

40				1	EUR	
NAT.	Date of the deposition	No. 0435.604.729	pp.	E.	D.	C 1

**ANNUAL ACCOUNTS AND OTHER DOCUMENTS TO BE DEPOSITED
IN ACCORDANCE WITH THE COMPANIES CODE**

IDENTIFICATION (on the date of deposition)

NAME: **MELEXIS**

Legal form: **NV**

Address: **ROZENDAALSTRAAT**

Nr.: **12**

Postal Code: **8900**

City: **Ieper**

Country: **Belgium**

Register of Legal Persons (RLP) - Office of the Business Court at: **Gent, Division Ieper**

Internet address : ¹

Company number: **0435.604.729**

DATE **08/05/2019** of the deposition of the partnership deed OR of the most recent document mentioning the date of publication of the partnership deed and the act changing the articles of association.

ANNUAL ACCOUNTS **IN EURO (2 decimals)** ²

ANNUAL ACCOUNTS approved by by the General Meeting of **12/05/2020**
 concerning the financial year covering the period from **01/01/2019** till **31/12/2019**
 Previous period from **01/01/2018** till **31/12/2018**

The amounts of the previous financial year are / ~~are not~~ ³ identical to those which have been previously published.

Total number of pages deposited: **85** Number of the pages of the standard form not deposited for not being of service: 6.1, 6.2.1, 6.2.2, 6.2.4, 6.2.5, 6.3.4, 6.3.5, 6.4.2, 6.5.2, 6.7.2, 6.8, 6.14, 6.17, 9, 11, 12, 13, 14, 15, 16

Signature
(name and position)
FRANÇOISE CHOMBAR
Gedelegeerd bestuurder

Signature
(name and position)


Françoise Chombar (Apr 6, 2020)

¹ Optional statement.

² If necessary, adjust the unit and currency in which the amounts are expressed

³ Delete where appropriate.

This annual account concerns not a company that is subject to the provisions of the new Belgian Companies and Associations Code dated 23 March 2019.

**LIST OF DIRECTORS, MANAGERS AND AUDITORS
AND DECLARATION ABOUT SUPPLEMENTARY
AUDITING OR ADJUSTMENT MISSION**

LIST OF DIRECTORS, MANAGERS AND AUDITORS

COMPLETE LIST WITH name, first name, profession, residence-address (address, number, postal code, municipality) and position with the enterprise

Duchâtelet Roland

Rozendaalstraat 12, 8900 Ieper, Belgium

Title : President of the board of directors

Mandate : 20/04/2018- 20/04/2022

Chombar Françoise

Rozendaalstraat 12, 8900 Ieper, Belgium

Title : Delegated director

Mandate : 20/04/2018- 20/04/2022

Baba Shiro

Rozendaalstraat 12, 8900 Ieper, Belgium

Title : Director

Mandate : 20/04/2017- 20/04/2021

Procexcel BV 0845.762.695

Kerseleerveld 10, 2820 Bonheiden, Belgium

Title : Director

Mandate : 20/04/2017- 20/04/2021

Represented by:

1. Claes Jenny

Kerseleerveld 10 , 2820 Bonheiden, Belgium

Baelmans Martine

Rozendaalstraat 12, 8900 Ieper, Belgium

Title : Director

Mandate : 20/04/2018- 20/04/2022

PwC Bedrijfsrevisoren BV 0429.501.944

Woluwedal 18, 1932 Sint-Stevens-Woluwe, Belgium

Title : Auditor, Membership number : B00009

Mandate : 20/04/2017- 12/05/2020

Represented by:

1. Van Grieken Sofie

Gen. Lemanstraat 67 , 2018 Antwerpen 1, Belgium

Vennoot, Membership number : A02255

DECLARATION ABOUT SUPPLEMENTARY AUDITING OR ADJUSTMENT MISSION

The managing board declares that the assignment neither regarding auditing nor adjusting has been given to a person who was not authorised by law pursuant to art. 34 and 37 of the Law of 22nd April 1999 concerning the auditing and tax professions.

Have the annual accounts been audited or adjusted by an external accountant or auditor who is not an statutory auditor ? ~~Yes~~ / No

If YES, mention here after: name, first names, profession, residence-address of each external accountant or auditor, the number of membership with the professional Institute ad hoc and the nature of this engagement:

- A. Bookkeeping of the undertaking **,
- B. Preparing the annual accounts **,
- C. Auditing the annual accounts and/or
- D. Adjusting the annual accounts.

If the assignment mentioned either under A or B is performed by authorised accountants or authorised accountants-tax consultants, information will be given on: name, first names, profession and residence-address of each authorised accountant or accountant-tax consultant, his number of membership with the Professional Institute of Accountants and Tax consultants and the nature of this engagement.

Name, first name, profession, residence-address	Number of membership	Nature of the engagement (A, B, C and/or D)

* Delete where appropriate.

** Optional disclosure.

ANNUAL ACCOUNTS

BALANCE SHEET AFTER APPROPRIATION

	Notes	Codes	Period	Previous period
ASSETS				
FORMATION EXPENSES	6.1	20		
FIXED ASSETS		21/28	<u>1.334.386.182,82</u>	<u>710.974.225,09</u>
Intangible fixed assets	6.2	21	271.840,16	462.667,53
Tangible fixed assets	6.3	22/27	46.077.188,49	52.458.217,30
Land and buildings		22	14.798.006,02	14.562.356,97
Plant, machinery and equipment		23	29.245.900,79	33.315.308,59
Furniture and vehicles		24	1.635.735,26	1.689.000,85
Leasing and other rights		25		
Other tangible fixed assets		26		
Tangible assets under construction and advance payments made		27	397.546,42	2.891.550,89
Financial fixed assets	6.4 / 6.5.1	28	1.288.037.154,17	658.053.340,26
Affiliated enterprises	6.15	280/1	1.287.996.271,31	657.973.929,31
Participating interests		280	1.287.996.271,31	657.973.929,31
Amounts receivable		281		
Other enterprises linked by participating interests	6.15	282/3		
Participating interests		282		
Amounts receivable		283		
Other financial assets		284/8	40.882,86	79.410,95
Shares		284		
Amounts receivable and cash guarantees		285/8	40.882,86	79.410,95

	Notes	Codes	Period	Previous period
CURRENT ASSETS		29/58	4.248.803,06	2.367.564,06
Amounts receivable after more than one year		29	3.000,01	3.000,01
Trade debtors		290		
Other amounts receivable		291	3.000,01	3.000,01
Stocks and contracts in progress		3		
Stocks		30/36		
Raw materials and consumables		30/31		
Work in progress		32		
Finished goods		33		
Goods purchased for resale		34		
Immovable property intended for sale		35		
Advance payments		36		
Contracts in progress		37		
Amounts receivable within one year		40/41	1.904.122,86	187.666,50
Trade debtors		40	103.918,70	109.648,78
Other amounts receivable		41	1.800.204,16	78.017,72
Current investments	6.5.1 / 6.6	50/53	21.376,43	21.376,43
Own shares		50	21.376,43	21.376,43
Other investments and deposits		51/53		
Cash at bank and in hand		54/58	192.385,33	61.844,78
Deferred charges and accrued income	6.6	490/1	2.127.918,43	2.093.676,34
TOTAL ASSETS		20/58	1.338.634.985,88	713.341.789,15

	Notes	Codes	Period	Previous period
EQUITY AND LIABILITIES				
EQUITY		10/15	<u>859.649.820,70</u>	<u>128.731.674,83</u>
Capital	6.7.1	10	564.813,86	564.813,86
Issued capital		100	564.813,86	564.813,86
Uncalled capital ⁴		101		
Share premium account		11		
Revaluation surpluses		12		
Reserves		13	3.894.347,39	95.567,89
Legal reserve		130	56.519,70	56.519,70
Reserves not available		131	3.837.827,69	39.048,19
In respect of own shares held		1310	3.837.827,69	39.048,19
Others		1311		
Untaxed reserves		132		
Available reserves		133		
Accumulated profits (losses)(+)/(-)		14	854.886.103,88	127.743.895,87
Investment grants		15	304.555,57	327.397,21
Advance to associates on the sharing out of the assets ⁵		19		
PROVISIONS AND DEFERRED TAXES		16	_____	_____
Provisions for liabilities and charges		160/5		
Pensions and similar obligations		160		
Taxation		161		
Major repairs and maintenance		162		
Environmental liabilities		163		
Other risks and costs	6.8	164/5		
Deferred taxes		168		

⁴ Amount to be deducted from the issued capital.

⁵ Amount to be deducted from the other components of equity.

	Notes	Codes	Period	Previous period
AMOUNTS PAYABLE		17/49	<u>478.985.165,18</u>	<u>584.610.114,32</u>
Amounts payable after more than one year	6.9	17		10.000.000,00
Financial debts		170/4		10.000.000,00
Subordinated loans		170		
Unsubordinated debentures		171		
Leasing and other similar obligations		172		
Credit institutions		173		10.000.000,00
Other loans		174		
Trade debts		175		
Suppliers		1750		
Bills of exchange payable		1751		
Advances received on contracts in progress		176		
Other amounts payable		178/9		
Amounts payable within one year	6.9	42/48	476.201.981,68	571.321.544,17
Current portion of amounts payable after more than one year falling due within one year		42		
Financial debts		43		
Credit institutions		430/8		
Other loans		439		
Trade debts		44	1.552.547,15	5.748.896,73
Suppliers		440/4	1.552.547,15	5.748.896,73
Bills of exchange payable		441		
Advances received on contracts in progress		46		
Taxes, remuneration and social security	6.9	45	2.956.723,15	2.971.739,08
Taxes		450/3	68.764,07	178.302,94
Remuneration and social security		454/9	2.887.959,08	2.793.436,14
Other amounts payable		47/48	471.692.711,38	562.600.908,36
Accrued charges and deferred income	6.9	492/3	2.783.183,50	3.288.570,15
TOTAL LIABILITIES		10/49	1.338.634.985,88	713.341.789,15

INCOME STATEMENT

	Notes	Codes	Period	Previous period
Operating income and charges		70/76A	63.210.836,65	68.930.572,49
Turnover	6.10	70	61.589.110,37	67.218.249,37
Increase (decrease) in stocks of finished goods, work and contracts in progress		71		
Own construction capitalised		72		
Other operating income	6.10	74	1.621.726,28	1.712.323,12
Non-recurring operating income	6.12	76A		
Operating charges		60/66A	53.015.106,83	56.329.781,06
Raw materials, consumables		60		
Purchases		600/8		
Decrease (increase) in stocks		609		
Services and other goods		61	15.516.914,30	23.273.367,56
Remuneration, social security costs and pensions ..	6.10	62	24.610.174,93	21.093.544,05
Depreciation of and amounts written off formation expenses, intangible and tangible fixed assets		630	12.708.023,43	11.775.197,55
Increase, Decrease in amounts written off stocks contracts in progress and trade debtors: Appropriations (write-backs)		631/4		
Provisions for risks and charges - Appropriations (uses and write-backs)	6.10	635/8		
Other operating charges	6.10	640/8	179.994,17	187.671,90
Operation charges carried to assets as restructuring costs		649		
Non-recurring operating charges	6.12	66A		
Operating profit (loss)		9901	10.195.729,82	12.600.791,43

	Notes	Codes	Period	Previous period
Financial income		75/76B	779.996.759,04	191.114,94
Recurring financial income		75	88.903,13	191.114,94
Income from financial fixed assets		750		
Income from current assets		751	1.443,48	1.304,05
Other financial income	6.11	752/9	87.459,65	189.810,89
Non-recurring financial income	6.12	76B	779.907.855,91	
Financial charges	6.11	65/66B	7.019.808,62	6.321.611,34
Recurring financial charges		65	7.019.808,62	6.321.611,34
Debt charges		650	6.927.703,48	6.152.824,48
Amounts written down on current assets except stocks, contracts in progress and trade debtors(+)/(-)		651		
Other financial charges		652/9	92.105,14	168.786,86
Non recurring financial charges	6.12	66B		
Profit (loss) for the period before taxes(+)/(-)		9903	783.172.680,24	6.470.295,03
Transfer from postponed taxes		780		
Transfer to postponed taxes		680		
Income taxes(+)/(-)	6.13	67/77	-285.986,77	-187.127,37
Income taxes		670/3	28.544,10	25.881,05
Adjustment of income taxes and write-back of tax provisions		77	314.530,87	213.008,42
Profit (loss) for the period(+)/(-)		9904	783.458.667,01	6.657.422,40
Transfer from untaxed reserves		789		
Transfer to untaxed reserves		689		
Profit (loss) for the period available for appropriation(+)/(-)		9905	783.458.667,01	6.657.422,40

APPROPRIATION ACCOUNT

	Codes	Period	Previous period
Profit (loss) to be appropriated(+)/(-)	9906	911.202.562,88	216.623.895,87
Gain (loss) to be appropriated(+)/(-)	(9905)	783.458.667,01	6.657.422,40
Profit (loss) to be carried forward(+)/(-)	14P	127.743.895,87	209.966.473,47
Transfers from capital and reserves	791/2		
from capital and share premium account	791		
from reserves	792		
Transfers to capital and reserves	691/2	3.798.779,50	3.927,00
to capital and share premium account	691		
to the legal reserve	6920		
to other reserves	6921	3.798.779,50	3.927,00
Profit (loss) to be carried forward(+)/(-)	(14)	854.886.103,88	127.743.895,87
Owner's contribution in respect of losses	794		
Profit to be distributed	694/7	52.517.679,50	88.876.073,00
Dividends	694	52.517.679,50	88.876.073,00
Director's or managers' entitlements	695		
Workers	696		
Other beneficiaries	697		

	Codes	Period	Previous period
CONCESSIONS, PATENTS, LICENCES, KNOWHOW, BRANDS AND SIMILAR RIGHTS			
Acquisition value at the end of the period	8052P	xxxxxxxxxxxxxxx	3.824.076,19
Movements during the period			
Acquisitions, including produced fixed assets	8022	4.375,12	
Sales and disposals	8032		
Transfers from one heading to another(+)/(-)	8042	12.819,53	
Acquisition value at the end of the period	8052	3.841.270,84	
Depreciation and amounts written down at the end of the period	8122P	xxxxxxxxxxxxxxx	3.361.408,66
Movements during the period			
Recorded	8072	208.022,02	
Written back	8082		
Acquisitions from third parties	8092		
Cancelled owing to sales and disposals	8102		
Transfers from one heading to another(+)/(-)	8112		
Depreciation and amounts written down at the end of the period	8122	3.569.430,68	
NET BOOK VALUE AT THE END OF THE PERIOD	211	<u>271.840,16</u>	

STATEMENT OF TANGIBLE FIXED ASSETS

	Codes	Period	Previous period
LAND AND BUILDINGS			
Acquisition value at the end of the period	8191P	xxxxxxxxxxxxxxx	21.064.569,95
Movements during the period			
Acquisitions, including produced fixed assets	8161	367.603,34	
Sales and disposals	8171		
Transfers from one heading to another	8181	821.526,84	
.....(+)/(-)			
Acquisition value at the end of the period	8191	22.253.700,13	
Revaluation surpluses at the end of the period	8251P	xxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8211		
Acquisitions from third parties	8221		
Cancelled	8231		
Transfers from one heading to another	8241		
.....(+)/(-)			
Revaluation surpluses at the end of the period	8251		
Depreciation and amounts written down at the end of the period	8321P	xxxxxxxxxxxxxxx	6.502.212,98
Movements during the period			
Recorded	8271	953.481,13	
Written back	8281		
Acquisitions from third parties	8291		
Cancelled owing to sales and disposals	8301		
Transfers from one heading to another	8311		
.....(+)/(-)			
Depreciation and amounts written down at the end of the period	8321	7.455.694,11	
NET BOOK VALUE AT THE END OF THE PERIOD	(22)	14.798.006,02	

