

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt; font-weight: bold;">2017</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2018</u> and ending <u>01/02/2018</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report ☒ the final return/report ☐ an amended return/report ☒ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information				
1a Name of plan <u>FEI COMPANY 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1991</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1991</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1991</u>					
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>FEI COMPANY</u> <u>5350 NE DAWSON CREEK DR.</u> <u>HILLSBORO, OR 97124</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>93-0621989</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>503-726-7500</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>334410</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>93-0621989</u>	2c Plan Sponsor's telephone number <u>503-726-7500</u>	2d Business code (see instructions) <u>334410</u>	
2b Employer Identification Number (EIN) <u>93-0621989</u>					
2c Plan Sponsor's telephone number <u>503-726-7500</u>					
2d Business code (see instructions) <u>334410</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/24/2018	PASCALE THOMAS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 1238
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year	6a(1) 1014
a(2) Total number of active participants at the end of the plan year	6a(2) 0
b Retired or separated participants receiving benefits	6b 0
c Other retired or separated participants entitled to future benefits	6c 0
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 0
f Total. Add lines 6d and 6e	6f 0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 0
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2F 2G 2J 2K 2S 2T 3D 2E	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☐ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **A** (Insurance Information)
- (4) ☐ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE D</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2017 or fiscal plan year beginning 01/01/2018 and ending 01/02/2018					
A Name of plan FEI COMPANY 401(K) PLAN				B Three-digit plan number (PN) ▶ 001	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 FEI COMPANY				D Employer Identification Number (EIN) 93-0621989	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1					
b Name of sponsor of entity listed in (a): FIDELITY MANAGEMENT TRUST COMPANY					
c EIN-PN 04-3022712-024		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning 01/01/2018 and ending 01/02/2018		
A Name of plan FEI COMPANY 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 FEI COMPANY	D Employer Identification Number (EIN) 93-0621989	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities.....	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	2006639	0
(9) Value of interest in common/collective trusts.....	1c(9)	5145376	0
(10) Value of interest in pooled separate accounts.....	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	147694430	0
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	154846445	0

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	154846445	0
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	0	
(B) Participants	2a(1)(B)	0	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	14698	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		14698
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		0
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		14698

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	0	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		0
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		0

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		14698
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan	2l(2)		154861143

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KBF CPAS LLP

(2) EIN: 82-1030164

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☒ Yes ☐ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year 0.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
THERMO FISHER SCIENTIFIC INC. 401(K) RETIREMENT PLAN	04-2209186	001

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____ (See instructions.)

FEI COMPANY 401(K) PLAN

Financial Statements and Supplemental Schedule
January 2, 2018 and December 31, 2017 and 2016

With Independent Auditor's Report

FEI COMPANY 401(K) PLAN
January 2, 2018 and December 31, 2017 and 2016

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Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Independent Auditor's Report

To the Plan Administrator and Participants of
FEI Company 401(k) Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of FEI Company 401(k) Plan (the Plan) which comprise the statements of net assets available for benefits as of January 2, 2018 and December 31, 2017 and 2016, and the related statements of changes in net assets available for benefits for the period from January 1, 2018 to January 2, 2018 and for the years ended December 31, 2017 and 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6 which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the trustee as of January 2, 2018 and December 31, 2017 and 2016 and for the period from January 1, 2018 to January 2, 2018 and for the years ended December 31, 2017 and 2016, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter – Supplemental Schedule

The supplemental schedule of assets (held at end of year) as of December 31, 2017 is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

KBF CPAs LLP

KBF CPAs LLP

September 28, 2018

Portland, Oregon

FEI COMPANY 401(K) PLAN

Statements of Net Assets Available for Benefits

January 2, 2018 and December 31, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Assets:			
Investments, at fair value:			
Mutual funds	\$ —	\$ 144,162,830	\$ 121,768,926
Common collective trust	—	5,160,074	4,692,328
Money market fund	—	3,531,600	3,028,187
Total investments	<u>—</u>	<u>152,854,504</u>	<u>129,489,441</u>
Receivables:			
Notes receivable from participants	<u>—</u>	<u>2,006,639</u>	<u>1,722,544</u>
Net assets available for benefits	<u>\$ —</u>	<u>\$ 154,861,143</u>	<u>\$ 131,211,985</u>

