

**SCE First Spanish Solar - 2006 Nr. 01 ApS**

**Central Business Registration No. 30 08 39 54**

**Annual report 2013**

The Annual General Meeting adopted the annual report in

Copenhagen, on *30/5 - 2014*

**Chairman**

*Søren Vestergaard*

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## **Company details**

### **Company**

SCE First Spanish Solar - 2006 Nr. 01 ApS  
Kronprinsensgade 1, 3. sal baghuset tv.  
1114 København K.

Registered in: København Kommune  
Central Business Registration No. 30 08 39 54

### **Executive Board**

Hanno Schoklitsch

### **Company auditors**

Deloitte Statsautoriseret Revisionspartnerselskab

## Statement by Management on the annual report

The Executive Board has today considered and approved the annual report of SCE First Spanish Solar - 2006 Nr. 01 ApS for the financial year 1 January to 31 December 2013.

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

In my opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2013 and of its financial performance for the financial year 1 January to 31 December 2013.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

I recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, on 28.05.2014

**Executive Board**

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Hanno Schoklitsch

## Independent auditor's reports

### To the shareholders of SCE First Spanish Solar - 2006 Nr. 01 ApS

#### Report on the financial statements

We have audited the financial statements of SCE First Spanish Solar - 2006 Nr. 01 ApS for the financial year 1 January to 31 December 2013, which comprise the accounting policies, income statement, balance sheet and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

#### Management's responsibility 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.

#### Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as the overall presentation of the financial statements.

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

## Independent auditor's reports

### Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2013 and of the results of its operations for the financial year 1 January to 31 December 2013 in accordance with the Danish Financial Statements Act.

### Emphasis of matter in the financial statements

Without qualifying our opinion we refer to the description of the Company's financial position in note 9. We have not found any reason to assess otherwise.

### Statement on the management commentary

Pursuant to the Danish Financial Statements Act, we have read the management commentary. We have not performed any further procedures in addition to the audit of the financial statements.

On this basis, it is our opinion that the information provided in the management commentary is consistent with the financial statements.

Kolding, on 28.05.2014

### Deloitte

Deloitte Statsautoriseret Revisionspartnerselskab



Leo Gilling

State Authorised  
Public Accountant



Lars Ørum Nielsen

State Authorised  
Public Accountant

## Management's Review

### Primary activity

The Company's primary activity is to be shareholder in SCE Solar Moclinejo GmbH & Co. KG

### Development in activities and finances

Profit/loss for the year -99 t.EUR.

The acquisition of the Spanish solar project remains delayed due to disagreements with the supplier of the project. In the opinion of the management, the project does not fulfill the prerequisite conditions for the acquisition. There are ongoing negotiations to clarify the situation.

Since the company's share capital is lost, the company is covered by the rules of capital loss according to The Danish Companies Act. The financial statements have been prepared on a going concern basis, since it is management's opinion that the current credit facilities will continue to be available and that the company by its own operation can recover equity.

The Executive Board expects that the present credit facilities can be maintained.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date which would otherwise influence the evaluation of this annual report.

## Accounting policies

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with additions of certain provisions in reporting class C.

The annual report is presented in EUR.

The company has with reference to section 110 of the Danish Financial Statements Act omitted to prepare the consolidated financial statements.

The financial statements have been presented applying the accounting policies consistently with last year.

### Recognition and measurement

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year, including depreciations and writedowns.

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

### Income statement

#### Other external expenses

Other external expenses comprise expenses for management and administration of the company, including expenses to the administrative staff and management as well as office expenses and depreciations.

#### Financial income and expenses

These items comprise interest income and interest expenses, realised and unrealised capital gains and losses on liabilities and transactions in foreign currencies as well as tax surcharge and relief under the Danish Tax Prepayment Scheme.

## Accounting policies

### Income taxes

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit/loss for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

The company is jointly taxed with the parent company as well as with all of the Danish subsidiaries of the parent company. The current income tax is allocated among the jointly taxed companies proportionally to their taxable income.

## **Anvendt regnskabspraksis**

### **Balance sheet**

Investments in group enterprises are recognised at cost.

If the cost exceeds the recoverable amount, a write down to this recoverable amount shall take place.

The cost is also reduced, if the dividend distributed exceeds the accumulated earnings in the company, since the acquisition of the shares.

### **Receivables**

Receivables are measured at amortised cost usually equalling nominal value less provisions for bad debts.

### **Other financial liabilities**

Other financial liabilities are measured at amortised cost which usually corresponds to nominal value.

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date.

Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date, are translated using the exchange rate at the balance sheet date. Exchange rate differences that arise between the rate at the transaction date and the one in effect at the payment date, or the balance sheet date, are recognised in the income statement as financial income or financial expenses.

### **Business combinations**

Newly acquired or newly established enterprises are recognized respectively from the date of acquisition and time of establishment. Disposed or sold enterprises are recognized in the income statement until the time of disposal and settlement date respectively.

On acquisition of enterprises the pooling of interests method is used, whereby the acquired entities' identifiable assets and liabilities are measured at the carrying amount at the time of acquisition.