	Codes	Period	Previous period
PLANT, MACHINERY AND EQUIPMENT			
Acquisition value at the end of the period	8192P	xxxxxxxxxxxxxxxx	111.744.117,84
Movements during the period			
Acquisitions, including produced fixed assets	8162	1.740.549,82	
Sales and disposals	8172	1.783.683,19	
Transfers from one heading to another(+)/(-)	8182	5.682.696,11	
Acquisition value at the end of the period	8192	117.383.680,58	
Revaluation surpluses at the end of the period	8252P	xxxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8212		
Acquisitions from third parties	8222		
Cancelled	8232		
Transfers from one heading to another(+)/(-)	8242		
Revaluation surpluses at the end of the period	8252		
Depreciation and amounts written down at the end of the period	8322P	xxxxxxxxxxxxxxxx	78.428.809,25
Movements during the period			
Recorded	8272	10.734.831,03	
Written back	8282		
Acquisitions from third parties	8292		
Cancelled owing to sales and disposals	8302	1.025.860,49	
Transfers from one heading to another(+)/(-)	8312		
Depreciation and amounts written down at the end of the period	8322	88.137.779,79	
NET BOOK VALUE AT THE END OF THE PERIOD	(23)	<u>29.245.900,79</u>	

	Codes	Period	Previous period
FURNITURE AND VEHICLES			
Acquisition value at the end of the period	8193P	xxxxxxxxxxxxxxx	5.112.578,90
Movements during the period			
Acquisitions, including produced fixed assets	8163	755.541,58	
Sales and disposals	8173	172.683,15	
Transfers from one heading to another(+)/(-)	8183	18.939,59	
Acquisition value at the end of the period	8193	5.714.376,92	
Revaluation surpluses at the end of the period	8253P	xxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8213		
Acquisitions from third parties	8223		
Cancelled	8233		
Transfers from one heading to another(+)/(-)	8243		
Revaluation surpluses at the end of the period	8253		
Depreciation and amounts written down at the end of the period	8323P	xxxxxxxxxxxxxxx	3.423.578,05
Movements during the period			
Recorded	8273	811.689,25	
Written back	8283		
Acquisitions from third parties	8293		
Cancelled owing to sales and disposals	8303	156.625,64	
Transfers from one heading to another(+)/(-)	8313		
Depreciation and amounts written down at the end of the period	8323	4.078.641,66	
NET BOOK VALUE AT THE END OF THE PERIOD	(24)	<u>1.635.735,26</u>	

	Codes	Period	Previous period
ASSETS UNDER CONSTRUCTION AND ADVANCED PAYMENTS			
Acquisition value at the end of the period	8196P	xxxxxxxxxxxxxxxx	2.891.550,89
Movements during the period			
Acquisitions, including produced fixed assets	8166	4.041.977,60	
Sales and disposals	8176		
Transfers from one heading to another(+)/(-)	8186	-6.535.982,07	
Acquisition value at the end of the period	8196	397.546,42	
Revaluation surpluses at the end of the period	8256P	xxxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8216		
Acquisitions from third parties	8226		
Cancelled	8236		
Transfers from one heading to another(+)/(-)	8246		
Revaluation surpluses at the end of the period	8256		
Depreciation and amounts written down at the end of the period	8326P	xxxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8276		
Written back	8286		
Acquisitions from third parties	8296		
Cancelled owing to sales and disposals	8306		
Transfers from one heading to another(+)/(-)	8316		
Depreciation and amounts written down at the end of the period	8326		
NET BOOK VALUE AT THE END OF THE PERIOD	(27)	<u>397.546,42</u>	

STATEMENT OF FINANCIAL FIXED ASSETS

	Codes	Period	Previous period
AFFILIATED ENTERPRISES - PARTICIPATING INTERESTS AND SHARES			
Acquisition value at the end of the period	8391P	xxxxxxxxxxxxxxx	662.645.637,43
Movements during the period			
Acquisitions, including produced fixed assets	8361	1.079.018.250,00	
Sales and disposals	8371	448.995.908,00	
Transfers from one heading to another	8381		
Transfers from one heading to another	(+)/(-)		
Acquisition value at the end of the period	8391	1.292.667.979,43	
Revaluation surpluses at the end of the period	8451P	xxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8411		
Acquisitions from third parties	8421		
Cancelled	8431		
Transfers from one heading to another	8441		
Transfers from one heading to another	(+)/(-)		
Revaluation surpluses at the end of the period	8451		
Amounts written down at the end of the period	8521P	xxxxxxxxxxxxxxx	4.671.708,12
Movements during the period			
Recorded	8471		
Written back	8481		
Acquisitions from third parties	8491		
Cancelled owing to sales and disposals	8501		
Transfers from one heading to another	8511		
Transfers from one heading to another	(+)/(-)		
Amounts written down at the end of the period	8521	4.671.708,12	
Uncalled amounts at the end of the period	8551P	xxxxxxxxxxxxxxx	
Movements during the period	8541		
Uncalled amounts at the end of the period	8551		
NET BOOK VALUE AT THE END OF THE PERIOD	(280)	1.287.996.271,31	
AFFILIATED ENTERPRISES - AMOUNTS RECEIVABLE			
NET BOOK VALUE AT THE END OF THE PERIOD	281P	xxxxxxxxxxxxxxx	
Movements during the period			
Additions	8581		
Repayments	8591		
Amounts written down	8601		
Amounts written back	8611		
Exchange differences	8621		
Exchange differences	(+)/(-)		
Other	8631		
Other	(+)/(-)		
NET BOOK VALUE AT THE END OF THE PERIOD	(281)		
ACCUMULATED AMOUNTS WRITTEN OFF ON AMOUNTS RECEIVABLE AT THE END OF THE PERIOD	8651		

	Codes	Period	Previous period
OTHER ENTERPRISES - PARTICIPATING INTERESTS AND SHARES			
Acquisition value at the end of the period	8393P	xxxxxxxxxxxxxxxx	
Movements during the period			
Acquisitions, including produced fixed assets	8363		
Sales and disposals	8373		
Transfers from one heading to another(+)/(-)	8383		
Acquisition value at the end of the period	8393		
Revaluation surpluses at the end of the period	8453P	xxxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8413		
Acquisitions from third parties	8423		
Cancelled	8433		
Transfers from one heading to another(+)/(-)	8443		
Revaluation surpluses at the end of the period	8453		
Amounts written down at the end of the period	8523P	xxxxxxxxxxxxxxxx	
Movements during the period			
Recorded	8473		
Written back	8483		
Acquisitions from third parties	8493		
Cancelled owing to sales and disposals	8503		
Transfers from one heading to another(+)/(-)	8513		
Amounts written down at the end of the period	8523		
Uncalled amounts at the end of the period	8553P	xxxxxxxxxxxxxxxx	
Movements during the period(+)/(-)	8543		
Uncalled amounts at the end of the period	8553		
NET BOOK VALUE AT THE END OF THE PERIOD	(284)		
OTHER ENTERPRISES - AMOUNTS RECEIVABLE			
NET BOOK VALUE AT THE END OF THE PERIOD	285/8P	xxxxxxxxxxxxxxxx	79.410,95
Movements during the period			
Additions	8583		
Repayments	8593	38.528,09	
Amounts written down	8603		
Amounts written back	8613		
Exchange differences(+)/(-)	8623		
Other(+)/(-)	8633		
NET BOOK VALUE AT THE END OF THE PERIOD	(285/8)	40.882,86	
ACCUMULATED AMOUNTS WRITTEN OFF ON AMOUNTS RECEIVABLE AT THE END OF THE PERIOD	8653		

INFORMATION RELATING TO THE SHARE IN THE CAPITAL

SHARE IN THE CAPITAL AND OTHER RIGHTS IN OTHER COMPANIES

List of both enterprises in which the enterprise holds a participating interest (recorded in the headings 280 and 282 of assets) and other enterprises in which the enterprise holds rights (recorded in the headings 284 and 51/53 of assets) in the amount of at least 10% of the capital issued.

NAME, full address of the REGISTERED OFFICE and for the enterprise governed by Belgian law, the COMPANY NUMBER	Shares held by			Information from the most recent period for which annual accounts are available				
	Nature	directly		subsidiaries	Primary financial statement	Monetary unit	Capital and reserves	Net result
		Number	%				%	(+) of (-) (in units)
Melexis Inc Trafalgar Sq 15 NH03063 Nashua United States of America	kapitaalsaandelen	100.000	100,00	0,00	31/12/2018	USD	9.916.279	552.620
Melexis GmbH Konrad-Zuse-Strasse 15 99099 Erfurt Germany	kapitaalsaandelen	3	100,00	0,00	31/12/2018	EUR	81.137.552	5.894.333
Melexis Ukraine Ltd Kotelnykova street 4 03115 Kiev Ukraine	kapitaalsaandelen	0	100,00	0,00	31/12/2018	UAH	28.828.797	13.377.029
Melexis Bulgaria EOOD Samokovsko Shosse 2 1138 Sofia Bulgaria	kapitaalsaandelen	15.646	100,00	0,00	31/12/2018	BGN	37.945.753	6.199.565
Sentron AG Baarerstrasse 73 6300 Zug Switzerland	kapitaalaandelen	5.000	100,00	0,00	31/12/2018	CHF	700.767	-953
Melefin NV Transportstraat 1 3980 Tessenderlo Belgium 0878.292.438	kapitaalsaandelen	10.000	100,00	0,00	31/12/2018	EUR	118.017.153	4.311.518
Melexis Technologies SA Chemin de Buchaux 38 2022 BEVAIX Switzerland	gewone aandelen	1.000	100,00	0,00	31/12/2018	CHF	249.987.178	11.391.443

INFORMATION RELATING TO THE SHARE IN THE CAPITAL

SHARE IN THE CAPITAL AND OTHER RIGHTS IN OTHER COMPANIES

NAME, full address of the REGISTERED OFFICE and for the enterprise governed by Belgian law, the COMPANY NUMBER	Shares held by			Information from the most recent period for which annual accounts are available				
	Nature	directly		subsidiaries	Primary financial statement	Monetary unit	Capital and reserves	Net result
		Number	%				%	(+) of (-) (in units)
K.K. Melexis Japan Technical Research Center Yokohama Heiwa bldg 9F, 3-30-7 Honcho, Naka-ku 9F 2310005 Yokohama Japan	kapitaalsaandelen	1.000	100,00	0,00	31/12/2018	JPY	115.461.563	22.498.877
Melexis Electronic Technology (Shanghai) Co., Ltd room 607, Building B, SOHO, DanShui Road, HuanPu 277 Shanghai China	kapitaalsaandelen	0	100,00	0,00	31/12/2018	CNY	10.204.672	3.163.672
Melexis Technologies NV Transportstraat 1 3980 Tessenderlo Belgium 0467.222.076	kapitaalsaandelen	3.969.129	75,00	25,00	31/12/2018	EUR	636.216.779	64.572.634
Melexis (Malaysia) Sdn Bhd Silicon Drive 1 93350 Kuching Malaysia	kapitaalsaandelen	5.000.000	99,99	0,00	31/12/2018	MYR	7.328.904	192.319
Melexis Dresden GmbH Zur Wetterwarte 50 01109 Dresden Germany	gewone aandelen	25.000	100,00	0,00	31/12/2018	EUR	420.245	228.239
Melexis France SAS Boulevard john kennedy 224 91105 corbeil essonnes France FR838333193	gewone aandelen	1.000	100,00	0,00	31/12/2018	EUR	2.551.875	51.875
Melexis Korea Yuhan Hoesa Pangyo-ro Bundamg-gu Innovalley 255 13486 Seongnam-si, Gyeonggi-do South Korea	gewone aandelen	25.000	100,00	0,00	31/12/2018	KRW	250.000.000	0

OTHER INVESTMENTS AND DEPOSIT, DEFERRED CHARGES AND ACCRUED INCOME (ASSETS)

	Codes	Period	Previous period
INVESTMENTS: OTHER INVESTMENTS AND DEPOSITS			
Shares and current investments other than fixed income investments ..	51		
Shares - Book value increased with the uncalled amount	8681		
Shares - Uncalled amount	8682		
Precious metals and works of art	8683		
Fixed income securities	52		
Fixed income securities issued by credit institutions	8684		
Fixed term accounts with credit institutions	53		
With residual term or notice of withdrawal			
up to one month	8686		
between one month and one year	8687		
over one year	8688		
Other investments not mentioned above	8689		

DEFERRED CHARGES AND ACCRUED INCOME**Allocation of heading 490/1 of assets if the amount is significant.**

Test diensten
Licenties
Overige

Period
1.756.189,00
270.408,00
101.321,43

STATEMENT OF CAPITAL AND SHAREHOLDING STRUCTURE

STATEMENT OF CAPITAL

Social capital

Issued capital at the end of the period
 Issued capital at the end of the period

Codes	Period	Previous period
100P	XXXXXXXXXXXXXXXX	564.813,86
(100)	564.813,86	

Changes during the period

Structure of the capital
 Different categories of shares

gewone aandelen zonder nominale waarde

Registered shares
 Shares dematerialized

Codes	Amounts	Number of shares
	564.813,86	40.400.000
8702	XXXXXXXXXXXXXXXX	22.104.943
8703	XXXXXXXXXXXXXXXX	18.295.057

Capital not paid

Uncalled capital
 Capital called, but not paid
 Shareholders having yet to pay up in full

Codes	Uncalled capital	Capital called, but not paid
(101)		XXXXXXXXXXXXXXXX
8712	XXXXXXXXXXXXXXXX	

OWN SHARES

Held by the company itself

Amount of capital held
 Number of shares held

Held by the subsidiaries

Amount of capital held
 Number of shares held

Commitments to issue shares

Owing to the exercise of conversion rights

Amount of outstanding convertible loans
 Amount of capital to be subscribed
 Corresponding maximum number of shares to be issued

Owing to the exercise of subscription rights

Number of outstanding subscription rights
 Amount of capital to be subscribed
 Corresponding maximum number of shares to be issued

Authorized capital, not issued

Codes	Period
8721	21.376,43
8722	1.785
8731	3.796.459,00
8732	344.356
8740	
8741	
8742	
8745	
8746	
8747	
8751	

Shared issued, not representing capital

Distribution

Number of shares held

Number of voting rights attached thereto

Allocation by shareholder

Number of shares held by the company itself

Number of shares held by its subsidiaries

Codes	Period
8761	
8762	
8771	
8781	

STATEMENT OF AMOUNTS PAYABLE, ACCRUED CHARGES AND DEFERRED INCOME

BREAKDOWN OF AMOUNTS PAYABLE WITH AN ORIGINAL PERIOD TO MATURITY OF MORE THAN ONE YEAR, ACCORDING TO THEIR RESIDUAL TERM

Current portion of amounts payable after more than one year falling due within one year

	Codes	Period
Financial debts	8801	
Subordinated loans	8811	
Unsubordinated debentures	8821	
Leasing and other similar obligations	8831	
Credit institutions	8841	
Other loans	8851	
Trade debts	8861	
Suppliers	8871	
Bills of exchange payable	8881	
Advance payments received on contracts in progress	8891	
Other amounts payable	8901	

Total amounts payable after more than one year, not more than one year (42)

Amounts payable after more than one year, between one and five years

Financial debts	8802	
Subordinated loans	8812	
Unsubordinated debentures	8822	
Leasing and other similar obligations	8832	
Credit institutions	8842	
Other loans	8852	
Trade debts	8862	
Suppliers	8872	
Bills of exchange payable	8882	
Advance payments received on contracts in progress	8892	
Other amounts payable	8902	

Total amounts payable after more than one year, between one and five years 8912

Amounts payable after more than one year, over five years

Financial debts	8803	
Subordinated loans	8813	
Unsubordinated debentures	8823	
Leasing and other similar obligations	8833	
Credit institutions	8843	
Other loans	8853	
Trade debts	8863	
Suppliers	8873	
Bills of exchange payable	8883	
Advance payments received on contracts in progress	8893	
Other amounts payable	8903	

Total amounts payable after more than one year, over five years 8913

AMOUNTS PAYABLE GUARANTEED (headings 17 and 42/48 of liabilities)

Amounts payable guaranteed by Belgian public authorities

	Codes	Period
Financial debts	8921	
Subordinated loans	8931	
Unsubordinated debentures	8941	
Leasing and other similar obligations	8951	
Credit institutions	8961	
Other loans	8971	
Trade debts	8981	
Suppliers	8991	
Bills of exchange payable	9001	
Advance payments received on contracts in progress	9011	
Remuneration and social security	9021	
Other amounts payable	9051	
Total amounts payable guaranteed by Belgian public authorities	9061	