FEI COMPANY 401(K) PLAN

Statements of Changes in Net Assets Available for Benefits

Period from January 1, 2018 to January 2, 2018 and Years ended December 31, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Additions:			
Investment income:			
Net appreciation in fair value of investments	\$ —	\$ 14,664,400	\$ 5,751,014
Interest and dividend income	—	10,145,132	3,933,514
Net investment income	—	24,809,532	9,684,528
Interest on notes receivable from participants	—	64,469	59,404
Other income	—	50,000	50,000
Contributions:			
Participant contributions	—	9,803,913	9,335,980
Employer contributions	—	3,834,829	3,696,029
Rollover contributions	—	2,110,360	4,414,153
Total contributions	—	15,749,102	17,446,162
Total additions	—	40,673,103	27,240,094
Deductions:			
Benefits paid to participants	—	16,980,654	8,970,798
Administrative expenses	—	43,291	32,192
Total deductions	—	17,023,945	9,002,990
Transfer out to Thermo Fisher	154,861,143	—	—
Increase (decrease) in net assets available for benefits	(154,861,143)	23,649,158	18,237,104
Net assets available for benefits – beginning of period	154,861,143	131,211,985	112,974,881
Net assets available for benefits – end of period	\$ —	\$ 154,861,143	\$ 131,211,985

FEI Company 401(K) Plan

Notes to Financial Statements

January 2, 2018 and December 31, 2017 and 2016

(1) Description of Plan

The following description of the FEI Company 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

(a) General

The Plan was a defined contribution plan covering all employees of FEI Company (the Company) based in the United States who were 18 years of age or older and interns who had completed at least 1,000 hours of service and were 21 years of age or older, except residents of Puerto Rico and those employed under a collective bargaining agreement. It was subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The 401(k) Committee and Plan Administrator controlled and managed the operation and administration of the Plan. Fidelity Management Trust Company (FMTCC) acted as trustee for the Plan. Fidelity Investments Institutional Operations Company, Inc. (FIIOCI) acted as recordkeeper of the Plan.

In September 2016, the Company was acquired by Thermo Fisher Scientific Inc. On January 2, 2018, the Plan was merged into the Thermo Fisher Scientific Inc. 401(k) Retirement Plan. During 2018, the only activity in the Plan was the transfer out of assets to the Thermo Fisher Scientific Inc. 401(k) Retirement Plan.

(b) Contributions

Participants could contribute up to 60% of eligible annual compensation, as defined by the Plan subject to Internal Revenue Code (IRC) limits. Participants who attained 50 years of age before the close of the year were eligible to make additional catch-up contributions as described in the Plan document. The Plan included an automatic enrollment feature whereby new employees were automatically enrolled after 30 days of employment. Effective January 1, 2016, the automatic enrollment rate increased from 3% to 4%, unless they elected another deferral percentage or chose not to participate in the Plan.

Effective January 1, 2016, the Plan was amended to make all employer matching contributions discretionary. During 2017 and 2016, the Company made discretionary matching contributions up to 4% of eligible compensation, as defined, that a participant contributed to the Plan. Participants could also rollover amounts representing distributions from other qualified defined benefit or defined contribution plans.

(c) Participant Accounts

Individual accounts were maintained for each of the Plan's participants to reflect the participant's contributions, the Company's contributions, and an allocation of the Plan's

earnings and expenses. The benefit to which a participant was entitled was the benefit that could be provided from the participant's vested account.

(d) *Investments*

Participants directed the investment of their contributions and the Company's matching and discretionary contributions, if any, into various investment options offered by the Plan. The Plan offered several mutual funds, a common collective trust, and a money market fund as investment options for participants. Participants could change their investment allocation or make transfers between funds on a daily basis.

(e) *Vesting*

Participants were immediately vested in their contributions plus actual earnings (losses) thereon. Vesting in the Company contribution portion of their accounts plus actual earnings (losses) thereon was based on years of credited service. A participant was 33% vested after one year of credited service, 66% vested after two years of credited service and 100% vested after three years of credited service.

(f) *Notes Receivable from Participants*

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 or 50% of their vested account balance reduced by the highest outstanding loan amount during the past twelve months, whichever was less. Participants could only have one loan outstanding at any given time. Loan transactions were treated as a transfer between the investment funds and the loan fund. Loan terms ranged from one to five years or up to ten years for the purchase of a primary residence. The loans were secured by the balance in the participant's account and bore interest at a rate commensurate with local prevailing rates as determined quarterly by the Plan Administrator (rates ranged from 3.25% to 4.25% on loans outstanding at December 31, 2017 with maturity dates through 2027). Principal and interest was paid ratably through payroll deductions. The trustee charged each participant obtaining a loan a onetime set-up fee and an annual maintenance fee.

