018		2017	
Profit (loss) before taxes	77.175		-11.055	
Statutory U.S. federal tax rate	16.207	21,0%	-3.869	35,0%
State and local income tax	5.495	7,1%	-734	6,6%
Goodwill	2.930	3,8%	3.918	-35,4%
Foreign tax provision/earnings	1.428	1,9%	-1.334	12,1%
Credits/capital loss	2.644	3,4%	-590	5,3%
Partnership earnings	-6.178	-8,0%	1.114	-10,1%
Impact of US tax reform	125	0,2%		
Transaction costs	-	0,0%	208	-1,9%
Federal rate change - restatement of deferred asset	-	0,0%	9.530	-86,2%
Valuation allowance	-9.867	-12,8%	686	-6,2%
Other, including non-recurring items	-277	-0,4%	-577	5,2%
	12.507	16,2%	8.352	-75,6%

Apart from the US, the Company is subject to income taxes in Canada and the individual Canadian provinces, Belgium, Denmark, France, Germany, Spain and the United Kingdom.

Subsequent events

The Company has evaluated subsequent events through 6 June 2018, which is the date the financial statements of Lexa International Corporation were available to be issued.

Cash Distribution

On 23 January 2019, Sprague Resources declared a cash distribution for the three months ended 31 December 2018 of $ 0,6675 per unit, totalling $ 17,2 million (including $ 2,1 million IDR). Such distributions were paid in 13 February 2019, to unitholders of record on 8 February 2019

The management, 12 December 2019

Göran Ennerfelt

Arie Bouman

5. CORPORATE BALANCE SHEET AS AT 31 DECEMBER 2018

(after proposed appropriation of result)

ASSETS		31 December 2018		31 December 2017	
		USD	USD	CSD	CSD
FIXED ASSETS					
Intangible fixed assets		-		-	
Financial fixed assets	(14)	75.951.855		34.357.772	
			75 951.855		34.357.772
CURRENT ASSETS					
Trade and other receivables					
Other receivables			-		-
Cash and cash equivalents			373.759		419.498
			76.325.614		34.777.270

LIABILITIES		31 December 2018		31 December 2017	
		USD	USD	USD	USD
SHAREHOLDERS' EQUITY	(15)				
Issued capital		28.812		28.812	
Revaluation reserve		4.167.735		4.421.307	
Legal reserves		-9 714 700		-7.649 700	
Other reserves		-385.854.157		-429.721.073	
			-391.372.310		-432.920.654
NON-CURRENT LIABILITIES					
Debts to affiliated companies			467.638.924		467.638.924
CURRENT LIABILITIES					
Other liabilities			59.000		59.000
			76.325.614		34.777.270

6 CORPORATE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2018

	2018	2017
	USD	USD
Share in results from participating interests after taxation	45 821.655	-32.460.428
Other result after taxation	-45.740	8.172
NET RESULT	45.775 915	-32.452.256

7 NOTES TO THE CORPORATE 2018 FINANCIAL STATEMENTS

General

The consolidated financial statements are part of the 2018 financial statements of the company.

If there is no further explanation provided to the items in the balance sheet and the profit and loss account, please refer to the notes in the consolidated balance sheet and profit and loss account.

Principles for the valuation of assets and liabilities and the determination of the result

The principles for the valuation of assets and liabilities and the determination of the result are the same as those applied to the consolidated profit and loss account

ASSETS

FIXED ASSETS

Financial fixed assets (14)

	31-12-2018	31-12-2017
Participating interests in group companies		
Lexa International Corporation	75.951.855	34.357.772

Lexa International Corporation	2018	2017
Balance as at 1 January	34.357 772	62.882 900
Unit based compensation	-1.909.000	430.000
Share in result of participating interests	45.821 655	-32.460.428
Movements in revaluation reserves	-253 572	1.884.000
Currency translation results	-2.065 000	1 621.300
Balance as at 31 December	75.951.855	34 357.772

LIABILITIES

SHAREHOLDERS' EQUITY (15)

Issued capital	31-12-2018	31-12-2017
18.000 ordinary shares, nominal EUR 1,-	25.931	25.931
2.000 preferent shares, nominal EUR 1,-	2.881	2.881
	28.812	28.812