Amounts payable guaranteed by real guarantees given or irrevocably promised by the enterprise on its own assets

Financial debts	8922	
Subordinated loans	8932	
Unsubordinated debentures	8942	
Leasing and other similar obligations	8952	
Credit institutions	8962	
Other loans	8972	
Trade debts	8982	
Suppliers	8992	
Bills of exchange payable	9002	
Advance payments received on contracts in progress	9012	
Taxes, remuneration and social security	9022	
Taxes	9032	
Remuneration and social security	9042	
Other amounts payable	9052	
Total amounts payable guaranteed by real guarantees given or irrevocably promised by the enterprise on its own assets	9062	

AMOUNTS PAYABLE FOR TAXES, REMUNERATION AND SOCIAL SECURITY

Taxes (headings 450/3 and 178/9 of the liabilities)

Expired taxes payable	9072	
Non expired taxes payable	9073	68.764,07
Estimated taxes payable	450	

Remuneration and social security (headings 454/9 and 178/9 of the liabilities)

Amount due to the National Office of Social Security	9076	
Other amounts payable relating to remuneration and social security	9077	2.887.959,08

ACCRUED CHARGES AND DEFERRED INCOME

Allocation of heading 492/3 of liabilities if the amount is significant

	Period
Provisie intresten	1.934.950,64
managementvergoedingen	232.979,00
IT diensten	30.000,00
Financiele diensten	65.340,00
Onroerende voorheffing	80.000,00
Nutsvoorzieningen	60.000,00
Overige	379.913,86

OPERATING RESULTS**OPERATING INCOME****Net turnover**

Broken down by categories of activity

Ontwikkeling en productie van halfgeleiders

Allocation into geographical markets

Europa

Other operating income

Operating subsidies and compensatory amounts received from public authorities

OPERATING COSTS**Employees for whom the company has submitted a DIMONA declaration or are recorded in the general personnel register**

Total number at the closing date

Average number of employees calculated in full-time equivalents

Number of actual worked hours

Personnel costs

Remuneration and direct social benefits

Employers' social security contributions

Employers' premiums for extra statutory insurances

Other personnel costs

Old-age and widows' pensions

	Codes	Period	Previous period
		61.589.110,37	67.218.249,37
		61.589.110,37	67.218.249,37
	740	22.841,64	
	9086	311	290
	9087	306,9	256,3
	9088	428.970	366.181
	620	17.503.327,00	14.900.121,37
	621	5.839.671,00	4.713.331,57
	622	557.103,30	442.404,92
	623	500.838,35	816.946,05
	624	209.235,28	220.740,14

	Codes	Period	Previous period
Provisions for pensions			
Additions (uses and write-back) (+)/(-)	635		
Amounts written off			
Stocks and contracts in progress			
Recorded	9110		
Written back	9111		
Trade debtors			
Recorded	9112		
Written back	9113		
Provisions for risks and charges			
Additions	9115		
Uses and write-back	9116		
Other operating charges			
Taxes related to operation	640	132.154,41	155.310,96
Other charges	641/8	47.839,76	32.360,94
Hired temporary staff and persons placed at the enterprise's disposal			
Total number at the closing date	9096		
Average number calculated as full-time equivalents	9097	14,9	55,2
Number of actual worked hours	9098	27.279	103.713
Charges to the enterprise	617	931.315,87	3.517.560,00

FINANCIAL RESULTS**RECURRING FINANCIAL INCOME****Other financial income**

Subsidies granted by public authorities and recorded as income for the period

Codes	Period	Previous period
9125	22.841,64	40.164,96
9126		

Interest subsidies

Allocation of other financial income

	64.618,01	149.645,93
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RECURRING FINANCIAL CHARGES

6501		
------	--	--

6503		
------	--	--

Amounts written off current assets

6510		
------	--	--

6511		
------	--	--

Other financial charges

653		
-----	--	--

Amount of the discount borne by the enterprise, as a result of negotiating amounts receivable

Provisions of a financial nature

6560		
------	--	--

6561		
------	--	--

Uses and write-backs

Allocation of other financial charges

	92.105,14	168.786,86
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INCOME AND CHARGE OF EXCEPTIONAL SIZE OR INCIDENCE

	Codes	Period	Previous period
NON-RECURRING INCOME	76	779.907.855,91	
Non-recurring operating income	(76A)		
Write-back of depreciation and of amounts written off intangible and tangible fixed assets	760		
Write-back of provisions for extraordinary operating liabilities and charges	7620		
Capital gains on disposal of intangible and tangible fixed asset	7630		
Other non-recurring operating income	764/8		
Non-recurring financial income	(76B)	779.907.855,91	
Write-back of amounts written down financial fixed assets	761		
Write-back of provisions for extraordinary financial liabilities and charges	7621		
Capital gains on disposal of financial fixed assets	7631	779.907.855,91	
Other non-recurring financial income	769		
NON-RECURRING EXPENSES	66		
Non-recurring operating charges	(66A)		
Non-recurring depreciation of and amounts written off formation expenses, intangible and tangible fixed assets	660		
Provisions for extraordinary operating liabilities and charges:			
Appropriations (uses)	6620		
Capital losses on disposal of intangible and tangible fixed assets	6630		
Other non-recurring operating charges	664/7		
Non-recurring operating charges carried to assets as restructuring costs	6690		
Non-recurring financial charges	(66B)		
Amounts written off financial fixed assets	661		
Provisions for extraordinary financial liabilities and charges - Appropriations (uses)	6621		
Capital losses on disposal of financial fixed assets	6631		
Other non-recurring financial charges	668		
Non-recurring financial charges carried to assets as restructuring costs	6691		

INCOME TAXES AND OTHER TAXES**INCOME TAXES**

Income taxes on the result of the period	
Income taxes paid and withholding taxes due or paid	
Excess of income tax prepayments and withholding taxes paid recorded under assets	
Estimated additional taxes	
Income taxes on the result of prior periods	
Additional income taxes due or paid	
Additional income taxes estimated or provided for	

Codes	Period
9134	28.544,10
9135	28.544,10
9136	
9137	
9138	
9139	
9140	
	-779.907.856,00
	-2.966.973,00
	740.000,00
	-495.451,00
	-22.842,00

In so far as taxes of the period are materially affected by differences between the profit before taxes as stated in annual accounts and the estimated taxable profit

DBI aftrek
 Octrooi aftrek
 Verworpen uitgaven
 Investeringsaftrek
 Niet-belastbare subsidie

Period

Impact of non recurring results on the amount of the income taxes relating to the current period**Status of deferred taxes**

Deferred taxes representing assets	
Accumulated tax losses deductible from future taxable profits	
Other deferred taxes representing assets	
Investeringsaftrek	
Deferred taxes representing liabilities	
Allocation of deferred taxes representing liabilities	

Codes	Period
9141	
9142	
	2.631.024,00
9144	

VALUE ADDED TAXES AND OTHER TAXES BORNE BY THIRD PARTIES**Value added taxes charged**

To the enterprise (deductible)	
By the enterprise	

Amounts withheld on behalf of third party

For payroll withholding taxes	
For withholding taxes on investment income	

Codes	Period	Previous period
9145	5.245.027,48	9.558.367,62
9146	13.063.863,99	18.732.115,82
9147	5.839.671,14	4.713.331,57
9148	11.932.402,01	11.352.900,96

**RELATIONSHIPS WITH AFFILIATED ENTERPRISES, ASSOCIATED ENTERPRISES AND OTHERS
ENTERPRISES LINKED BY PARTICIPATING INTERESTS**

	Codes	Period	Previous period
AFFILIATED ENTERPRISES			
Financial fixed assets	(280/1)	1.287.996.271,31	657.973.929,31
Participating interests	(280)	1.287.996.271,31	657.973.929,31
Subordinated amounts receivable	9271		
Other amounts receivable	9281		
Amounts receivable	9291		
Over one year	9301		
Within one year	9311		
Current investments	9321		
Shares	9331		
Amounts receivable	9341		
Amounts payable	9351	471.692.711,38	526.232.643,50
Over one year	9361		
Within one year	9371	471.692.711,38	526.232.643,50
Personal and real guarantees			
Provided or irrevocably promised by the enterprise as security for debts or commitments of affiliated enterprises	9381		
Provided or irrevocably promised by affiliated enterprises as security for debts or commitments of the enterprise	9391		
Other significant financial commitments	9401		
Financial results			
Income from financial fixed assets	9421		
Income from current assets	9431		
Other financial income	9441		
Debt charges	9461	6.902.937,77	6.114.532,84
Other financial charges	9471		
Disposal of fixed assets			
Capital gains obtained	9481		
Capital losses suffered	9491		

**RELATIONSHIPS WITH AFFILIATED ENTERPRISES, ASSOCIATED ENTERPRISES AND OTHERS
ENTERPRISES LINKED BY PARTICIPATING INTERESTS**

	Codes	Period	Previous period
ASSOCIATED ENTERPRISES			
Financial fixed assets	9253		
Participating interests	9263		
Subordinated amounts receivable	9273		
Other amounts receivable	9283		
Amounts receivable	9293		
Over one year	9303		
Within one year	9313		
Amounts payable	9353		
Over one year	9363		
Within one year	9373		
Personal and real guarantees			
Provided or irrevocably promised by the enterprise as security for debts or commitments of associated enterprises	9383		
Provided or irrevocably promised by associated enterprises as security for debts or commitments of the enterprise	9393		
Other significant financial commitments	9403		
OTHER ENTERPRISES LINKED BY PARTICIPATING INTERESTS			
Financial fixed assets	9252		
Participating interests	9262		
Subordinated amounts receivable	9272		
Other amounts receivable	9282		
Amounts receivable	9292		
Over one year	9302		
Within one year	9312		
Amounts payable	9352		
Over one year	9362		
Within one year	9372		

TRANSACTIONS WITH ENTERPRISES LINKED BY PARTICIPATING INTERESTS OUT OF MARKET CONDITIONS

Mention of these transactions if they are significant, including the amount of the transactions, the nature of the link, and all information about the transactions which should be necessary to get a better understanding of the situation of the company

Null

Period

FINANCIAL RELATIONSHIPS WITH

DIRECTORS, MANAGERS, INDIVIDUALS OR BODIES CORPORATE WHO CONTROL THE ENTERPRISE WITHOUT BEING ASSOCIATED THEREWITH OR OTHER ENTERPRISES CONTROLLED BY THESE PERSONS

Amounts receivable from these persons

Conditions on amounts receivable, rate, duration, possibly reimbursed amounts, canceled amounts or renounced amounts

Guarantees provided in their favour

Other significant commitments undertaken in their favour

Amount of direct and indirect remunerations and pensions, included in the income statement, as long as this disclosure does not concern exclusively or mainly, the situation of a single identifiable person

To directors and managers

To former directors and former managers

Codes	Period
9500	
9501	
9502	
9503	
9504	

AUDITORS OR PEOPLE THEY ARE LINKED TO

Auditor's fees

Fees for exceptional services or special missions executed in the company by the auditor

Other attestation missions

Tax consultancy

Other missions external to the audit

Fees for exceptional services or special missions executed in the company by people they are linked to

Other attestation missions

Tax consultancy

Other missions external to the audit

Codes	Period
9505	62.850,00
95061	2.500,00
95062	
95063	
95081	
95082	
95083	

Mentions related to article 134 from the Companies Code

INFORMATION RELATING TO CONSOLIDATED ACCOUNTS

INFORMATION TO DISCLOSE BY EACH ENTERPRISE THAT IS SUBJECT TO COMPANY LAW ON THE CONSOLIDATED ACCOUNTS OF ENTERPRISES

The enterprise has drawn up published a consolidated annual statement of accounts and a management report*

~~The enterprise has not published a consolidated annual statement of accounts and a management report, since it is exempt for this obligation for the following reason*~~

~~The enterprise and its subsidiaries on consolidated basis exceed not more than one of limits mentioned in art. 16 of Company Law*~~

~~The enterprise only has subsidiaries which, considering the assessment of the consolidated assets, consolidated financial position or consolidated results, individual or together, are of a negligible size* (Art. 110 of Company Law)~~

~~The enterprise itself is a subsidiary of an enterprise which does prepare and publish consolidated accounts in which annual accounts of the enterprise are included*~~

INFORMATION TO DISCLOSE BY THE REPORTING ENTERPRISE BEING A SUBSIDIARY OR A JOINT SUBSIDIARY

Name, full address of the registered office and, for an enterprise governed by Belgian Law, the company number of the parent company(ies) and the specification whether the parent company(ies) prepare(s) and publish(es) consolidated annual accounts in which the annual accounts of the enterprise are included**

XTRION NV

Transportstraat 1

3980 Tessenderlo, Belgium

0878.389.438

The enterprise draws up consolidated annual accounts data for the major part of the enterprise

If the parent company(ies) is (are) (an) enterprise(s) governed by foreign law disclose where the consolidated accounts can be obtained**

* Delete where no appropriate.

** Where the accounts of the enterprise are consolidated at different levels, the information should be given for the consolidated aggregate at the highest level on the one hand and the lowest level on the other hand of which the enterprise is a subsidiary and for which consolidated accounts are prepared and published.

FINANCIAL RELATIONSHIPS OF THE GROUP LED BY THE ENTERPRISE IN BELGIUM WITH AUDITORS OR WITH PEOPLE THEY ARE LINKED TO

Mentions related to article 134, §4 and §5 from the Companies Code

Auditor's fees according to a mandate at the group level led by the company publishing the information

Fees for exceptional services or special missions executed in these group by the auditor

Other attestation missions

Tax consultancy

Other missions external to the audit

Fees to people auditors are linked to according to the mandate at the group level led by the company publishing the information

Fees for exceptional services or special missions executed in the group by people they are linked to

Other attestation missions

Tax consultancy

Other missions external to the audit

Codes	Period
9507	109.015,00
95071	2.500,00
95072	
95073	
9509	58.000,00
95091	
95092	
95093	

Mentions related to article 134 from the Companies Code

VALUATION RULES

XX. VALUATION RULES

1. Formation expenses

The formation expenses are booked as an asset in the balance sheet at their purchase value less depreciation. Depreciation is applied under the straight line basis at 20% pro rata per annum.

2. Tangible and intangible fixed assets

The tangible fixed assets are booked as an asset in the balance sheet at their purchase value or production cost if it concerns assets under construction.

Depreciation is applied under the straight line basis at the following percentages pro rata per annum:

Land and buildings	5%	
Plant, machinery and equipment		10% - 20%
Furniture and vehicles	10% - 20%	

The intangible fixed assets are booked as an asset in the balance sheet at their purchase value or production cost if it concerns assets under construction. Licenses are depreciated under the straight line basis at 20% pro rata per annum.

3. Financial fixed assets

The participations are valued at the purchase value.

In the event of permanent loss or depreciation, justified by the situation, profitability and prospects of the company in which the shares are held, impairment will be applied.

4. Cash at bank and in hand

These assets are valued at their nominal value.

5. Amounts receivable after more than 1 year and amounts receivable within one year.

The amounts receivable are booked at their nominal value. The amounts receivable in foreign currency are recorded in EUR at a fixed transfer rate on the date of the transaction and valued at the latest exchange rate.

The exchange rate differences which result out of the valuation exercise are recorded in the income statement. Depreciation is applied when the realized value at the date of the financial year is less than the carrying amount.

6. Stocks

Raw materials and consumables are valued at the purchase value calculated according to the FIFO method.

The work in progress and finished goods are valued at production cost which comprises of direct and indirect costs.

Depreciation is booked for unlisted items and when the realized value is less than the carrying amount.

7. Provisions for liabilities and charges

The Board of Directors, with care, sincerity and good faith decision, examines the year-end provisions to be formed in order to cover:

" major repair and maintenance works

" other risks, if necessary

8. Amounts payable after more than one year and amounts payable within one year

Amounts payable are booked at their nominal value. Amounts payable in foreign currency are recorded in EUR at a fixed transfer rate on the date of the transaction and valued at the latest exchange rate.

The exchange rate differences which result out of the valuation exercise are recorded in the income statement.