(g) *Payment of Benefits*

Upon termination, a participant could elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account balance or defer receipt of distribution and remain in the Plan until retirement age. Distributions could be deferred if the participant's vested account balance was \$5,000 or less, in which case vested account balances exceeding \$1,000 were distributed to an individual retirement account for the benefit of the participant and vested account balances less than \$1,000 was distributed to the participant as a lump-sum cash payment.

(h) *Hardship Withdrawals*

Upon certain conditions and subject to a \$500 minimum, participants, while still employed by the Company, were permitted to withdraw, in a single sum, a portion of their elective deferrals, rollover contributions, and vested employer matching contributions as a result of an immediate and heavy financial need. These conditions included unreimbursed medical expenses, the purchase of the participant's principal residence, the payment of post-

secondary education tuition, the payment of burial or funeral costs of immediate family members, the payment of natural disaster clean-up on the participant's principal residence or to prevent eviction or foreclosure from the participant's principal residence. A participant's right to make deferrals to the Plan was suspended for six months after the receipt of a hardship withdrawal.

(i) Forfeited Amounts

Forfeited balances of terminated participants' nonvested amounts could be used to reduce future employer contributions or to pay administrative expenses of the Plan if directed by the Plan Administrator. During the years ended December 31, 2017 and 2016, Company contributions were reduced by approximately \$111,000 and \$110,000, respectively, from forfeited amounts. At December 31, 2017 and 2016, forfeited nonvested amounts available to reduce Company contributions and Plan administrative expenses were approximately \$75,000 and \$60,000, respectively.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared based on the accrual method of accounting in conformity with accounting principles generally accepted in the United States of America.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(c) Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Net appreciation in fair value of investments consists of the net change in unrealized gains or losses during the year and the realized gain or loss on investments sold during the year. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis and dividends are recorded on the ex-dividend date.

The Fidelity Managed Income Portfolio Fund (MIP) is a common collective trust investing primarily in nonconvertible bonds, U.S. government securities, asset backed securities and mortgage securities. The MIP also invests in wrap contracts. A wrap contract is an agreement by another party, such as a bank or insurer that agrees to make payments to the fund in certain circumstances. Wrap contracts are designed to allow a stable value fund to maintain a constant net asset value (NAV) and to protect the fund in extreme circumstances. Certain events could cause the MIP not to transact at NAV including the

Plan's failure to qualify under Section 401(a) or Section 401(k) of the IRC, establishment of a defined contribution plan that competes with the Plan for employee contributions, substantive modification of the MIP or the administration of the MIP that is not consented by the wrap issuer, changes in laws, regulations or administrative rulings applicable to the Plan that could have a material adverse effect on the MIP's cash flow, any communication given to unit holders to induce or influence unit holders not to invest in the MIP or transfer assets out of the MIP, or any transfer of assets from the MIP directly to a competing investment option. Earnings from the investment in the common collective trust are included in dividends and interest income on the accompanying statements of changes in net assets available for benefits.

Management fees and operating expenses charged to the Plan for investments in mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

(d) *Benefit Payments*

Benefit payments to participants are recorded upon distribution.

(e) *Revenue Credits and Administrative Expenses*

Effective December 1, 2015, the Plan entered into an agreement with the trustee whereby the trustee shares certain revenue generated by the Plan in excess of their fee. These deposits are included in other income on the statements of changes in net assets available for benefits and are available to pay Plan expenses or to be reallocated to participants. During 2017 and 2016, revenue credits of \$50,000 were deposited into the Plan and were available to pay Plan expenses as determined by management.

The Plan's expenses are substantially paid by the Company or the Plan, as provided by the Plan document. For the years ended December 31, 2017 and 2016, direct expenses of approximately \$43,000 and \$32,000, respectively, were paid by the Plan.

(f) *Notes Receivable from Participants*

Notes receivable from participants are carried at amortized cost plus accrued interest.

