# DenPower ApS

c/o Plesner, Amerika Plads 37, 2100 Copenhagen Ø

CVR no. 34 73 16 91

## Annual report 2016

Approved at the annual general meeting of shareholders on 16 June 2017

Chairman:

Building a better
working world

## Contents

## Statement by the Executive Board

Today, the Executive Board has discussed and approved the annual report of DenPower ApS for the financial year 1 January - 31 December 2016.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016.

Further, in my opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

I recommend that the annual report be approved at the annual general meeting.

Copenhagen, 16 June 2017
Executive Board:

Holger Langer

## Independent auditor's report

### To the shareholders of DenPower ApS

### Opinion

We have audited the financial statements of DenPower ApS for the financial year 1 January - 31 December 2016, which comprise an income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management 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 in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark 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 the financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

## Independent auditor's report

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our 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 contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance 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.

### Statement on Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on our procedures, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 16 June 2017
Ernst & Young
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Peter Andersen
State Authorised Public Accountant

# Management's review

## Company details

| | |
|---|---|
| Name | DenPower ApS |
| Address, Postal code, City | c/o Plesner, Amerika Plads 37, 2100 Copenhagen Ø |
| CVR no. | 34 73 16 91 |
| Established | 25 October 2012 |
| Registered office | Copenhagen |
| Financial year | 1 January - 31 December |
| Executive Board | Holger Langer |
| Auditors | Ernst & Young Godkendt Revisionspartnerselskab<br>Osvald Helmuths Vej 4, P O Box 250, 2000 Frederiksberg, Denmark |

## Management commentary

### Business review

The Company's main objective is to develop, construct and sell solar power, as well as to engage in trade, production and investments.

### Financial review

The income statement for 2016 shows a loss of DKK 80,947 against a loss of DKK 118,629 last year, and the balance sheet at 31 December 2016 shows equity of DKK 67,455.

The Company had no activity in 2016.

### Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year end.

# Financial statements for the period 1 January - 31 December

## Income statement

| Note | DKK | 2016 | 2015 |
|---|---|---|---|
| | Cost of sales | 0 | -96,523 |
| | Other operating income | 0 | 208,088 |
| | Other external expenses | -53,762 | -204,306 |
| | **Gross margin** | -53,762 | -92,741 |
| | Staff costs | 0 | -9,891 |
| | **Profit/loss before net financials** | -53,762 | -102,632 |
| | Financial expenses | -27,185 | -15,997 |
| | **Profit/loss before tax** | -80,947 | -118,629 |
| | Tax for the year | 0 | 0 |
| | **Profit/loss for the year** | -80,947 | -118,629 |

| | | | |
|---|---|---|---|
| | **Recommended appropriation of profit/loss** | | |
| | Retained earnings/accumulated loss | -80,947 | -118,629 |
| | | -80,947 | -118,629 |

# Financial statements for the period 1 January - 31 December

## Balance sheet

| Note | DKK | 2016 | 2015 |
|---|---|---|---|
| | **ASSETS** | | |
| | **Non-fixed assets** | | |
| | **Receivables** | | |
| | Other receivables | 123,496 | 0 |
| | | 123,496 | 0 |
| | **Cash** | 638,743 | 668,701 |
| | **Total non-fixed assets** | 762,239 | 668,701 |
| | **TOTAL ASSETS** | 762,239 | 668,701 |
| | **EQUITY AND LIABILITIES** | | |
| | **Equity** | | |
| | Share capital | 125,000 | 125,000 |
| | Retained earnings | -57,545 | 23,402 |
| | **Total equity** | 67,455 | 148,402 |
| | **Liabilities** | | |
| | **Current liabilities** | | |
| | Trade payables | 161,317 | 190,653 |
| | Payables to group entities | 533,467 | 291,996 |
| | Other payables | 0 | 37,650 |
| | | 694,784 | 520,299 |
| | **Total liabilities** | 694,784 | 520,299 |
| | **TOTAL EQUITY AND LIABILITIES** | 762,239 | 668,701 |

1 Accounting policies
2 Collateral
3 Related parties

# Financial statements for the period 1 January - 31 December

## Statement of changes in equity

| DKK | Share capital | Retained earnings | Total |
|---|---|---|---|
| Equity at 1 January 2016 | 125,000 | 23,402 | 148,402 |
| Transfer through appropriation of loss | 0 | -80,947 | -80,947 |
| **Equity at 31 December 2016** | 125,000 | -57,545 | 67,455 |

The Parent Company has issued a letter of financial support to ensure the going concern assumption. The letter of financial support covers the current liabilities as of 31 December 2016 plus additional support of up to DKK 100,000.

## Financial statements for the period 1 January - 31 December

### Notes to the financial statements

1 **Accounting policies**

The annual report of DenPower ApS for 2016 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

#### Changes to presentation and disclosures only

Effective 1 January 2016, the Company has implemented act no. 738 of 1 June 2015 with amendments to the Danish Financial Statements Act. As the implementation of the amendment act has no impact in terms of value on the income statement or the balance sheet in the financial year, nor on the comparative figures, the financial statements have been prepared based on the same accounting policies as last year.

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

### Income statement

#### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

#### Financial expenses

Financial expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

#### Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

### Balance sheet

#### Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

# Financial statements for the period 1 January - 31 December

## Notes to the financial statements

1 Accounting policies (continued)

### Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

### Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

2 Collateral

The Company has provided a bank account, DKK 637,746, as security for the Company's AB92 guarantees. The amount is included in cash totalling DKK 638,743.

3 Related parties

### Information about consolidated financial statements

| Parent | Domicile | Requisitioning of the parent company's consolidated financial statements |
|---|---|---|
| Apuron Holding GmbH | Germany | At the Company's office |