XXI. Related parties

1. Shareholders' structure and identification of major related parties

Melexis NV is the parent company of the Melexis group that includes following entities which have been consolidated:

Melexis Inc	US entity	
Melexis GmbH	German entity	
Melexis Bulgaria EOOD	Bulgarian entity	
Melexis Ukraine Ltd	Ukraine entity	
Melexis Technologies SA	Swiss entity	
Melexis NV/Branch office France	French branch	
Sentron AG	Swiss entity	
Melefin NV	Belgian entity	
Melexis Technologies NV	Belgian entity	
Melexis NV/Branch office Philippines	Philippine branch	
K.K. Melexis Japan Technical Research Center	Japanese entity	
Melexis Electronic Technology Co. Ltd	Chinese entity	
Melexis (Malaysia) Sdn Bhd	Malaysian entity	
Melexis Technologies NV (Malaysian) branch	Malaysian branch	
Melexis Dresden GmbH	German entity	

VALUATION RULES

Melexis France SAS
Melexis Korea Yuhan Hoesa

French entity
South-Korean entity

The shareholders of Melexis NV are as follows:

Xtrion NV owns 53.58% of the outstanding Melexis shares. The shares of Xtrion are controlled directly and/or indirectly by Mr. Roland Duchâtelet, Mr. Rudi De Winter and Mrs. Françoise Chombar .

Mr. Roland Duchâtelet and Mrs. Françoise Chombar, who are directors at Melexis NV.

Elex NV is 99.9% owned by Mr. Roland Duchâtelet.

Xtrion NV owns 48.4% of the outstanding shares of X-FAB Silicon Foundries SE, producer of wafers, which are the main raw materials for the Melexis products.

The company sells the majority of its products also to third parties.

Melexis, as in prior years, purchases part of its test equipment from the XPEQT Group. The company develops, produces and sells test systems for the semiconductor industry.

XPEQT Group is owned by Xtrion NV for 99.99%.

During the year 2019 no transactions took place which can create a potential conflict.

OTHER INFORMATIONS TO DISCLOSE

COVID-19

De Covid-19 epidemie wordt aanzien als een feit na balansdatum maar heeft geen impact of aanleiding tot correctie van de enkelvoudige en geconsolideerde jaarrekening eindigend op 31 december 2019

Status op 1 april 2020

Sinds januari volgt en speelt Melexis nauwgezet in op de wereldwijde uitbraak van COVID-19. Meer dan ooit zijn de gezondheid en de veiligheid van onze mensen en andere belanghebbenden onze voornaamste zorg. Melexis heeft een COVID-19-werkgroep opgericht die intensief werkt aan een actieplan en het tijdig reageren op de uitbraak. Specifieke maatregelen zoals telewerk, social distancing en business continuity planning worden toegepast in alle faciliteiten wereldwijd.

Business impact

Gezien meer dan 90% van haar producten verkocht wordt in de automobielsector, is Melexis afhankelijk van de wereldwijde vraag naar voertuigen. Melexis verwacht dat deze vraag in 2020 aanzienlijk beïnvloed zal worden door COVID-19 en de bijbehorende maatregelen, zoals quarantaine en de lockdown van steden. Anderzijds zijn een deel van Melexis' producten, zoals temperatuursensoren, kritische componenten voor veel van de hulpmiddelen die dienen voor het overwinnen van de pandemie, gaande van diagnostiek over temperatuurmeting tot beademingstoestellen, hetgeen leidt tot een toegenomen vraag.

COVID-19 heeft daarnaast ook een negatieve weerslag op de toeleveringsketen van Melexis, bijvoorbeeld door het veroorzaken van een vertraging in de levering van uitrusting, wafers, verpakkingsdiensten, etc. omwille van beperkende maatregelen opgelegd door overheden en bottlenecks in activiteiten op gebied van productie, transport en douane.

Supply chain en business contingency planning zorgen ervoor dat onze productiesites blijven opereren onder de best haalbare omstandigheden.

Financiële impact

Op 1 april 2020 heeft Melexis beslist om haar vooruitzichten voor het volledige jaar 2020 in te trekken, aangezien de economische impact van de COVID-19-pandemie op dit moment niet gekwantificeerd kan worden.

Uit voorzichtigheid en in het licht van de extreme onvoorspelbaarheid van de huidige situatie heeft de Raad van Bestuur beslist om aan de jaarlijkse aandeelhoudersvergadering voor te stellen over het resultaat van 2019 een totaal dividend van 1,30 EUR bruto per aandeel uit te keren, zoals reeds uitbetaald als interim-dividend in oktober 2019, wat betekent dat er geen slotdividend uitbetaald zou worden.

Melexis heeft een sterke balans. Aan het einde van het eerste kwartaal van 2020 bedroeg de kaspositie van Melexis ongeveer 50 miljoen EUR en bedroegen de uitstaande bankschulden 62 miljoen EUR. De niet-opgenomen gecommiteerde kredietlijnen bedragen 112 miljoen EUR.

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Public limited liability company
Rozendaalstraat 12
8900 Ieper
VAT BE – 0435.604.729
Register Legal Entities Ieper
(the “Company”)

Annual Report concerning the financial year ended at 31 December, 2019

According legal requirements, we have the honour of reporting to you on the economic situation of the Company concerning the financial year covering the period from January 1st, 2019 until December 31st, 2019.

This Annual Report and also the Annual Accounts will be made available to you.

1. COMMENTS ON THE ANNUAL ACCOUNTS

These comments are based on the balance sheet after appropriation and are consequently valid under reservation of approval of the proposed appropriation by the ordinary general meeting.

The draft of the annual accounts has been drawn up in accordance with the provisions of the Royal Decree of 30 January, 2001 concerning the implementation of the Companies Code, and more in particular book II, title I, concerning the annual accounts of companies and in accordance with the special legal and regulatory provisions applying to the Company.

The Company realized a turnover of 61.6 million EUR. The total turnover decreased by 8.37% compared to 2018.

The operating profit in 2019 amounted to 10.2 million EUR, mainly as a result of the decrease in turnover.

The fixed assets have decreased in 2019 with 6.4 million EUR.

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2. APPROPRIATION OF THE RESULT

The Board of Directors proposes to present the profit to be appropriated of EUR 911,202,562.88 as follows:

- dividends	EUR 52,517,679.50
- transfer from other reserves	EUR 0.00
- transfer to other reserves	EUR 3,798,779.50
- profit to be carried forward	EUR 854,886,103.88

3. IMPORTANT EVENTS AFTER THE CLOSING OF THE FINANCIAL YEAR

The COVID-19 epidemic is considered as a subsequent event. However, it does not have an impact on, nor does it give rise to the correction of the statutory and consolidated financial statements ending on 31 December 2019.

COVID-19

Status 1 April 2020

Melexis has been closely monitoring and responding to the COVID-19 outbreak around the world and this since January. More than ever, the health and safety of our people and our other stakeholders are our foremost concern. We have a Melexis COVID-19 taskforce in place which has been working intensely to plan for and react to the outbreak in a timely fashion. Specific measures - such as homeworking, social distancing and business continuity planning - are implemented in all facilities worldwide.

Business impact

With over 90% of its products sold in automotive, Melexis depends on the worldwide demand for vehicles. Melexis expects this demand to be significantly impacted in 2020 by COVID-19 and the accompanying measures, such as quarantine measures and cities put on lockdown. On the other hand, part of Melexis products like temperature sensors are critical components to many of the equipment to overcome the pandemic, ranging from diagnostics, over fever measurement and respiratory devices, leading to increased demand.

COVID-19 also adversely impacts the Melexis supply chain, for example by causing a delay in delivery of equipment, wafers, packaging services, etc. due to mitigation measures taken by governments and bottlenecks in production, transportation and customs activities. Supply chain and business contingency planning ensures that our manufacturing sites keep running under the best achievable circumstances.

Financial impact

On 1 April 2020, Melexis decided to withdraw its full year 2020 outlook as the economic impact resulting from the COVID-19 pandemic cannot be quantified at this moment.

As a matter of prudence and in light of the extreme unpredictability of the current situation, the Board of Directors has decided to propose to the annual shareholders' meeting to pay out over the result of 2019 a total dividend of 1.30 EUR gross per share, which was paid in October 2019 as interim dividend, meaning a final dividend would not be paid.

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Melexis has a strong balance sheet. At the end of the first quarter of 2020, Melexis' cash position amounted to around 50 million EUR and the outstanding bank debt to 62 million EUR. Unused committed credit lines equal 112 million EUR.

4. RESEARCH AND DEVELOPMENT

The research and development expenses made during the financial year by the Company amount to 6.57 million EUR (mainly capital expenditures and salary expenses).

5. BRANCH OFFICES

Melexis NV/BO France, Paris
Melexis NV/BO France, Grasse
Melexis NV/BO Philippines, Laguna

**6. INFORMATION ABOUT THE CIRCUMSTANCES THAT COULD HAVE A
CONSIDERABLE IMPACT ON THE DEVELOPMENT OF THE COMPANY**

We do not expect any circumstances that could have a considerable impact on the evolution of our Company.

**7. RISKS AND UNCERTAINTIES RELATED TO THE COMPANY AND ITS
SUBSIDIARIES**

An investment in shares involves certain risks. Prior to making any investment decision, prospective purchasers of shares should consider carefully all of the information set forth in this annual report and, in particular, the risks described below. If any of the following risks actually occur, the company's business, results of operations and financial condition could be materially adversely affected. Except for the historical information in this annual report, the discussion contains certain forward-looking statements that involve risks and uncertainties, such as statements regarding the company's plans, objectives, expectations and intentions. The cautionary statements made in this annual report should be read as being applicable to all forward-looking statements wherever they appear in this annual report.

7.1. RISKS RELATED TO THE COMPANY**7.1.1. OPERATING HISTORY: INABILITY TO FORECAST REVENUES
ACCURATELY**

The company's business and prospects must be considered in light of the risks, uncertainties, expenses and difficulties frequently encountered by companies active in new and rapidly evolving

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markets, such as the semiconductor market. To address these risks and uncertainties, the company must, among other things: (1) increase market share; (2) enhance its brand; (3) implement and execute its business and marketing strategy successfully; (4) continue to develop and upgrade its technology; (5) respond to competitive developments; and (6) attract, integrate, retain and motivate qualified personnel. There can be no assurance that the company will be successful in accomplishing any or all of these things, and the failure to do so could have a material adverse effect on the company's business, result of operations and financial condition.

As a result of the rapidly evolving markets in which it competes, the company may be unable to forecast its revenues accurately. The company's current and future expense levels are based largely on its investment plans and estimates of future revenues. Sales and income from operations generally depend on the volume and timing of, and ability to fulfill, orders received, which are difficult to forecast. The company may be unable to adjust its expenditures in a timely manner to compensate for any unexpected revenue shortfall. Accordingly, any significant shortfall in revenues in relation to the company's planned expenditures would have an immediate adverse effect on the company's business, income from operations and financial condition. Furthermore, in response to changes in the competitive environment, the company may, from time to time, make certain pricing, service or marketing decisions that could have a material adverse effect on the company's business, result of operations and financial condition.

7.1.2. MANUFACTURING

The Group has multiple manufacturing sites around the world. These sites are exposed to risks related to interruptions of our manufacturing processes, such as political upheavals, natural disasters, occupational accidents and pandemics. These could impede the Group's ability to manufacture at these sites on the planned scale or to export products manufactured at those sites, which in turn can impact our financial condition and results of operations. Contingency plans are in place in order to be able to respond adequately to crisis situations.

7.1.3. DEPENDENCE ON DATA AND IT SYSTEMS

The Group heavily depends on the reliability and security of its IT systems: networks, infrastructure, operating systems and databases. These systems are subject to attempted security breaches and other cybersecurity threats, a risk that is becoming more important with the rise in the level of threats to data security. If successful, this could adversely impact our business and result in an immediate loss of revenue for the Group. To mitigate these risks, an array of precautionary measures were put in place.

7.1.4. CURRENCY FLUCTUATIONS

The company is subject to risks of currency fluctuations to the extent that its revenues are received in currencies other than the currencies of the company's related costs. Fluctuations in the value of the euro against an investor's currency of investment may affect the market value of the shares expressed in an investor's currency. Such fluctuations may also affect the conversion into US dollars of cash dividends and other distributions paid in euros on the shares.

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Please refer to the foreign currency risk in chapter 6.9.5.AL of Melexis' annual report for more information about the impact of foreign currencies.

7.1.5. CREDIT RISK ON SHORT-TERM INVESTMENTS

The Company is subject to risks of financial losses on investments in marketable securities and short-term deposits.

7.1.6. MANAGING GROWTH

To manage future growth effectively, the company must enhance its financial and accounting systems and controls, further develop its management information systems, integrate new personnel and manage expanded operations. The company's failure to manage its growth effectively could have a material adverse effect on the quality of its products and services, its ability to retain key personnel and its business, operating result and financial condition.

7.1.7. RISK OF POTENTIAL FUTURE ACQUISITIONS

As a part of its growth strategy, the company regularly evaluates potential acquisitions of businesses, technologies and product lines. Announcements concerning potential acquisitions and investments could be made at any time.

Future acquisitions by the company may result in the use of significant amounts of cash, potentially dilutive issuing of equity securities, incurrence of debt and amortization expenses related to goodwill and other intangible assets, each of which could materially and adversely affect the company's business, result of operation and financial condition or negatively affect the price of the shares. Should the company's future acquisitions operate at lower margins than those that exist for the company's present services and products, they may further limit the company's growth and place a significant strain on its business and financial resources. In addition, acquisitions involve numerous risks, including difficulties in the assimilation of the operations, technologies, products and personnel of the acquired company, the diversion of management's attention from other business concerns, risks of entering markets in which the company has no, or limited, direct prior experience and potential loss of key employees of the acquired company. While the company has had discussions with other companies, there are currently no commitments or agreements with respect to any potential acquisition. In the event that such an acquisition does occur, there can be no assurance that the company's business, result of operations and financial condition, and the market price of the shares will not be materially adversely affected.

**7.1.8. DEPENDENCE ON KEY PERSONNEL; ABILITY TO RECRUIT AND RETAIN
QUALIFIED PERSONNEL**

The company's performance is substantially dependent on the performance and continued presence of its senior management and other key personnel. The company's performance also depends on the company's ability to retain and motivate its other officers and employees. The loss of the services of

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any of the company's senior management or other key employees could have a material adverse effect on the company's business, result of operations and financial condition.

The company's future success also depends on its ability to identify, attract, hire, train, retain and motivate other highly skilled technical, managerial, marketing and customer service personnel. Competition for such personnel is intense, and there can be no assurance that the company will be able to attract, integrate or retain sufficiently qualified personnel. The failure to retain and attract the necessary personnel could have a material adverse effect on the company's business, result of operations and financial condition.

7.1.9. PRODUCTS MAY CONTAIN DEFECTS

The company's products may contain undetected defects, especially when first released, that could adversely affect its business. Despite rigorous and extensive testing, some defects may be discovered only after a product has been installed and used by customers. Any defects discovered after commercial release could result in (1) adverse publicity; (2) loss of revenues and market share; (3) increased service, warranty or insurance costs; or (4) claims against the company. Any of the foregoing could have a material adverse effect on the company's business, result of operations and financial condition.

7.1.10. EVOLVING DISTRIBUTION CHANNELS

The majority of sales to the large automotive accounts are generated by direct sales people. However, over time, increasingly more sales of ASSPs have been generated via the representative and distribution network of Melexis. As the majority of the Melexis ASSPs are unique, the end customers are still dependent on Melexis and not on the representative or distributor that they are working with.

Every distributor or agent or distribution method may involve risks of unpaid bills, idle inventories and inadequate customer service. Any of the foregoing could have a material adverse effect on the company's business, result of operations and financial condition.

7.1.11. PROTECTION AND ENFORCEMENT OF INTELLECTUAL PROPERTY RIGHTS

The semiconductor industry is characterized by frequent claims alleging the infringement of patents and other intellectual property rights. Thus, the company may receive communications or claims from third parties asserting patents or other intellectual property rights on certain technologies or processes used by the company. In the event any third party claim were to be valid, the company could be required to discontinue using certain processes or technologies or to cease the use and sale of infringing products, to pay damages and to acquire licenses to the allegedly infringed technology or develop non-infringing technologies. The company's business, financial condition and result of operations could be materially and adversely affected by any such development.