(g) *New Accounting Pronouncements*

In May 2015, the Financial Accounting Standards Board (FASB) adopted Accounting Standards Update (ASU) 2015-07, *Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent)*. This standard eliminates the requirement to categorize investments in the fair value hierarchy if their fair value is measured at the NAV per share (or its equivalent) using the practical expedient in FASB's fair value measurement guidance. The amendment also removes the requirement to make certain disclosures for all investments that are eligible to be measured at fair value using the NAV per share practical expedient. ASU 2015-07 is effective for fiscal years beginning after December 15, 2016 and should be applied retrospectively. Management adopted this ASU during the year ended December 31, 2017 and have modified the disclosures in the notes to the financial statements accordingly.

(3) Plan Termination

The Company had the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event of any termination of the Plan, or upon complete or partial discontinuance of contributions, the accounts of each affected participant shall become fully vested. As described in Note 1, the Plan was merged into the Thermo Fisher Scientific Inc. 401(k) Plan in 2018 and ceased to exist.

(4) Fair Value of Investments

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for fair value measurements, which provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 — Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 — Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 — Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The factors or methodology used for valuing investments are not necessarily an indication of the risk associated with investing in those investments.

Following is a description of the valuation methodologies used for assets measured at fair value:

Mutual funds – Mutual funds are valued at quoted market prices.

Common collective trust – The Plan invests in a stable value common collective trust. The Plan's interest in the common collective trust is valued at the NAV of the common collective trust's underlying investments as based on information reported by the investment advisor using the audited financial statements or daily reported NAV of the common collective trust at year-end. The NAV is used as a practical expedient to estimate fair value. Participant transactions can occur daily.

Money market fund – Money market fund is valued at fair value based on quoted market prices.

There were no investments held at January 2, 2018.

Following are the Plan's investments carried at fair value as of December 31, 2017 and 2016:

December 31, 2017				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 144,162,830	\$ -	\$ -	\$ 144,162,830
Money market fund	3,531,600	-	-	3,531,600
Total	<u>\$ 147,694,430</u>	<u>\$ -</u>	<u>\$ -</u>	<u>147,694,430</u>
Investment at NAV				
Common collective trust				5,160,074
Total investments				<u>\$ 152,854,504</u>

December 31, 2016				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 121,768,926	\$ -	\$ -	\$ 121,768,926
Money market fund	3,028,187	-	-	3,028,187
Total	<u>\$ 124,797,113</u>	<u>\$ -</u>	<u>\$ -</u>	<u>124,797,113</u>
Investment at NAV				
Common collective trust				4,692,328
Total investments				<u>\$ 129,489,441</u>

The following table provides information regarding redemption of investments where the NAV has been used to measure fair value at December 31, 2017 and 2016:

	Fair Value		Redemption Frequency	Redemption Notice Period
	2017	2016		
Common collective trust	\$ 5,160,074	\$ 4,692,328	Daily	1-2 days

There are no unfunded commitments at January 2, 2018 and December 31, 2017 and 2016.

(5) Risks and Uncertainties

The Plan assets were invested in a variety of investments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

(6) Information Certified by the Trustee

FMTC, the trustee of the Plan, has certified that the following information included in the financial statements and supplemental schedule as of and for the years ended December 31, 2017 and 2016 is complete and accurate:

- Investments, at fair value
- Notes receivable from participants
- Net investment income
- Other income
- Interest on notes receivable from participants
- Schedule of assets (held at end of year)

(7) Federal Income Tax Status

The Plan utilizes FMTC's Nonstandard Prototype Profit Sharing/401(k) Plan document (Fidelity Prototype Plan Document). FMTC received an opinion letter from the IRS for the Fidelity Prototype Plan Document dated March 31, 2014 stating that the Plan as then designed was in compliance with the applicable sections of the IRC. The Plan has been amended since the date of the opinion letter; however, management believes that the Plan was designed and being operated in compliance with the applicable requirements of the IRC. Therefore, they believed that the Plan was qualified and the related trust was tax-exempt as of the financial statement date. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of January 2, 2018 and December 31, 2017 and 2016, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

(8) Exempt Party-in-Interest Transactions

Certain Plan investments were shares of mutual funds or a money market fund, or interests in a common collective trust managed by FIIOCI under the control of FMTC. As FIIOCI, the recordkeeper of the Plan, and FMTC, the trustee of the Plan, are both wholly owned subsidiaries of Fidelity Management & Research (FMR) Corporation, these transactions qualify as exempt party-in-interest transactions.

