

Cement Plant Consultants A/S

Ramsingsvej 7
2500 Valby
Business Registration No
15109130

Annual report 2019

The Annual General Meeting adopted the annual report on 30.10.2020

Chairman of the General Meeting

Name: Jens Schmidt Antonsen

Contents

	<u>Page</u>
Entity details	1
Statement by Management on the annual report	2
Independent auditor's report	3
Management commentary	6
Income statement for 2019	7
Balance sheet at 31.12.2019	8
Statement of changes in equity for 2019	10
Notes	11
Accounting policies	13

Entity details

Entity

Cement Plant Consultants A/S
Ramsingsvej 7
2500 Valby

Central Business Registration No (CVR): 15109130
Registered in: Copenhagen
Financial year: 01.01.2019 - 31.12.2019

Board of Directors

Dennis Westerdahl Hollender, Chairman
Martin Strouhal
Jens Schmidt Antonsen

Executive Board

Jens Schmidt Antonsen, Chief Executive Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
P.O. Box 1600
0900 Copenhagen C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Cement Plant Consultants A/S for the financial year 01.01.2019 - 31.12.2019.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019.

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

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

Valby, 30.10.2020

Executive Board

Jens Schmidt Antonsen
Chief Executive Officer

Board of Directors

Dennis Westerdahl Hollender
Chairman

Martin Strouhal

Jens Schmidt Antonsen

Independent auditor's report

To the shareholder of Cement Plant Consultants A/S

Opinion

We have audited the financial statements of Cement Plant Consultants A/S for the financial year 01.01.2019 - 31.12.2019, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter regarding circumstances in the financial statements

We draw attention to note 1 in which uncertainty regarding the recognition and measurement of the value of investments in group enterprises, receivables from group enterprises and branches is disclosed.

Our opinion has not been modified in this regard.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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

Independent auditor's report

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 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 scepticism 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 Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- 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 Entity'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 conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

Independent auditor's report

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

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Violation of accounting legislation

The Company has submitted the annual report for the financial year 01.01.2019 – 31.12.2019 after the filing deadline as stated in the provisions of section 138 of the Danish Financial Statements Act by which Management may be held liable.

Copenhagen, 30.10.2020

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR) 33963556

Christian Dahlstrøm
State-Authorised Public Accountant
Identification No (MNE) mne35660

Management commentary

Primary activities

The object of the Company is to carry on engineering, render consultancy services and sell personnel services to the cement and minerals industries in Denmark and abroad, and to carry on any other activities as deemed related thereto by the Board of Directors.

The parent financial statements include CPC Pakistan Branch, CPC Kuwait Branch, CPC Armenia Branch and CPC Egypt Branch, which are all branches registered in Pakistan, Kuwait, Armenia and Egypt, respectively.

Cement Plant Consultants A/S is a wholly-owned subsidiary of EHL Fonden, which is registered with the Danish Business Authority.

Development in activities and finances

The loss for the year of DKK 6,409 thousand is to be transferred to next year. The balance sheet total is DKK 68,849 thousand at financial year-end 2019 and the equity is DKK 5,136 thousand at the balance sheet date.

The Company has not entered into any new contracts with customers in 2019. The activity of the Group has decreased significantly compared to 2018.

Income from investments in group enterprises totaling net loss of DKK 3,012 thousand incl. net adjustment (loss) of DKK 2.922 related to net income from branches incl. currency adjustments in 2019.

Uncertainty relating to recognition and measurement

Uncertainty exists as to the recognition and measurement of the value of investments in group enterprises, receivables from group enterprises and branches, as the Company has not received any final annual reports from CPC Nigeria Limited and branches where annual reports from CPC Nigeria Limited and branches have been presented according to the realisation principle. CPC Nigeria Limited and branches are discontinued, and annual reports must be prepared according to the realisation principle.

Management has recognised a provision for the expected decommissioning costs of CPC Nigeria Limited and branches.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report. However, the development of the spread of COVID-19 during the last couple of months and the lockdown of most parts of the society may potentially have a negative impact on the Company in 2020. At present, the financial effect cannot be stated due to uncertainty related to the duration and extent of the COVID-19 crisis.