The authorised capital of the company consists of 100.000 shares of
€ 1 each amounting to EUR 100.000. As at 31 December 2018
20.000 shares were issued and fully paid up.
The issued capital has been converted to USD at a rate of 1,4406
In order to avoid further currency translation results, management has decided to translate the issued capital from Euro's into $ at the rate of 1 January 2010.
10% of the Company's issued and paid up capital consists of non-cumulative preference shares, each with a nominal value of one Euro. From any profits and liquidation surplus, the holders of preference shares are entitled to receive at first six percent of the nominal value of the preference shares.

	31-12-2018	31-12-2017
Revaluation reserves	4.167.735	4 421.307

Revaluation reserves

	2018	2017
Balance as at 1 January	4.421.307	2.537.307
Changes during the year	-253.572	1.884.000
	4.167.735	4.421.307

	31-12-2018	31-12-2017
Legal reserves	-9.714.700	-7.649.700

Legal reserves

	2018	2017
Balance as at 1 January	-7.649.700	-9.271.000
Changes during the year	-2.065.000	1.621.300
Balance as at 31 December	-9.714.700	-7 649.700

	31-12-2018	31-12-2017
Other reserves	-385.854.157	-429.721.073

Other reserves

	2018	2017
Balance as at 1 January	-429.721.073	-397.698.817
Result for the year	45.775 915	-32.452.256
Unit based compensation	-1.908.999	430.000
Balance as at 31 December	-385.854.157	-429.721 073

Staff number and employment costs
The company has no employees and hence incurred no wages, salaries or related social security premiums during the year under review, nor during the previous year.
The company has two directors who receive no remuneration during the year under review.

Audit fees
The costs of the Group for the external auditor, the audit organisation and the entire network to which the audit organisatio, belongs charged to the financial year as set out below:

		Group companies	
Audit fee Ernst & Young (Netherlands)	Audit fee Ernst & Young (New York)	Audit related Ernst & Young (New York)	Tax advice Ernst & Young (New York)
EUR	USD	USD	USD
31.500	2.444.475	9.500	405 000

Proposal for appropriation of the profit of 2018

The management proposes the result, realised by the company during the year under review, to be added to the other reserves, as reflected in the balance sheet as at 31 December 2018.

The management, 13 December

Göran Ennerfelt

Arie Bouman

OTHER INFORMATION

1. Provisions in the Articles of Association governing the appropriation of profit

According to the company's Articles of association, the profit is at the disposal of the General Meeting of Shareholders, which can allocate the profit entirely or partly to the general or specific reserve funds.

The company can only make payments to the shareholders and other parties entitled to the distributable profit for the amount the shareholders' equity is greater than the paid-up and called-up part of the capital plus the legally required reserves.

2. Independent auditor's report

The next page contains the independent auditor's report pertaining to the annual accounts of Lexa Holding B.V. for 2018.

EY

Building a better working world

Independent auditor's report

To: the shareholders and management of Lexa Holding B.V.

Report on the audit of the financial statements 2018 included in the financial report

Our opinion

We have audited the financial statements 2018 of Lexa Holding B.V., based in Haarlem.

In our opinion the accompanying financial statements give a true and fair view of the financial position of Lexa Holding B.V. as at 31 December 2018, and of its result for 2018 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

- The consolidated and company balance sheet as at 31 December 2018
- The consolidated and company profit and loss account for 2018
- 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 Lexa Holding 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 other information included in the financial report

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

- The 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

Building a better working world

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.

Management is responsible for the preparation of the other information, including the management board's report in accordance with Part 9 of Book 2 of the Dutch Civil Code and other information as required by Part 9 of Book 2 of the Dutch Civil Code.

Description of responsibilities for the financial statements

Responsibilities of management for the financial statements
Management is 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, management is responsible for such internal control as management 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, management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, management should prepare the financial statements using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so. Management 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 engagement 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 judgment and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- 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 management
- Concluding on the appropriateness of management'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 a 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 management 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 identify during our audit.

Amsterdam, 12 December 2019

Ernst & Young Accountants LLP

signed by J. Waals