The Plan sponsor, FEI Company, is a party-in-interest to the Plan; however, there were no transactions with the Plan sponsor other than the funding of contributions to the Plan and payment of certain administrative expenses of the Plan.

(9) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Plan's Form 5500 at:

	January 2, 2018	December 31, 2017	December 31, 2016
Net assets available for benefits per the financial statements	\$ -	\$ 154,861,143	\$ 131,211,985
Adjustment from contract value to fair value for the Fidelity Managed Income Portfolio	-	(14,698)	11,548
Net assets available for benefits per the Form 5500	<u>\$ -</u>	<u>\$ 154,846,445</u>	<u>\$ 131,223,533</u>

The following is a reconciliation of the change in net assets available for benefits per the financial statements to the Form 5500 for the period or years ended:

	2018	2017	2016
Increase (decrease) in net assets available for benefits per the financial statements	\$ (154,861,143)	\$ 23,649,158	\$ 18,237,104
Change in the fair value adjustment for the Fidelity Managed Income Portfolio	14,698	(26,246)	(17,713)
Increase (decrease) in net assets available for benefits per the Form 5500	<u>\$ (154,846,445)</u>	<u>\$ 23,622,912</u>	<u>\$ 18,219,391</u>

(10) Subsequent Events

The Plan has evaluated subsequent events through September 28, 2018, the date the financial statements were available for issuance.

FEI COMPANY 401(K) PLAN

Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2017

EIN #: 93-0621989

Plan #: 001

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, interest rate, collateral, and par, or maturity value	(d) Cost	(e) Current value
		Mutual funds:		
	PIMCO Funds	Total Return Fund Institutional Class	** \$	3,984,115
	Morgan Stanley Investment Investment Inc.	Growth Portfolio Class I	**	10,180,219
	Harbor	International Institutional	**	5,957,086
	BlackRock Advisors LLC	Equity Dividend Fund Institutional Shares	**	10,415,240
	Loomis Sayles & Company LP	Small Capital Value Fund Institutional Class	**	4,202,591
	Vanguard Investments	Inflation-Protected Securities Fund Admiral Shares	**	1,592,775
	T. Rowe Price Associates Inc.	Short Term Bond Fund	**	92,379
	Baron Investment Funds	Asset Fund Institutional Class	**	7,125,192
	Fidelity Investments	Extended Market Index Fund - Premium Class	**	13,413,426
*	Fidelity Investments	International Index Fund - Premium Class	**	4,460,572
*	Fidelity Investments	Fund Class K	**	11,934,942
*	Fidelity Investments	Puritan Fund Class K	**	5,544,343
*	Fidelity Investments	Freedom K Income Fund	**	554
*	Fidelity Investments	U.S. Bond Index Fund - Premium Class	**	3,828,956
*	Fidelity Investments	500 Index Fund - Institutional Class	**	18,211,362
*	Fidelity Investments	Real Estate Index Fund - Premium Class	**	545,680
*	Fidelity Investments	Freedom Income Fund K	**	484,588
*	Fidelity Investments	Freedom 2005 Fund K	**	194,297
*	Fidelity Investments	Freedom 2010 Fund K	**	1,116,712
*	Fidelity Investments	Freedom 2015 Fund K	**	929,848
*	Fidelity Investments	Freedom 2020 Fund K	**	6,719,676
*	Fidelity Investments	Freedom 2025 Fund K	**	7,428,955
*	Fidelity Investments	Freedom 2030 Fund K	**	7,543,316
*	Fidelity Investments	Freedom 2035 Fund K	**	5,471,501
*	Fidelity Investments	Freedom 2040 Fund K	**	5,665,503
*	Fidelity Investments	Freedom 2045 Fund K	**	3,174,079
*	Fidelity Investments	Freedom 2055 Fund K	**	2,600,706
*	Fidelity Investments	Freedom 2050 Fund K	**	1,205,650
*	Fidelity Investments	Freedom 2060 Fund K	**	138,567
		Total mutual funds		144,162,830
		Common collective trust:		
*	Fidelity Investments	Managed Income Portfolio	**	5,160,074
		Money market fund:		
*	Fidelity Investments	Retirement Government Money Market Premium Class	**	3,531,600
		Notes receivable from participants:		
*	Participant loans	Interest ranging from 3.25%–4.25% and maturing through 2027	—	2,006,639
			\$	154,861,143

* Represents a party-in-interest with respect to the Plan.

** As all investments are participant-directed, cost information has been omitted.