The company has already obtained patent protections and expects to file additional patent applications when appropriate to protect certain of its proprietary technologies. The company also protects its

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proprietary information and know-how through the use of trade secrets, confidentiality agreements and other measures. The process of patent protection can be expensive and time consuming. There can be no assurance that patents will be issued for applications or that, if patents are issued, they will not be challenged, invalidated or circumvented, or that rights granted thereunder will provide meaningful protection or other commercial advantage to the company. Likewise, there can be no assurance that the company will be able to preserve any of its other intellectual property rights in the future.

7.1.12. CLAIMS

Melexis receives, on a regular basis, claims from customers and competitors. The Company uses all possible resources to limit the risk for the Company. The Company is currently not involved in any litigations.

7.1.13. THE IMPORTANCE OF SIGNIFICANT CUSTOMERS

Melexis' biggest customer accounts for 15% of total sales. No other customers have sales over 10% of total sales. For the year ended 31 December 2019, the 10 most important customers accounted for 49% of total sales (cfr. Note 6.9.5.Y of Melexis' annual report).

7.1.14. SIGNIFICANT SUPPLIER

Melexis sources the majority of its wafers from X-FAB, a related party that is controlled by Melexis' largest shareholder, XTRION (cfr. also Related Parties in Chapter 6). Conditions of the commercial relations between X-FAB and Melexis are in line with those that would have been agreed upon between independent parties in comparable circumstances. The arm's length character of these conditions are analyzed, determined, and tested in accordance with the principles and best practices in this respect as detailed in the OECD's 2017 Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations. Notwithstanding due care taken in the Group's transfer pricing analysis, there can be no assurance that the tax authorities or courts will not take a position contrary to the Group's position.

To reduce the risk of dependency on one supplier, Melexis also sources from two other Asian wafer fabs. For packaging services, Melexis sources from several Asian vendors.

7.1.15. SIGNIFICANT SHAREHOLDERS

The main shareholder holds 53.58% of the company's issued and outstanding ordinary shares. As a result, this shareholder, through the exercise of his voting rights, has the ability to significantly influence the company's management and affairs and all matters requiring shareholder approval, including the election of directors and approval of significant corporate transactions. In addition, some decisions concerning the company's operations or financial structure may present conflicts of interest between the company and this shareholder. For example, if the company is required to raise additional capital from public or private sources to finance its anticipated growth and contemplated capital expenditures, its interests might conflict with those of these shareholders with respect to the particular type of financing sought. In addition, the company may have an interest in pursuing

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acquisitions, divestitures, financings, or other transactions that, in management's judgment, could be beneficial to the company, even though the transactions might conflict with the interests of this shareholder. Likewise, this shareholder has contractual and other business relationships with the company from time to time. Although it is anticipated that any such transactions and agreements will be on terms no less favorable to the company than it could obtain in contracts with unrelated third parties, conflicts of interest could arise between the company and this shareholder in certain circumstances.

For the required information with respect to the potential conflicts of interest, please refer to the related parties in chapter 7.7 of Melexis' annual report.

7.2. RISKS RELATED TO THE BUSINESS**7.2.1. THE SEMICONDUCTOR MARKET**

The semiconductor industry is characterized by rapid technology change, frequent product introductions with improved price and/or performance characteristics, and average unit price erosion. These factors could have a material adverse effect on the company's business and prospects.

7.2.2. THE AUTOMOTIVE INDUSTRY

As a semiconductor company with most of its revenue coming from the automotive industry, Melexis sales are impacted by, among others, the amount of vehicles produced and sold worldwide.

The demand for vehicles is influenced by the economic and geopolitical situation in different regions. Macro-economic risks and trade tensions can lead to reduced purchasing power, causing the demand for vehicles to drop.

Other factors that can lead to a reduced demand for vehicles include a shift in consumer purchase behavior, uncertainty amongst consumers on what type of car to buy and new forms of mobility such as car sharing and robotaxis.

7.2.3. INTENSE COMPETITION

The automotive semiconductor market is very different from other segments of the semiconductor market. In particular, technological requirements for automotive semiconductors differ significantly as automotive electronics must withstand extreme conditions, including very hot and cold temperatures, dry and humid weather conditions and an environment subject to dust, oil, salt and vibration. In addition and unlike the situation in other segments of the semiconductor market, the supply voltage to automotive semiconductors originating from a car's battery will vary strongly in practice (between 6.5 and 24 volts). As a result, these factors make automotive semiconductor product design and, in particular, testing, difficult when compared with other semiconductor markets.

The company currently competes with a number of other companies. These companies could differ for each type of product. The company's competitors include, among others, Allegro Microsystems, Analog Devices, Microchip Technology, AMS, Elmos, Honeywell, Infineon Technologies, TDK (Micronas), NXP, STMicroelectronics, ON Semiconductor and Texas Instruments.

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The company believes that the principal competitive factors in its market are technological know-how, human resources, new product development, a close relationship with the leading automotive original equipment manufacturers and with the car manufacturers.

The company's current and potential competitors could have longer operating histories, greater brand recognition, access to larger customer bases and significantly greater financial, technical, marketing and other resources than the company. As a result, they may be able to adapt more quickly to new or emerging technologies and changes in customer requirements or to devote greater resources to the promotion and sale of their products than the company.

There can be no assurance that the company will be able to compete successfully against current and future competition. Furthermore, as a strategic response to changes in the competitive environment, the company may, from time to time, make certain pricing, service and marketing decisions or acquisitions that could have a material adverse effect on its business, results of operations and financial condition.

New technologies and the expansion of existing technologies may increase the competitive pressures on the company by enabling its competitors to offer a lower cost service or a better technology. There can be no assurance that any current arrangements or contracts of the company will be renewed on commercially reasonable terms.

Any and all of these events could have a material adverse effect on the company's business result of operations and financial condition.

7.2.4. RAPID TECHNOLOGICAL CHANGE

The semiconductor market is characterized by rapidly changing technology, frequent new product announcements, introductions and enhancements to products, and average unit price erosion. In the automotive semiconductor market, the active product life cycle is approximately 5 to 10 years.

Accordingly, the company's future success will depend on its ability to adapt to rapidly changing technologies, to adapt its products and services to evolving industry standards and to improve the performance, features and reliability of its products and services in response to competitive product and service offerings and evolving demands of the marketplace. The failure of the company to adapt to such changes would have a material adverse effect on the company's business, result of operations and financial condition.

7.2.5. PURCHASING

The vast majority of the company's products are manufactured and assembled by foundries and subcontract manufacturers under a 'fabless' model. This reliance upon foundries and subcontractors involves certain risks, including potential lack of manufacturing availability, reduced control over delivery schedules, the availability of advanced process technologies, changes in manufacturing yields, dislocation, expense and delay caused by decisions to relocate manufacturing facilities or processes, and potential cost fluctuations.

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During downturns in the semiconductor economic cycle, reduction in overall demand for semiconductor products could financially stress certain of the company's subcontractors. If the financial resources of such subcontractors are stressed, the company may experience future product shortages, quality assurance problems, increased manufacturing costs or other supply chain disruptions.

During upturns in the semiconductor cycle, it is not always possible to respond adequately to unexpected increases in customer demand due to capacity constraints. The company may be unable to obtain adequate foundry, assembly or test capacity from third-party subcontractors to meet customers' delivery requirements even if the company adequately forecasts customer demand.

Alternatively, the company may have to incur unexpected costs to expedite orders in order to meet unforecasted customer demand. The company typically does not have supply contracts with its vendors that obligate the vendor to perform services and supply products for a specific period, in specific quantities, and at specific prices.

The company's foundry and assembly subcontractors typically do not guarantee that adequate capacity will be available within the time required to meet customer demand for products. In the event that these vendors fail to meet required demand for whatever reason, the company expects that it would take up to twelve months to transition performance of these services to new providers. Such a transition may also require qualification of the new providers by the company's customers or their end customers, which would take additional time. The re-qualification process for the entire supply chain including the end customer could take several years for certain of the company's products.

Melexis sources the majority of its wafers from a related party (cfr. also Related Parties in Chapter 6), but sources from two Asian wafer fabs as well, to reduce the risk of dependency on one supplier. For the packaging services, Melexis sources from several Asian vendors.

7.2.6. RISKS RELATED TO FUTURE TRADING ON EURONEXT

The trading price of the company's shares has been and may continue to be highly volatile and could be subject to wide fluctuations in response to factors such as actual or anticipated variations in the company's quarterly operating results, announcements of technological innovations, or new services by the company or its competitors, changes in financial estimates by securities analysts, conditions or trends in semiconductor industries, changes in the market valuations of companies active in the same markets, announcements by the company or its competitors of significant acquisitions, strategic relationships, joint ventures or capital commitments, additions or departures of key personnel, sales of shares or other securities of the company in the open market and other events or factors, many of which are beyond the company's control. Furthermore, the stock markets in general, and Euronext, the market for semiconductor related and technology companies in particular, have experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to the operating performance of such companies. These broad market and industry factors may materially and adversely affect the market price of the company's shares, irrespective of the company's operating performance.

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Melexis operates internationally, which could give an exposure to market risks from changes in interest and foreign exchange rates. Melexis can use derivative financial instruments to manage the foreign exchange risk.

Risk management policies have been defined on group level, and are carried out by the local companies of the Group.

(1) Credit risks

The Group has no significant concentration of credit risk with any single counterparty or group of counterparties having similar characteristics. The Group has a policy to ensure that sales are only made to new and existing customers with an appropriate credit history.

(2) Interest rate risk

At year end, the Group does not use derivatives to manage interest rate risks of the outstanding bank debt. The schedule of long-term-debt repayments is disclosed in Note 6.9.5.M of Melexis' annual report.

(3) Liquidity risk

Liquidity risk arises from the possibility that customers may not be able to settle obligations to the company within the normal terms of trade. To manage the risk, the company periodically assesses the financial viability of customers.

(4) Foreign exchange risk

The currency risk of the Group occurs due to the fact that the Group operates and has sales in USD. The Group uses derivative contracts to manage foreign exchange risk. The table with outstanding derivatives at year end is taken up in Note 6.9.5.C of Melexis' annual report.

(5) Inflation risk

The inflation risk of the Group arises from the possibility that the salaries will increase due to inflation. At year end, the Group does not use derivative contracts to manage (part of) the inflation risk.

9. INDEPENDENCE AND EXPERTISE REGARDING ACCOUNTING AND AUDIT OF AT LEAST ONE MEMBER OF THE AUDIT COMMITTEE

According to article 526bis, §2 of the Belgian Companies Code at least one independent member of the Audit Committee has to be experienced in accounting and audit. Both Procexcel BV, represented by Ms. Jenny Claes, and Mr. Shiro Baba comply with this requirement through their relevant work experience. In this respect we like to refer to the short biographies of the abovementioned members in chapter 10.

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10. CORPORATE GOVERNANCE STATEMENT

With the Royal Decree of 12 May 2019 (B.S.G. 17 May 2019), the 2020 Belgian Code on Corporate Governance (hereinafter “Code 2020”) was introduced as the new reference code on corporate governance as of 1 January 2020 for all listed companies in Belgium. For the reporting year 2019 however, the 2009 Code on Corporate Governance (Royal Decree of 6 June 2010) is still the relevant reference code.

The full text of the Corporate Governance Code of 2009 and the Code 2020 can be found on the website of the Belgian Corporate Governance Committee, both in English and Dutch (www.corporategovernancecommittee.be/en/).

Melexis has already aligned its Corporate Governance Charter with the Code 2020 on Corporate Governance in the first quarter of 2020. The Corporate Governance Charter can be consulted on the website of the company at: www.melexis.com/en/investors/corporate-governance/corporate-governance-charter.

As of 1 January 2020, the new Belgian Code of Companies and Associations (BCAC) applies. In this Corporate Governance Statement however, we still refer to the articles of the old Belgian Companies Code (of 7 May 1999) as this was the applicable law during the reporting year.

10.1. SHAREHOLDERS

Melexis seeks to guarantee transparent and clear communication with its shareholders. Active participation of the shareholders is encouraged by Melexis.

In order to achieve this goal, the shareholders can find all important and relevant information on Melexis’ website. Melexis publishes its annual reports, half year reports, statutory reports, quarterly results and the financial calendar on its website in the section “Investor Relations”. Melexis realizes that the publication of these reports and information benefits its trust-based relationship with its shareholders and other stakeholders.

Furthermore, Melexis is committed to guaranteeing shareholder rights:

- ☑ Shareholders can submit questions to the company (at the latest six days) prior to the annual shareholders’ meeting in order to have those questions answered during the meeting;
- ☑ At the latest 30 days prior to the annual shareholders’ meeting, the agenda and other relevant documents are published on Melexis’ website;
- ☑ Shareholders representing at least 3% of the share capital have the right to add items and/or resolution proposals to the agenda at the latest 22 days prior to the annual shareholders’ meeting;
- ☑ During the annual shareholders’ meeting, shareholders have the right to vote on each item on the agenda. In case they cannot attend the meeting, they have the right to appoint a proxy holder;
- ☑ The minutes of the annual shareholders’ meeting with the voting results will be published on Melexis’ website after the meeting.

**OTHER DOCUMENTS TO BE DEPOSITED IN ACCORDANCE
WITH THE COMPANIES CODE****10.2. MANAGEMENT STRUCTURE**

The Board of Directors determines the strategic direction of Melexis and supervises the state of affairs within Melexis.

The Board of Directors is assisted in its role by an Audit Committee and a Nomination and Remuneration Committee. These board committees have an advisory function. Only the Board of Directors has the decision-making power.

The daily management of Melexis has been delegated by the Board of Directors to the Chief Executive Officer, Ms. Françoise Chombar, who can represent the company by her sole signature within the framework of the daily management. For actions that fall outside the scope of the daily management, Melexis is validly represented by two directors acting jointly.

The Chief Executive Officer is also the Chair of the Executive Management. The Executive Management is responsible for leading Melexis in accordance with the global strategy, values, planning and budgets approved by the Board of Directors. The Executive Management is also responsible for screening the various risks and opportunities that the company might encounter in the short, medium or longer term, as well as for ensuring that systems are in place to identify and address these risks and opportunities.

10.3. BOARD OF DIRECTORS**Composition**

In accordance with article 13 of Melexis' Articles of Association, the Board of Directors consists of at least 5 members, of which at least three members should be independent in accordance with article 526ter of the Belgian Companies Code.

The Board of Directors is composed of at least half non-executive members and at least one executive member. Independent directors qualify as non-executive directors.

The directors are appointed by the majority of the votes cast of the annual shareholders' meeting for a period of four years. In the same way, the annual shareholders' meeting may revoke a director at any time. There is no age limit for directors and directors with an expiring mandate can be reappointed within the limits stipulated in the Companies Code.

Currently, the Chief Executive Officer is the only member of the Board of Directors that has an executive mandate. The Chairman of the Board is Mr. Roland Duchâtelet.

The composition of the Board of Directors complies with the requirement of article 518bis of the Belgian Companies Code that at least one third of its members has to be of a different gender.

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Name	Age	Expiry mandate	Position
Roland Duchâtelet	73	2022	Chairman of the Board Non-executive director
Françoise Chombar	57	2022	Managing director, CEO
Procexcel BV, represented by Ms. Jenny Claes	72	2021	Non-executive and independent director
Shiro Baba	70	2021	Non-executive and independent director
Martine Baelmans	55	2022	Non-executive and independent director

Mr. Roland Duchâtelet has been a private shareholder of the company since April 1994 and has served as a director ever since. Prior to that date, Mr. Duchâtelet served in various positions in production, product development and marketing for several large and small companies. He contributed to the start-up of two other semiconductor manufacturers: Mietec Alcatel (Belgium) from 1983 to 1985 as business development/sales manager and Elmos GmbH (Germany) from 1985 to 1989 as marketing manager. Mr. Duchâtelet is the co-founder of the parent company of Melexis NV. He holds a degree in electronic engineering, a degree in applied economics and an MBA from the University of Leuven.

