

**Report of the statutory auditors  
with financial statements as of 31<sup>st</sup> March 2014**

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**Ramco Systems Ltd.**  
Dorfplatz 3  
4418 Reigoldswil

## Report of the statutory auditors on the limited statutory examination to the general meeting of Ramco Systems Ltd., Reigoldswil

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As statutory auditors, we have examined the financial statements (balance sheet, income statement and notes) of Ramco Systems Ltd. for the year ended 31<sup>st</sup> March 2014.

These financial statements are the responsibility of the board of directors. Our responsibility is to perform a limited statutory examination on these financial statements. We confirm that we meet the licensing and independence requirements as stipulated by Swiss law.

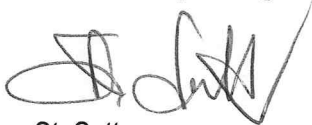
We conducted our examination in accordance with the Swiss Standard on the Limited Statutory Examination. This standard requires that we plan and perform a limited statutory examination to identify material misstatements in the financial statements. A limited statutory examination consists primarily of inquiries of company personnel and analytical procedures as well as detailed tests of company documents as considered necessary in the circumstances. However, the testing of operation of processes and the internal control system, as well as inquiries and further testing procedures to detect fraud or other legal violations, are not within the scope of this examination.

Based on our limited statutory examination, nothing has come to our attention that causes us to believe that the financial statements do not comply with Swiss law and the company's articles of incorporation.

Liestal, 22<sup>nd</sup> April 2014

The statutory auditors:

**Duttweiler & Partner**  
**Wirtschaftsprüfung AG, Liestal**



St. Sutter  
zugelassener Revisionsexperte /  
Swiss Certified Audit Expert  
(Auditor in charge)



P. Salathe  
zugelassener Revisor /  
Swiss Certified Auditor

### Enclosures

- Financial statements (balance sheet, income statement and notes)

**Duttweiler & Partner Wirtschaftsprüfung AG**

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CHE-113.952.407 MWST

**BALANCE SHEET AS OF MARCH 31, 2014**

<b>ASSETS</b>	<b>31.03.2014</b> <b>CHF</b>	<b>31.03.2013</b> <b>CHF</b>
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<b><u>Current assets</u></b>		
Cash and cash equivalents	103'360	186'546
Accounts receivable	178'824	783'801
Allowance for bad debts	0	-633'910
Accounts receivable - shareholder/intercompany (incl. advances)	270'903	463'738
Accounts receivable - other	10'506	29'548
Unbilled revenues	38'215	0
Loans - shareholder/intercompany	1'217'726	622'670
Prepaid expenses and accrued income	12'609	31'872
<b>Total current assets</b>	<b>1'832'142</b>	<b>1'484'264</b>
 <b><u>Fixed assets and intangibles</u></b>		
Fixed assets	10'738	15'310
<b>Total fixed assets and intangibles</b>	<b>10'738</b>	<b>15'310</b>
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<b>TOTAL ASSETS</b>	<b>1'842'880</b>	<b>1'499'574</b>
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 <b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b><u>Liabilities</u></b>		
Accounts payable	3'316	3'512
Accounts payable - shareholder/intercompany	34'072	1'682
Accounts payable - other	26'781	26'455
Accrued liabilities	295'514	361'360
<b>Total liabilities</b>	<b>359'683</b>	<b>393'008</b>
 <b><u>Shareholders' equity</u></b>		
Share capital	1'400'000	1'400'000
Capital reserves	1'493'043	1'493'043
Loss brought forward	-1'786'477	-2'035'500
Profit	376'631	249'022
<b>Total shareholder's equity</b>	<b>1'483'197</b>	<b>1'106'566</b>
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<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>1'842'880</b>	<b>1'499'574</b>
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**PROFIT AND LOSS ACCOUNT 2013 / 2014**

	2013 / 2014 CHF		2012 / 2013 CHF	
<b>INCOME</b>				
Sales, services and licences	1'387'231	97.0%	1'733'617	99.4%
Other income	104	0.0%	1'077	0.1%
Other income - intercompany	42'900	3.0%	8'587	0.5%
<b>Total income</b>	<b>1'430'235</b>	<b>100.0%</b>	<b>1'743'281</b>	<b>100.0%</b>
<b>COSTS</b>				
Costs of goods sold	71'384	5.0%	70'249	4.0%
Royalties for licenses and services	398'774	27.9%	350'701	20.1%
Losses on receivables	4'405	0.3%	0	0.0%
Salaries and related costs	356'096	24.9%	736'462	42.2%
Administrative costs	61'029	4.3%	97'622	5.6%
Selling and advertising expenses	61'561	4.3%	124'898	7.2%
Rent, leasing and office maintenance	67'287	4.7%	68'200	3.9%
Maintenance and repairs	7'426	0.5%	8'230	0.5%
Insurance and fees	19'579	1.4%	30'076	1.7%
Depreciation and amortization	4'209	0.3%	6'407	0.4%
Other financial charges	1'212	0.1%	1'413	0.1%
Exchange rates losses	643	0.0%	0	0.0%
<b>Total costs</b>	<b>1'053'604</b>	<b>73.7%</b>	<b>1'494'258</b>	<b>85.7%</b>
<b>Operational result</b>	<b>376'631</b>	<b>26.3%</b>	<b>249'022</b>	<b>14.3%</b>
Extraordinary expenses	0	0.0%	0	0.0%
Extraordinary income	0	0.0%	0	0.0%
<b>Profit</b>	<b>376'631</b>	<b>26.3%</b>	<b>249'022</b>	<b>14.28%</b>

## NOTES TO THE FINANCIAL STATEMENTS MARCH 31, 2014

	31.03.2014 CHF	31.03.2013 CHF
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<b>Note 1: Additional Information</b>		
Fire insurance value of fixed assets	112'500	280'000

**Risk assessment:**

Ramco Systems Ltd. has assessed the risks concerning false statements in the financial statements and has taken appropriate measures.

**Note 2: Details of fixed assets**

	31.03.2014 CHF	31.03.2013 CHF
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Furniture and fittings	4'881	5'950
EDP-hardware/software and office machines	5'857	9'360
<b>Total fixed assets</b>	<b>10'738</b>	<b>15'310</b>