## Income statement for 2013

	Notes	2013 EUR	2012 t.EUR
Other external expenses		-2.925	-58
<b>Profit/loss before financial items</b>		<b>-2.925</b>	<b>-58</b>
Other financial income	1	3.449	48
Writedown on financial assets	2	-89.310	-176
Other financial expenses	3	-10.015	-3
<b>Financial expenses</b>		<b>-95.876</b>	<b>-131</b>
<b>Profit/loss before tax</b>		<b>-98.801</b>	<b>-189</b>
Tax on profit/loss for the year		0	0
<b>Profit/loss for the year</b>		<b>-98.801</b>	<b>-189</b>
<b>Proposed distribution</b>			
Retained earnings		-98.801	-189
		-98.801	-189

**Balance sheet at 31.12.2013****Assets**

	<u>Notes</u>	<u>2013 EUR</u>	<u>2012 t.EUR</u>
Investments in group enterprises	4	<u>0</u>	<u>0</u>
<b>Fixed asset investments</b>		<u>0</u>	<u>0</u>
<b>Fixed assets</b>		<u>0</u>	<u>0</u>
Receivables from group enterprises		0	86
Other receivables		<u>356</u>	<u>0</u>
<b>Receivables</b>		<u>356</u>	<u>86</u>
Cash		6.046	6
<b>Current assets</b>		<u>6.402</u>	<u>92</u>
<b>Assets</b>		<u>6.402</u>	<u>92</u>

## Balance sheet at 31.12.2013

### Equity and liabilities

	Notes	2013 EUR	2012 t.EUR
Company capital		23.700	24
Retained earnings		-182.560	-84
<b>Equity</b>	5	<u>-158.860</u>	<u>-60</u>
Payables to group enterprises		44.915	0
Payables to associates		91.339	93
Trade payables		0	30
Corporate tax payables		17.691	18
Other payables		<u>11.317</u>	<u>11</u>
<b>Short-term liabilities other than provisions</b>		<u>165.262</u>	<u>152</u>
<b>Liabilities other than provisions</b>		<u>165.262</u>	<u>152</u>
<b>Equity and liabilities</b>		<u>6.402</u>	<u>92</u>
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## Notes

	<b>2013</b> <b>EUR</b>	<b>2012</b> <b>t.EUR</b>	
<b>1 Other financial income</b>			
Interest income, group enterprises	3.449	10	
Other financial income	0	38	
	<u>3.449</u>	<u>48</u>	
<b>2 Writedown on financial assets</b>			
Writedown on investments	0	5	
Writedown on loan	89.310	171	
	<u>89.310</u>	<u>176</u>	
<b>3 Other financial expenses</b>			
Other financial expenses	4.940	0	
Interest expenses, group enterprises	1.520	0	
Interest expenses, associates	3.555	3	
	<u>10.015</u>	<u>3</u>	
	<b>Investments in group enterprises EUR 2013</b>	<b>Investments in group enterprises t.EUR 2012</b>	
<b>4 Fixed asset investments</b>			
Cost at 1/1-2013	5.402	5	
Additions	0	0	
<b>Cost at 31/12-2013</b>	<u>5.402</u>	<u>5</u>	
<b>Writedowns 1/1-2013</b>	-5.402	-5	
Writedowns of the year	0	0	
<b>Writedowns 31/12-2013</b>	<u>-5.402</u>	<u>-5</u>	
<b>Carrying amount at 31/12-2013</b>	<u>0</u>	<u>0</u>	
<b>Investments in group enterprises consists of:</b>	<b>Equity</b>	<b>Profit/loss of the year</b>	<b>Share of equity</b>
SCE Solar Moclinejo GmbH & Co KG Tyskland 94,44%	-393.523	-74.816	-371.643

## Notes

	<b>Share capital</b>	<b>Retained earnings</b>
	<b>EUR</b>	<b>EUR</b>
<b>5 Equity</b>		
Equity at 1/1-2013	23.700	-83.759
Profit/loss for the year		-98.801
<b>Equity at 31/12-2013</b>	<b>23.700</b>	<b>-182.560</b>
	<b>2013</b>	<b>2012</b>
<b>Equity</b>	<b>EUR</b>	<b>t.EUR</b>
Equity at 1/1-2013	-60.059	130
Profit/loss for the year	-98.801	-190
	<b>-158.860</b>	<b>-60</b>

The share capital consists of 23.700 EUR, which is distributed in shares of 1 EUR.

The share capital has been increased twice:

At 09.12.2008 with 100 EUR

At 06.09.2010 with 6.660 EUR

See also the description of the latest merger in the management report.

## 6 Assets charged and contingent liabilities etc

None.

The company is jointly and severally liable for the total tax on the taxable income for all the companies subject to joint taxation.

**Noter**

	2013	2012
	<u>EUR</u>	<u>t.EUR</u>
<b>7 Contractual obligations</b>		
The company has entered into a management agreement. The contract relates to administrative services and the company is obligated by the contract until the end of 2017. The total costs this year have formed.	<u>0</u>	<u>56</u>

**8 Group relations**

SCE First Spanish Solar - 2006 Nr. 01 ApS is included in the consolidated financial statements of Kaiserwetter Solar Invest ApS, Kronprinsensgade 1, 3. sal, 1114 København K. Central Business Registration No. nr. 29 93 65 95

**9 Going concern**

The financial position of the company is tight. Management is working to resolve the company's cash position, and it is expected that the cash situation will be resolved in a satisfying manner.