Ms. Françoise Chombar has served as acting Chief Operating Officer since 1994. Prior to that date, she served as planning manager at Elmos GmbH (Germany) from 1986 to 1989. From 1989 she served as operations manager and director at several companies within the Elex group. Ms. Chombar became director in 1996. She holds a master's degree in interpreting in Dutch, English and Spanish from the University of Ghent. In 2004, Ms. Chombar was appointed co-Managing Director and Chief Executive Officer. After the resignation of Mr. Rudi De Winter, mid February 2011, as Managing Director and Chief Executive Officer, Ms. Chombar has continued these functions. Ms. Chombar is currently a Board member at Umicore, a global materials technology and recycling group. On 26 July 2019, she was appointed as a member of the Board of Directors and the Strategy and Governance / Nomination Committees of Soitec, a company specialized in generating and manufacturing semiconductor materials. Ms. Chombar is also president of the STEM platform, an advisory board to the Flemish government, aiming to encourage young people to pursue an education in Science, Technology, Engineering or Mathematics.

Ms. Jenny Claes has a long track record in three different companies and was mainly active in the field of logistics. This included responsibilities for commercial planning, production planning, warehousing, transport, international sales administration, ICT and quality management. She participated in the start-up of the European distribution center of SKF in Tongeren and held the

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position of General Manager of SKF Logistics Services Belgium from the end of 2003 until the end of 2008. Ms. Claes held the position of Manager Quality and Business Excellence of SKF Logistics Services worldwide. Ms. Jenny Claes holds a master's degree in international trade.

Mr. Shiro Baba has 38 years' professional and management experience in different fields related to the semiconductor business. He started his career in 1975 in the semiconductor division of Hitachi. As from 1999, he held several general management positions within the Hitachi semiconductor division. From 2003 until 2009, Mr. Baba was employed by Renesas Technology Corp. as general manager of the Automotive Semiconductor Business Unit, among others, and later as Board Director and senior VP. His last mandate was President & CEO of Hitachi ULSI Systems Co. before retiring in 2013. In April 2013, Mr. Baba was appointed independent director of Melexis. Mr. Baba obtained a master's degree in electrical and physical engineering from the Tokyo Institute of Technology and in electrical engineering from Stanford University.

Ms. Martine Baelmans started her career at KU (Catholic University) Leuven in 1987 as assistant at the Division of Applied Mechanics and Energy Conversion. Since 2006, she has been full professor at the Faculty of Engineering Sciences. She is currently also vice-rector for educational policy, innovation and entrepreneurship at this university. Ms. Baelmans holds a Master of Science in Mechanical Engineering and a PhD degree in Engineering Sciences from KU Leuven. Her research has been mainly focused on thermodynamics and heat transfer, particularly in applications for electronics cooling.

Appointment and replacement of directors

The Articles of Association (Articles 13 and following) and the Melexis Corporate Governance Charter contain specific rules concerning the (re-)appointment, the induction and the evaluation of directors.

Directors are appointed for a term not exceeding four years by the annual shareholders' meeting, which can also revoke their mandate at any time. An appointment or dismissal requires a simple majority of the votes cast.

If and when a position of a director prematurely becomes vacant within the Board, the remaining directors temporarily appoint a new director until the annual shareholders' meeting appoints a new director. Said appointment will then be included in the agenda of the next annual shareholders' meeting.

The Nomination and Remuneration Committee submits a reasoned recommendation to the Board on the nomination of directors and equally makes recommendations to the Board on the remuneration policy for directors and Executive Management.

Functioning of the Board

The terms of reference of the Board of Directors are part of the Corporate Governance Charter.

In 2019 the Board convened nine (9) times and treated, among others, the following topics:

- ✔ Financial results of the Group
- ✔ Financial and legal risks to which the Group is exposed

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- ✔ Possible acquisitions
- ✔ Group (re-)structuring
- ✔ Intercompany agreements
- ✔ Strategic review
- ✔ Dividend policy
- ✔ Budget for the next financial year
- ✔ Recommendations of the Audit Committee and the Nomination and Remuneration Committee

All members attended the meetings.

Evaluation of the Board and its Committees

The effectiveness of the Board of Directors and its Committees is monitored and reviewed every three years in order to achieve possible improvements in the management of Melexis. The last review was performed in 2019, led by the Chair.

In the evaluation, special attention is paid to:

- ✔ The functioning of the Board of Directors and its relevant committees
- ✔ The thoroughness with which important issues are prepared and discussed
- ✔ The effectiveness of the interaction with the Executive Management
- ✔ The quality of the information provided
- ✔ The individual contribution of each member of the Board.

10.4. COMMITTEES**Audit Committee**

The Audit Committee assists the Board of Directors in its supervisory duties with respect to the internal supervision in the broadest sense, including the financial reporting, as described in the company's Corporate Governance Charter and article 526bis of the Belgian Companies Code. The Audit Committee also monitors the assessment and follow-up by the Executive Management of the auditor's recommendations.

The Audit Committee is composed of three non-executive members: Procexcel BV, represented by Ms. Jenny Claes, independent director and Chair¹, Mr. Roland Duchâtelet, and Mr. Shiro Baba, independent director.

The Audit Committee met four (4) times in 2019. All members attended the meetings.

¹ On 4 March 2019, Ms. Jenny Claes replaced Mr. Roland Duchâtelet as Chair of the Audit Committee.

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In addition to the exercise of its legal powers and the duties listed in the Melexis Corporate Governance Charter, the Audit Committee reviewed, among others:

- ✔ Statutory auditor fees
- ✔ Reports of the statutory auditor and internal auditor
- ✔ Extension of the statutory auditor's mandate
- ✔ New Code of Conduct
- ✔ IFRS 16
- ✔ Delegation of Authority

Nomination and Remuneration Committee

The Nomination and Remuneration Committee, which qualifies as a remuneration committee pursuant to article 526quater of the Belgian Companies Code, advises, among others, the Board of Directors concerning the way in which the company's strategic objectives may be promoted by adopting an appropriate nomination and remuneration program. This committee supervises the development of remuneration, allocation of variable remuneration and the general performance within Melexis.

The Nomination and Remuneration Committee is composed of three non-executive members of which a majority of independent directors, Ms. Martine Baelmans, independent director and Chair², Mr. Roland Duchâtelet, and Procexcel BV, represented by Ms. Jenny Claes, independent director. The committee has the relevant expertise regarding remuneration policy.

The Nomination and Remuneration Committee met three (3) times in 2019. All members attended the meetings.

In addition to the exercise of its legal powers and the duties listed in the Melexis Corporate Governance Charter, in 2019 the Nomination and Remuneration Committee reviewed, among others:

- ✔ Remuneration and variable remuneration of Executive Management
- ✔ Assessment of the variable remuneration of the CEO
- ✔ Termination of the mandate of a member of the Executive Management.

² On 4 March 2019, Ms. Martine Baelmans replaced Mr. Roland Duchâtelet as Chair of the Nomination and Remuneration Committee.

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10.5. EXECUTIVE MANAGEMENT

Composition

The Executive Management³ is composed of the following members:

Name	Age	Function
Marc Biron	49	VP Sense & Drive
Françoise Chombar	57	Chief Executive Officer
Kristof Coddens	49	VP Artificial Intelligence
Karen van Griensven	49	Chief Financial Officer
Vincent Hiligsmann	49	VP Corporate Strategy – Global Sales, Brand & Communication
Veerle Lozie	46	VP Operations & IT
Damien Macq	53	VP Sense & Light
Sam Maddalena ⁴	43	VP Corporate Strategy - Global Product Marketing, OEM Business Development
Nicolas Simonne	45	VP Development & Quality
Heidi Stieglitz	60	VP Human Resources & Sites

³ Certain members are representatives of private companies with limited liability (BV/SRL).

⁴ On 17 December 2019, the mandate of Sam Maddalena as a member of the Executive Management ended.

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The Board of Directors determines, upon recommendation by the Nomination and Remuneration Committee, the remuneration policy and individual remuneration of the Executive Management. The directors' remuneration is approved by the annual shareholders' meeting.

The remuneration policy of Melexis is analyzed on an annual basis by the Nomination and Remuneration Committee in close cooperation with the HR department. This evaluation takes into account the market pay levels to ensure that compensation within Melexis is established in such a way that it enables the company to attract and motivate its talent.

The Nomination and Remuneration Committee evaluates the performance of the CEO and discusses with the CEO the performance of the other members of the Executive Management based on the guidelines of the company's remuneration policy.

The Nomination and Remuneration Committee then makes recommendations to the Board of Directors with respect to the compensation level of the CEO and the other members of the Executive Management, based on performance outputs and a benchmark analysis of compensation levels for similar positions at comparable companies. The company has not materially deviated from its remuneration policy during the reported financial year.

From the next financial years onwards, the Board of Directors determined, upon recommendation of the Nomination and Remuneration Committee, a remuneration policy which can be found on Melexis' website. It will submit the policy to the annual shareholders' meeting on 12 May 2020. If approved, this policy will apply to the remuneration of directors and Executive Management from financial year 2020 onwards. The remuneration policy is intended to apply for several years. The policy shall, however, be analyzed on an annual basis by the Nomination and Remuneration Committee.

Remuneration of directors

The remuneration of the directors is subject to the approval of the annual shareholders' meeting.

Only the mandates of the independent directors are remunerated. Their compensation consists of a fixed annual remuneration of EUR 20,000 and reimbursement of costs to attend the Board and/or Committee meetings. The directors are expected to uphold the expenditure policy within Melexis and to submit suitable justification for their costs.

In 2019, Melexis paid a total of EUR 60,000 remuneration to the independent directors. Additionally, Melexis paid EUR 13,344 as reimbursement of costs as mentioned in the table below. These costs can be justified as travel expenses:

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Name	Remuneration	Costs
Procexcel BV, represented by Jenny Claes	EUR 20,000	-
Shiro Baba	EUR 20,000	13,344
Martine Baelmans	EUR 20,000	-

The other directors are not remunerated for their mandate and do not receive any fringe benefits. The performances of directors are evaluated by the Board of Directors to ensure that only persons with competences matching Melexis' international ambitions are nominated as director.

Remuneration of Executive Management

CEO

Of all the members of the Executive Management, only the CEO is also a member of the Board of Directors. The CEO does not receive an additional remuneration for this mandate.

In 2019, Sensinnovat BV (of which Ms. Françoise Chombar is the permanent representative) received a fixed remuneration amounting to EUR 249,996 and a variable pay of EUR 78,125 as Managing Director of Melexis Technologies NV.

Françoise Chombar	Remuneration 2018
Base remuneration	EUR 249,996
Short-term variable remuneration	EUR 15,625
Mid-term variable remuneration	EUR 31,250
Long- term variable remuneration	EUR 31,250
Pension	EUR 0
Extralegal arrangements	EUR 0
Reimbursement of costs	EUR 7,995

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The CEO does not benefit from contributions in a pension scheme, nor does she have any extralegal arrangements through an individual/group insurance paid for by the company or receive any other fringe benefits.

Other Executive Managers

The total amount of the fixed remuneration of the other members of the Executive Management amounted to EUR 1,839,947 in 2019. The total of the 2019 variable pay component pay-outs amounted to EUR 362,286.

Executive Managers	Remuneration paid out in 2019
Base remuneration	EUR 1,839,947
Variable remuneration	EUR 362,286
Extralegal arrangements	EUR 12,906
Reimbursement of costs	EUR 94,519

In accordance with article 554, part 4 of the Belgian Companies Code and the recommendations of the Belgian Corporate Governance Code, the remuneration policy of Melexis determines that a compensation in case of normal termination of the contract of the members of the Executive Management working under a Management Contract will be three months' remuneration (fixed, calculated on the twelve months preceding the termination). The Remuneration Committee points out that this severance payment is in line with market practices. The severance payment will be higher in case an executive manager's (except the CEO) contract is terminated due to a change of control in Melexis. The severance payment can also be higher for members of the Executive Management working under an employment contract. Severance payments will be determined by the applicable legislation.

In 2019, it was decided to terminate the Management Contract with one member of the Executive Management team, Mr. Sam Maddalena (VP Corporate Strategy – Global Product Marketing, OEM Business Development).

10.7. POLICY ON CERTAIN TRANSACTIONS

Conflicts of interest in the Board of Directors

According to article 523 of the Belgian Companies Code, a member of the Board of Directors has to inform the other directors about any item on the agenda of the Board that will cause a direct or indirect

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conflict of interest of a financial nature to him/her. In this event, the respective director may not participate in the deliberation and voting on this agenda item.

Pursuant to article 524 of the Belgian Companies Code, companies listed on the stock exchange must follow a special procedure before decisions are taken or operations are executed concerning (i) the relations of the listed company with an affiliated company, except its subsidiaries, and (ii) the relations between a subsidiary of the listed company and an affiliated company of the subsidiary, other than a subsidiary of the subsidiary. Prior to the decision or transaction, a Committee composed of three independent directors, assisted by one or more independent experts, must prepare a written motivated advice for the Board of Directors. The auditor delivers an opinion regarding the accuracy of the information contained in the Committee advice and in the minutes of the Board of Directors' decision. The advice of the Committee, an excerpt from the minutes of the Board of Directors and the opinion of the auditor have to be recorded in the annual report of the company.

In 2019, there were no conflicts of interest for which the procedures of the above mentioned articles needed to be applied.

Other transactions with directors and Executive Management

As determined by the Melexis Corporate Governance Charter, members of the Board of Directors and the Executive Management have to refrain from any action that could raise an impression of being in conflict with the interests of the company. Therefore, any transaction between a director or a member of the Executive Management and the company has to be reported to the Chair of the Board of Directors.

In 2019 however, there were no transactions between the company and its directors or a member of the Executive Management involving a conflict of interest. All related party transactions were made on terms equivalent to those that prevail in arm's length transactions.

Insider trading

Melexis developed an Insider Trading Policy to comply with the European and Belgian provisions on Insider Trading and Market Abuse. In this respect, a list is kept up to date of all people with managerial responsibilities as well as all other people who have access to sensitive information related to the Melexis share.

The purpose of the Melexis Insider Trading Policy is to prevent the abuse of inside information.

Before trading any company shares, the members of the Board of Directors and the Executive Management have to receive the green light from the Compliance Officer and have to report back once the transaction has been completed. Furthermore, in compliance with the same legislation, the members of the Board of Directors and the Executive Management as well as their closely associated persons have to notify all their transactions above a certain threshold in Melexis shares to the Belgian Financial Services and Markets Authority, who will publish these notices on its website.

Compliance with the Melexis Insider Trading Policy will be supported and verified by the Compliance Officer.

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10.8. INTERNAL CONTROL AND RISK ASSESSMENT PROCEDURES IN RELATION TO FINANCIAL REPORTING

The internal control and risk assessment procedures in relation to the process of financial reporting are coordinated by the CFO. Such procedures have to make sure that the financial reporting is based on reliable information and that the continuity of the financial reporting in conformity with the IFRS accounting principles is guaranteed.

The process of internal control in relation to the financial reporting is based on the following principles:

- ✔ Data on transactions or use of assets of the company are registered accurately and saved in an automated global enterprise resource planning (ERP) system by the different Melexis functions.
- ✔ Accounting transactions are registered in globally standardized operating charts of accounts.
- ✔ The financial information is initially prepared and reported by the accounting teams in the different legal entities of Melexis worldwide.
- ✔ Subsequently, the finance managers at the different Melexis sites will review the prepared and reported local financial information before sending it to the Global Finance Department.
- ✔ In the Global Finance Department, the financial information will receive its final review before it is included in the consolidated financial statements.
- ✔ All Melexis sites use the same software for the reporting of the financial data for consolidation.
- ✔ Random checks are made to assure that:
 - Transactions have been saved as required for the preparation of the financial accounts in conformity with the IFRS accounting principles;
 - Transactions have been approved by the authorized persons of the company.

Melexis is validly represented by the sole signature of the CEO for all aspects of the daily management of the company. Specific powers are granted to members of the Executive Management to represent Melexis in matters that relate to the function for which they are responsible. For actions that fall outside the scope of the daily management, the company is validly represented by two directors acting together.

In the event of detection of certain deficiencies, this will be reported to the Executive Management to determine which appropriate measures can be taken.

The risk assessment in connection with the financial reporting is based on the following principles:

- ✔ Risks that the company is confronted with are detected and monitored with the responsible persons of the different functions of the company.
- ✔ By using an automated ERP system, the responsible persons of the functions have permanent access to the financial information with regard to their function for monitoring, controlling and directing purposes with regard to their business activities.

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- ✔ Closing the accounts at the end of every month warrants that the financial consequences of the identified risks are monitored closely to be able to anticipate possible adverse evolutions.
- ✔ The financial results are also monthly reviewed on a global level.
- ✔ A data protection system based on antivirus software, internal and external backup of data and the controlling of access rights to information, protects the company's information and guarantees the continuity of the financial reporting. The adequacy and integrity of these IT systems and procedures are reviewed regularly.
- ✔ In accordance with the 2009 Belgian Code on Corporate Governance, Melexis has set up an internal audit function, whose resources and skills are adapted to assess the financial reporting and the risk management of the company. The Audit Committee receives a periodic summary of the internal audit activities.

10.9. ELEMENTS PERTINENT TO A TAKE-OVER BID**Capital structure**

The registered capital of Melexis NV amounts to EUR 564,813.86 and is represented by 40,400,000 equal shares without par value. The shares are in registered or non-material form.

Restrictions on the transfer of securities

The Articles of Association contain no restrictions on the transfer of the shares. The Board of Directors is furthermore not aware of any restrictions imposed by law on the transfer of shares by any shareholder, except in the framework of market abuse regulations.

Restrictions on the exercise of voting rights

Each share entitles the holder to one vote. The Articles of Association contain no restrictions on the voting rights and each shareholder can exercise his voting rights, provided that he is validly admitted to the annual shareholders' meeting and his rights have not been suspended. Pursuant to article 9 of the Articles of Association, the company is entitled to suspend the exercise of the rights attached to securities belonging to several owners until one person is appointed towards the company as representative of the security.

No one can vote at the annual shareholders' meeting using voting rights attached to securities that have not been reported in due time in accordance with the Articles of Association and with the law.

The Board is not aware of any other restrictions imposed by law on the exercise of voting rights.

Agreements among shareholders

The Board of Directors is not aware of any agreements among shareholders that may result in restrictions on the transfer of securities or the exercise of voting rights.

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Amendments to the Articles of Association

The Articles of Association can be amended by an Extraordinary General Meeting in accordance with the Belgian Companies Code. Each amendment to the Articles of Association –including capital increases or reductions, mergers, demergers and a winding up – in general requires an attendance quorum of 50% of the subscribed capital and acceptance by a qualified majority of 75% of the votes cast. More stringent majority requirements have to be complied with in a number of cases, such as the modification of the corporate object or the company form.

Authorities of the Board of Directors to issue, buy back or dispose of own shares

The Articles of Association do not mention any special authorities granted to the Board of Directors to increase the registered capital.

The Board of Directors is authorized by the Extraordinary General Meeting of April 23rd, 2019 to acquire own shares of the Company, either directly or by a person acting in his or her own name but on behalf of the Company or by a direct subsidiary within the meaning of Article 5, §2, 1^o, 2^o and 4^o of the Belgian Companies Code. The Company is subject to the following conditions for the acquisition of own shares in the context of Article 620 of the Belgian Companies Code:

- ☑ This authorization applies to a number of own shares that is at most equal to the number of shares as a result of which, due to the acquisition thereof, the limit of 20% referred to in Article 620, § 1, first section, 2^o of the Belgian Companies Code would have been achieved;
- ☑ The acquisition of a share in the framework of this authorization must take place at a price per share between EUR 0,01 and EUR 100,00;
- ☑ The par value of the number of own shares to be acquired that the company wishes to purchase, including the previously acquired own shares held by the company, may not exceed twenty per cent (20%) of the share capital of the company;
- ☑ The compensation for the acquisition of these own shares may not exceed the company's resources that, in accordance with Article 617 of the Belgian Companies Code, are eligible for distribution;
- ☑ The acquisition of the shares in the framework of this authorization will entail the immediate creation of a non-distributable reserve 'acquisition of own shares' equal to the global purchase price of the acquired shares, and this by means of a withdrawal from the available profit reserve. The creation of a non-distributable reserve is only mandatory if and for as long as the shares are held in portfolio.

This authorization is valid for a period of five (5) years from the publication of this decision in the Belgian Official Gazette (10 May 2019).

The existing authorizations of the Board of Directors for the alienation of own shares held in accordance with article 622, §2, of the Belgian Companies Code and article 622, §2, 1^o of the Belgian Companies Code were awarded for an indefinite period by the resolutions of the Extraordinary General Meeting of 22 April 2014:

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- ☑ The number of own shares disposed of may not exceed the number of shares in the company that a direct subsidiary of the company may hold as a legitimate cross-shareholding within the meaning of article 631, § 1 of the Companies Code;
- ☑ The disposal of a share under this authority shall take place at the last closing price at which the shares were quoted on the Brussels stock exchange at the moment of disposal;
- ☑ The shares concerned may only be transferred to Melexis Technologies NV, whose registered office is situated at 3980 Tessenderlo, Transportstraat 1, RPR Hasselt 0467.222.076, or to a company of which Melexis NV directly or indirectly holds more than 99% of the dividend entitled securities;
- ☑ The reserves the company has made unavailable for distribution due to the 'acquisition of own shares' are transferred back to reserves available for distribution for an amount equal to the acquisition value of the disposed shares.

The Board of Directors is also authorized for an indefinite period of time to dispose of purchased own shares in accordance with article 622, §2, section 2, 1° of the Companies Code to the extent that the shares are disposed of on the regulated market on which they are quoted.

On 31 December 2019, the Melexis group was in possession of 346,141 shares out of 40,400,000 shares in the registered capital of the company, or 0.86% of the total outstanding share capital. In accordance with article 622 of the Companies Code, the voting rights on these shares are suspended.

Termination of management agreements

All management agreements with the members of the Executive Management (except the CEO) provide for a severance payment equal to twelve months' fixed remuneration if the management agreement is terminated due to a change of control.

Other elements

The company has not issued securities with special control rights. No agreements have been concluded between the company and its Directors or employees providing for a compensation if, as a result of a take-over bid, the Directors resign or are made redundant without valid reason or if the employment of the employees is terminated.

10.10. AUDITOR

PwC Bedrijfsrevisoren BV, whose registered office is situated at 1932 Sint-Stevens-Woluwe, Woluwedal 18, listed in the Register for Legal Entities of Brussels with company number 429.501.944, was appointed as statutory auditor of the company. Ms. Sofie Van Grieken, auditor, and Mr. Koen Vanstraelen, auditor, are appointed as the permanent representatives of the auditor.

The annual fee for this mandate, on a consolidated basis, amounted to EUR 169,515 in audit fees, VAT excluded, and is adjusted annually according to the consumer index.

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Melexis complies with the corporate governance rules of the 2009 Belgian Code on Corporate Governance.

Melexis' compliance with the Code 2020 is detailed in the most recent version of the Corporate Governance Charter.

11. APPROVAL ANNUAL ACCOUNTS AND DISCHARGE

Herewith the Annual Accounts for your approval which give a fair, complete and faithful representation of the activities that took place during the year ended on December 31, 2019. This report, the auditors' report and financial statements for the year ended December 31, 2019 were at your disposal.

We suggest you to discharge the Directors and Auditors PwC Bedrijfsrevisoren BV, represented by Mrs. Sofie Van Grieken and Mr. Koen Vanstraelen, for any liability which arises from the exercise of his duties during the past year.

The Board proposes the profit to be divided as included in the accompanying financial data.

Done at Ieper on March 26, 2020

On behalf of the Board of Directors


Françoise Chombar (Apr 3, 2020)

Apr 3, 2020

Françoise Chombar
CEO

REPORT OF THE AUDITORS



MELEXIS NV

Statutory auditor's report to the general shareholders' meeting on
the annual accounts for the year ended December 31, 2019

3 April 2020

REPORT OF THE AUDITORS**STATUTORY AUDITOR'S REPORT TO THE GENERAL SHAREHOLDERS' MEETING OF MELEXIS NV ON THE ANNUAL ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2019**

We present to you our statutory auditor's report in the context of our statutory audit of the annual accounts of Melexis NV (the "Company"). This report includes our report on the annual accounts, as well as the other legal and regulatory requirements. This forms part of an integrated whole and is indivisible.

We have been appointed as statutory auditor by the general meeting *d.d.* April 20, 2017, following the proposal formulated by the board of directors and following the recommendation by the audit committee. Our mandate will expire on the date of the general meeting which will deliberate on the annual accounts for the year ended December 31, 2019. We have performed the statutory audit of the annual accounts of the Company for 3 consecutive years.

Report on the annual accounts***Unqualified opinion***

We have performed the statutory audit of the annual accounts of the Company, which comprise the balance sheet as at December 31, 2019, and the profit and loss account for the year then ended, and the notes to the annual accounts, characterised by a balance sheet total of EUR 1.338.634.985,88 and a profit and loss account showing a profit for the year of EUR 783.458.667,01.

In our opinion, the annual accounts give a true and fair view of the Company's net equity and financial position as at December 31, 2019, and of its results for the year then ended, in accordance with the financial-reporting framework applicable in Belgium.

Basis for unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Belgium. Furthermore, we have applied the International Standards on Auditing (ISAs) as approved by the IAASB which are applicable to the year-end and which are not yet approved at the national level. Our responsibilities under those standards are further described in the "*Auditor's responsibilities for the audit of the annual accounts*" section of our report. We have fulfilled our ethical responsibilities in accordance with the ethical requirements that are relevant to our audit of the annual accounts in Belgium, including the requirements related to independence.

We have obtained from the board of directors and Company officials the explanations and information necessary for performing our audit.

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

Emphasis of matter - subsequent event

As far as the outbreak of COVID 19 is concerned, we draw your attention to point 3 of the directors' report and Note 6.20 of the annual accounts in which the board of directors expresses their view that, although the consequences thereof may have a significant impact on the Company's operations in 2020, such consequences do not have a material impact on the Company's financial position for the year ended 31 December 2019. Our opinion is not qualified in respect of this matter.

PwC Bedrijfsrevisoren BV - PwC Reviseurs d'Entreprises SRL - Financial Assurance Services
Maatschappelijke zetel/Siège social: Woluwe Garden, Woluwedal 18, B-1932 Sint-Stevens-Woluwe
Vestigingseenheid/Unité d'établissement: Generaal Lemanstraat 55, B-2018 Antwerpen
T: +32 (0)3 259 3011, F: +32 (0)3 259 3099, www.pwc.com
BTW/TVA BE 0429.501.944 / RPR Brussel - RPM Bruxelles / ING BE43 3101 3811 9501 - BIC BBRUBEBB /
BELFIUS BE92 0689 0408 8123 - BIC GKCC BEBB

REPORT OF THE AUDITORS**Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts of the current period. These matters were addressed in the context of our audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1) First key audit matter regarding fraud in revenue recognition

Description of the key audit matter

As is the case for many listed Companies, growth expectations in terms of revenues and period result are high which could result in pressure to meet ambitious targets: variable (executive) management reward and incentive schemes are based on achieving specific targets and, in our opinion, therefore may also place pressure to manipulate revenue recognition. The majority of the group's sales arrangements is generally straightforward, being on a point of sale basis and requiring little judgement to be exercised.

We consider this point as a key audit matter because there is a risk that management may override controls to intentionally misstate revenue transactions, either through the judgements made in estimating rebates, applying non-contractual price changes, recording fictitious revenue transactions or through intentionally increasing period-end sales to distributors, having a right of overstock return, to achieve the mentioned targets.

How our audit addressed the key audit matter

We assessed the Melexis revenue recognition policies and how they are applied, including the relevant controls, and tested controls over revenue recognition where appropriate. We discussed key contractual arrangements with management and obtained relevant documentation, including rebate arrangements. Where rebate arrangements exist, we obtained third-party confirmations or performed appropriate alternative procedures, including review of contracts and recalculation of rebates. We also performed an analysis over changes to prior period rebate estimates to challenge the assumptions made, including assessing the estimates for evidence of management bias.

As part of our overall revenue recognition testing, we used data analysis tools to test the correlation of revenue transactions to cash receipts for the complete set of sales throughout the year. We performed cut-off and sales price testing for a sample of revenue transactions around the period end date to check whether they were accurately recognised and recorded in the appropriate period.

Other audit procedures are specifically designed to address the risk of management override of controls included journal entry testing, applying particular focus to the existence and timing of revenue transactions. Having performed these procedures, we did not identify exceptions that are significant to the financial statements as a whole.

REPORT OF THE AUDITORS

2) Second key audit matter regarding tax positions

Description of the key audit matter

The global nature of Melexis operations, of which an overview can be found in section 6.9.4 of the notes to the consolidated financial statements, results in complexities in the payment of and accounting for income taxes: the group operates across 14 countries and is subject to periodic challenges by local tax authorities on a range of income tax matters during the normal course of business. Income tax legislation is open to different interpretations and the income tax treatment of some items is uncertain. Income tax audits can require several years to conclude and transfer pricing judgements may impact the group's income tax liability. Management applies judgement in assessing these income tax exposures in each jurisdiction, many of which require interpretation of local income tax laws. Given the complexities and the level of judgement involved, we consider this point as a key audit matter.

How our audit addressed the key audit matter

We obtained an understanding of the group's process for determining income tax provisions and calculating the income tax charge, and walked through management's controls over income tax reporting. The group audit team, including income tax specialists, evaluated the income tax positions taken by management, in each significant jurisdiction in the context of local income tax law, evaluated the correspondence with income tax authorities and the status of any income tax audits. We assessed the group's transfer pricing judgements, considering the way in which the group's business operates and the correspondence and agreements reached with tax authorities. We found the group's judgements in respect of the group's position on uncertain tax items and contingencies to be consistent and in line with our expectations.

3) Third key audit matter regarding claims and litigations

Description of the key audit matter

The semiconductor industry is characterized by claims alleging the infringement of patents and other intellectual property (IP) rights. The group might receive communications or claims from third parties asserting patents or other IP rights on certain technologies or processes used by the group. In the event any third party claim were to be valid, the group could be required to discontinue using certain processes or technologies or to cease the use and sale of infringing products, to pay damages and to acquire licenses to the allegedly infringed technology or develop non-infringing technologies.

We consider this point as a key audit matter, the majority of the group's sales arrangements being within the Automotive market where service level agreements are very precise and strict, the group might receive claims from third parties for supply chain break-downs and / or delays directly or indirectly caused by the group as well as for undetected quality problems since, despite rigorous and extensive testing, some defects might only be discovered after a product has been installed and used by customers.

REPORT OF THE AUDITORS**How our audit addressed the key audit matter**

We assessed the Melexis policy for obtaining patent protections: however, there can be no certainty that patents will be issued for applications or that, if patents are issued, they will not be challenged, invalidated or circumvented, or that rights granted thereunder will provide meaningful protection or other commercial advantage to the company. We confirmed that intellectual property, legal and quality risks are discussed on a regular basis within the Audit Committee. As part of our audit procedures, we have discussed positions with the group's legal department and collected and assessed written confirmations from the group's lawyers. We found the positions taken by the group to be sustained by appropriate evidence.

Responsibilities of the board of directors for the preparation of the annual accounts

The board of directors is responsible for the preparation of annual accounts that give a true and fair view in accordance with the financial-reporting framework applicable in Belgium, and for such internal control as the board of directors determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the board of directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Statutory auditor's responsibilities for the audit of the annual accounts

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

In performing our audit, we comply with the legal, regulatory and normative framework applicable to the audit of the annual accounts in Belgium. A statutory audit does not provide any assurance as to the Company's future viability nor as to the efficiency or effectiveness of the board of directors' current or future business management.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain 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;
- Obtain 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;

REPORT OF THE AUDITORS

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors;
- Conclude on the appropriateness of the board of directors' 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 statutory auditor's report to the related disclosures in the annual accounts 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 statutory auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the annual accounts of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

Other legal and regulatory requirements***Responsibilities of the board of directors***

The board of directors is responsible for the preparation and the content of the director's report, of the documents required to be deposited by virtue of the legal and regulatory requirements as well as for the compliance with the legal and regulatory requirements regarding bookkeeping, with the Companies' and Associations' Code as from 1 January 2020, the Companies' Code until 31 December 2019 and the Company's articles of association.

Statutory auditor's responsibilities

In the context of our mandate and in accordance with the Belgian standard which is complementary to the International Standards on Auditing (ISAs) as applicable in Belgium, our responsibility is to verify, in all material respects, the directors' report, certain documents required to be deposited by virtue of legal and regulatory requirements, as well as compliance with the articles of association and of certain requirements of the Companies' and Associations' Code as from 1 January 2020 and of the Companies' Code until 31 December 2019, and to report on these matters.

REPORT OF THE AUDITORS***Aspects related to the directors' report***

In our opinion, after having performed specific procedures in relation to the directors' report, the directors' report is consistent with the annual accounts for the year under audit, and it is prepared in accordance with the articles 3:5 and 3:6 of the Companies' and Associations' Code.

In the context of our audit of the annual accounts, we are also responsible for considering, in particular based on the knowledge acquired resulting from the audit, whether the directors' report is materially misstated or contains information which is inadequately disclosed or otherwise misleading. In light of the procedures we have performed, there are no material misstatements we have to report to you.

Statement related to the social balance sheet

The social balance sheet, to be deposited in accordance with article 3:12, §1, 8° of the Companies' and Associations' Code, includes, both in terms of form and content, the information required by virtue of this Code and does not present any material inconsistencies with the information we have at our disposition in our engagement.

Statement related to independence

- Our registered audit firm and our network did not provide services which are incompatible with the statutory audit of the annual accounts and our registered audit firm remained independent of the Company in the course of our mandate.
- The fees for additional services which are compatible with the statutory audit of the annual accounts referred to in article 3:65 of the Companies' and Associations' Code are correctly disclosed and itemized in the notes to the annual accounts.

Other statements

- Without prejudice to formal aspects of minor importance, the accounting records were maintained in accordance with the legal and regulatory requirements applicable in Belgium.
- The appropriation of results proposed to the general meeting complies with the legal provisions and the provisions of the articles of association.
- There are no transactions undertaken or decisions taken in breach of the Company's articles of association or the Companies' and Associations' Code as from 1 January 2020 and the Companies' Code until 31 December 2019 that we have to report to you.
- This report is consistent with the additional report to the audit committee referred to in article 11 of the Regulation (EU) N° 537/2014.

REPORT OF THE AUDITORS



- During the year an interim dividend has been distributed in relation to which we have prepared the attached report, in accordance with the legal requirements.

Hasselt, 3 April 2020

The statutory auditor
PwC Reviseurs d'Entreprises SRL / PwC Bedrijfsrevisoren BV
Represented by

A handwritten signature in blue ink, appearing to read 'Sorie Van Grieken', written over a horizontal line.

Sorie Van Grieken
Réviseur d'Entreprises / Bedrijfsrevisor

A handwritten signature in blue ink, appearing to read 'Koen Vanstraelen', written over a horizontal line.

Koen Vanstraelen
Réviseur d'Entreprises / Bedrijfsrevisor

REPORT OF THE AUDITORS



MELEXIS NV

Statutory auditor's report on the statement of assets
and liabilities in connection with the proposed
distribution of an interim dividend

29 July 2019

REPORT OF THE AUDITORS

To the attention of the board of Directors

STATUTORY AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF MELEXIS NV ON THE STATEMENT OF ASSETS AND LIABILITIES IN CONNECTION WITH THE PROPOSED DISTRIBUTION OF AN INTERIM DIVIDEND

Introduction

We have reviewed the accompanying statement of assets and liabilities (hereafter the "Statement") as of June 30, 2019, included in appendix of this report, based on which the Board of Directors of Melexis NV (hereafter "Company") proposes to distribute an interim dividend of EUR 52.520.000, as foreseen in Article 38 of the Articles of Association.

The board of directors is responsible for the preparation and fair presentation of this Statement of the Company as of June 30, 2019 in accordance with the financial reporting framework applicable in Belgium and the Companies' Code. Our responsibility is to express a conclusion on this Statement based on our review, in accordance with ISRE 2410 and article 618 of the Companies' Code.

Scope of Review

We conducted our review of the Statement as of June 30, 2019 in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" (ISRE 2410). A review of the Statement consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and, consequently, does not enable us to obtain assurance that we would become aware of all material matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, we are not aware of any fact that causes us to believe that the Statement does not fairly present, in all material respects, the Company's capital and financial position as of June 30, 2019, in accordance with the financial reporting framework applicable in Belgium and the Companies' Code.

PwC Bedrijfsrevisoren cvba - PwC Reviseurs d'Entreprises scrl - Financial Assurance Services
Maatschappelijke zetel/Siège social: Woluwe Garden, Woluwedal 18, B-1932 Sint-Stevens-Woluwe
Vestigingseenheid/Unité d'établissement: Generaal Lemanstraat 55, B-2018 Antwerpen
T: +32 (0)3 259 3011, F: +32 (0)3 259 3099, www.pwc.com
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REPORT OF THE AUDITORS

Finally, according to the Statement, the proposed distribution would not lead to a decrease in the Company's net assets, as required by Article 617 of the Companies' Code, to an amount lower than the sum of the Company's paid-up capital and those reserves that the Companies' Code or the Company's Articles of Association do not allow to be distributed.

This report is prepared solely to address the requirements as set by virtue of Article 618 of the Companies' Code, and may not be used for any other purpose.

Hasselt, 29 July 2019

The statutory auditor,

PwC Bedrijfsrevisoren cvba
represented by

Sofie Van Grieken
Réviseur d'Entreprises / Bedrijfsrevisor

Koen Vanstraelen
Réviseur d'Entreprises / Bedrijfsrevisor

Appendix: Statement of assets and liabilities as of June 30, 2019

REPORT OF THE AUDITORS

JAARREKENING

BALANS NA WINSTVERDELING

	Toel.	Codes	Boekjaar
ACTIVA			
OPRICHTINGSKOSTEN	6.1	20	
VASTE ACTIVA		21/28	707.917.563,48
Immateriële vaste activa	6.2	21	355.355,83
Materiële vaste activa	6.3	22/27	49.532.223,88
Terreinen en gebouwen		22	15.082.214,69
Installaties, machines en uitrusting		23	29.843.424,96
Meubilair en rollend materieel		24	1.992.501,62
Leasing en soortgelijke rechten		25	
Overige materiële vaste activa		26	
Activa in aanbouw en vooruitbetalingen		27	2.614.082,61
Financiële vaste activa	6.4 / 6.5.1	28	658.029.983,77
Verbonden ondernemingen	6.15	280/1	657.973.929,31
Deelnemingen		280	657.973.929,31
Vorderingen		281	
Ondernemingen waarmee een deelnemingsverhouding bestaat	6.15	282/3	
Deelnemingen		282	
Vorderingen		283	
Andere financiële vaste activa		284/8	56.054,46
Aandelen		284	
Vorderingen en borgtochten in contanten		285/8	56.054,46

REPORT OF THE AUDITORS

	Toel.	Codes	Boekjaar
VLOTTENDE ACTIVA		29/58	2.659.883,88
Vorderingen op meer dan één jaar		29	7.200,01
Handelsvorderingen		290	
Overige vorderingen		291	7.200,01
Voorraden en bestellingen in uitvoering		3	
Voorraden		30/36	
Grond- en hulpstoffen		30/31	
Goederen in bewerking		32	
Gereed product		33	
Handelsgoederen		34	
Onroerende goederen bestemd voor verkoop		35	
Vooruitbetalingen		36	
Bestellingen in uitvoering		37	
Vorderingen op ten hoogste één jaar		40/41	241.244,80
Handelsvorderingen		40	166.166,25
Overige vorderingen		41	75.078,55
Geldbeleggingen	6.5.1 /	50/53	21.376,43
Eigen aandelen	6.6	50	21.376,43
Overige beleggingen		51/53	
Liquide middelen		54/58	164.763,98
Overlopende rekeningen	6.6	490/1	2.225.298,66
TOTAAL DER ACTIVA		20/58	710.577.447,36

REPORT OF THE AUDITORS

Nr. 0435.604.729

VOL 3.2

	Toel.	Codes	Boekjaar
PASSIVA			
EIGEN VERMOGEN		10/15	<u>130.021.416,57</u>
Kapitaal	6.7.1	10	564.814,10
Geplaatst kapitaal		100	564.814,10
Niet-opgevraagd kapitaal ⁴		101	
Uitgiftepremie		11	
Herwaarderingsmeerwaarden		12	
Reserves		13	97.174,39
Wettelijke reserve		130	56.519,70
Onbeschikbare reserves		131	40.654,69
Voor eigen aandelen		1310	40.654,69
Andere		1311	
Belastingvrije reserves		132	
Beschikbare reserves		133	
Overgedragen winst (verlies) (+)/(14	129.043.451,69
Kapitaalsubsidies		15	315.976,39
Voorschot aan de vennoten op de verdeling van het netto-actief ⁵		19	
VOORZIENINGEN EN UITGESTELDE BELASTINGEN ..		16	<u> </u>
Voorzieningen voor risico's en kosten		160/5	
Pensioenen en soortgelijke verplichtingen		160	
Fiscale lasten		161	
Grote herstellings- en onderhoudswerken		162	
Milieuverplichtingen		163	
Overige risico's en kosten	6.8	164/5	
Uitgestelde belastingen		168	

⁴ Bedrag in mindering te brengen van het geplaatst kapitaal.

⁵ Bedrag in mindering te brengen van de andere bestanddelen van het eigen vermogen.

REPORT OF THE AUDITORS

	Toel.	Codes	Boekjaar
SCHULDEN		17/49	<u>580.556.030,79</u>
Schulden op meer dan één jaar	6.9	17	
Financiële schulden		170/4	
Achtergestelde leningen		170	
Niet-achtergestelde obligatieleningen		171	
Leasingschulden en soortgelijke schulden		172	
Kredietinstellingen		173	
Overige leningen		174	
Handelsschulden		175	
Leveranciers		1750	
Te betalen wissels		1751	
Ontvangen vooruitbetalingen op bestellingen		176	
Overige schulden		178/9	
Schulden op ten hoogste één jaar	6.9	42/48	577.453.948,45
Schulden op meer dan één jaar die binnen het jaar vervallen		42	
Financiële schulden		43	
Kredietinstellingen		430/8	
Overige leningen		439	
Handelsschulden		44	2.115.793,68
Leveranciers		440/4	2.115.793,68
Te betalen wissels		441	
Ontvangen vooruitbetalingen op bestellingen		46	
Schulden met betrekking tot belastingen, bezoldigingen en sociale lasten	6.9	45	3.124.277,91
Belastingen		450/3	365.547,16
Bezoldigingen en sociale lasten		454/9	2.758.730,75
Overige schulden		47/48	572.213.876,86
Overlopende rekeningen	6.9	492/3	3.102.082,34
TOTAAL VAN DE PASSIVA		10/49	710.577.447,36

SOCIAL BALANCE SHEET

Number of joint industrial committee:

STATEMENT OF THE PERSONS EMPLOYED**EMPLOYEES FOR WHOM THE ENTERPRISE SUBMITTED A DIMONA DECLARATION OR WHO ARE RECORDED IN THE GENERAL PERSONNEL REGISTER****During the current period****Average number of employees**

	Codes	Total	1. Men	2. Women
Full-time	1001	285,0	182,8	102,2
Part-time	1002	27,3	8,3	19,0
Total in full-time equivalents	1003	306,9	189,1	117,8

Number of hours actually worked

	Codes	Total	1. Men	2. Women
Full-time	1011	395.985	262.310	133.675
Part-time	1012	32.985	9.045	23.940
Total	1013	428.970	271.355	157.615

Personnel costs

	Codes	Total	1. Men	2. Women
Full-time	1021	22.810.583,06	16.260.855,26	6.549.727,80
Part-time	1022	1.590.356,59	496.265,22	1.094.091,37
Total	1023	24.400.939,65	16.757.120,48	7.643.819,17

Advantages in addition to wages	1033	209.235,28	143.690,40	65.544,88
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During the preceding period

	Codes	P. Total	1P. Men	2P. Women
Average number of employees in FTE	1003	256,3	163,2	93,1
Number of hours actually worked	1013	366.181	237.321	128.860
Personnel costs	1023	20.872.803,91	14.633.209,40	6.239.594,51
Advantages in addition to wages	1033	220.740,14	154.753,37	65.986,77

EMPLOYEES FOR WHOM THE ENTERPRISE SUBMITTED A DIMONA DECLARATION OR WHO ARE RECORDED IN THE GENERAL PERSONNEL REGISTER (continuation)

	Codes	1. Full-time	2. Part-time	3. Total full-time equivalents
At the closing date of the period				
Number of employees	105	291	20	306,8
By nature of the employment contract				
Contract for an indefinite period	110	290	20	305,8
Contract for a definite period	111	1		1,0
Contract for the execution of a specifically assigned work	112			
Replacement contract	113			
According to gender and study level				
Men	120	187	4	190,1
primary education	1200	6	1	6,5
secondary education	1201	67	1	67,9
higher non-university education	1202	49		49,0
university education	1203	65	2	66,7
Women	121	104	16	116,7
primary education	1210	4	1	4,8
secondary education	1211	72	11	80,5
higher non-university education	1212	14	4	17,4
university education	1213	14		14,0
By professional category				
Management staff	130			
Employees	134	195	10	203,1
Workers	132	95	10	102,7
Others	133	1		1,0

HIRED TEMPORARY STAFF AND PERSONNEL PLACED AT THE ENTERPRISE'S DISPOSAL

	Codes	1. Hired temporary staff	2. Persons placed at the enterprise's disposal
During the period			
Average number of persons employed	150	14,9	
Number of hours actually worked	151	27.279	
Costs for the enterprise	152	931.315,87	

LIST OF PERSONNEL MOVEMENTS DURING THE PERIOD**ENTRIES**

	Codes	1. Full-time	2. Part-time	3. Total full-time equivalents
Number of employees for whom the enterprise submitted a DIMONA declaration or who have been recorded in the general personnel register during the financial year	205	58	2	59,3
By nature of employment contract				
Contract for an indefinite period	210	57	2	58,3
Contract for a definite period	211	1		1,0
Contract for the execution of a specifically assigned work	212			
Replacement contract	213			

DEPARTURES

	Codes	1. Full-time	2. Part-time	3. Total full-time equivalents
Number of employees whose contract-termination date has been entered in DIMONA declaration or in the general personnel register during the financial year	305	36	3	38,2
By nature of employment contract				
Contract for an indefinite period	310	36	3	38,2
Contract for a definite period	311			
Contract for the execution of a specifically assigned work	312			
Replacement contract	313			
By reason of termination of contract				
Retirement	340			
Unemployment with extra allowance from enterprise	341			
Dismissal	342	5		5,0
Other reason	343	31	3	33,2
Of which the number of persons who continue to render services to the enterprise at least half-time on a self-employed basis	350			

INFORMATION ON TRAININGS PROVIDED TO EMPLOYEES DURING THE PERIOD

	Codes	Men	Codes	Women
Total of initiatives of formal professional training at the expense of the employer				
Number of employees involved	5801	5	5811	8
Number of actual training hours	5802	395	5812	571
Net costs for the enterprise	5803	13.271,44	5813	15.260,51
of which gross costs directly linked to training	58031	8.780,28	58131	13.107,67
of which fees paid and payments to collective funds	58032	4.491,16	58132	2.152,84
of which grants and other financial advantages received (to deduct).. ..	58033		58133	
Total of initiatives of less formal or informal professional training at the expense of the employer				
Number of employees involved	5821		5831	
Number of actual training hours	5822		5832	
Net costs for the enterprise	5823		5833	
Total of initiatives of initial professional training at the expense of the employer				
Number of employees involved	5841		5851	1
Number of actual training hours	5842		5852	547
Net costs for the enterprise	5843		5853	2.023,17