Income statement for 2019

	<u>Notes</u>	<u>2019</u> <u>DKK'000</u>	<u>2018</u> <u>DKK'000</u>
Revenue		8.334	48.820
Production costs		<u>(8.000)</u>	<u>(46.867)</u>
Gross profit/loss		334	1.953
Administrative expenses	2	<u>(3.858)</u>	<u>(4.567)</u>
Operating profit/loss		(3.524)	(2.614)
Income from investments in group enterprises		(3.012)	(1.835)
Other financial income	3	585	812
Other financial expenses	4	<u>(458)</u>	<u>(296)</u>
Profit/loss before tax		(6.409)	(3.933)
Tax on profit/loss for the year	5	<u>0</u>	<u>(86)</u>
Profit/loss for the year		<u>(6.409)</u>	<u>(4.019)</u>
Proposed distribution of profit/loss			
Ordinary dividend for the financial year		0	2.000
Transferred to reserve for net revaluation according to the equity method		(3.012)	(1.835)
Retained earnings		<u>(3.397)</u>	<u>(4.184)</u>
		<u>(6.409)</u>	<u>(4.019)</u>

Balance sheet at 31.12.2019

	<u>Notes</u>	<u>2019 DKK'000</u>	<u>2018 DKK'000</u>
Investments in group enterprises		5.313	9.471
Fixed asset investments	6	<u>5.313</u>	<u>9.471</u>
Fixed assets		<u>5.313</u>	<u>9.471</u>
Trade receivables		6.500	15.673
Receivables from group enterprises		11.126	11.521
Other receivables		33.649	30.306
Receivables		<u>51.275</u>	<u>57.500</u>
Cash		<u>12.261</u>	<u>10.560</u>
Current assets		<u>63.536</u>	<u>68.060</u>
Assets		<u>68.849</u>	<u>77.531</u>

Balance sheet at 31.12.2019

	<u>Notes</u>	<u>2019</u> <u>DKK'000</u>	<u>2018</u> <u>DKK'000</u>
Contributed capital		1.000	1.000
Reserve for net revaluation according to the equity method		2.258	5.270
Retained earnings		1.878	5.275
Proposed dividend		0	2.000
Equity		<u>5.136</u>	<u>13.545</u>
Bank loans		0	47
Prepayments received from customers		10.146	13.487
Trade payables		1.147	3.702
Payables to group enterprises		7.305	8.068
Income tax payable		307	263
Other payables		44.808	38.419
Current liabilities other than provisions		<u>63.713</u>	<u>63.986</u>
Liabilities other than provisions		<u>63.713</u>	<u>63.986</u>
Equity and liabilities		<u>68.849</u>	<u>77.531</u>
Uncertainty relating to recognition and measurement	1		
Contingent liabilities	7		

Statement of changes in equity for 2019

	Contributed capital DKK'000	Reserve for net revaluation according to the equity method DKK'000	Retained earnings DKK'000
Equity beginning of year	1.000	5.270	5.275
Ordinary dividend paid	0	0	0
Profit/loss for the year	0	(3.012)	(3.397)
Equity end of year	1.000	2.258	1.878

	Proposed dividend DKK'000	Total DKK'000
Equity beginning of year	2.000	13.545
Ordinary dividend paid	(2.000)	(2.000)
Profit/loss for the year	0	(6.409)
Equity end of year	0	5.136

Notes

1. Uncertainty relating to recognition and measurement

Uncertainty exists as to the recognition and measurement of the value of investments in group enterprises, receivables from group enterprises and branches, as the Company has not received any final annual reports from CPC Nigeria Limited and branches where annual reports from CPC Nigeria Limited and branches have been presented according to the realisation principle. CPC Nigeria Limited and branches are discontinued, and annual reports must be prepared according to the realisation principle.

Management has recognised a provision for the expected decommissioning costs of CPC Nigeria Limited and branches.

	2019	2018
	DKK'000	DKK'000
2. Staff costs		
Wages and salaries	1.385	5.925
Pension costs	408	1.748
Other social security costs	6	27
	1.799	7.700
Average number of employees	6	10
	2019	2018
	DKK'000	DKK'000
3. Other financial income		
Other interest income	38	4
Exchange rate adjustments	547	808
	585	812
	2019	2018
	DKK'000	DKK'000
4. Other financial expenses		
Other interest expenses	34	14
Exchange rate adjustments	424	282
	458	296

Notes

	2019	2018
	DKK'000	DKK'000
5. Tax on profit/loss for the year		
Current tax	0	86
	0	86
		Invest- ments in group enterprises DKK'000
6. Fixed asset investments		
Cost beginning of year		4.202
Disposals		(1.000)
Cost end of year		3.202
Revaluations beginning of year		5.269
Share of profit/loss for the year		(88)
Reversal regarding disposals		(3.070)
Revaluations end of year		2.111
Carrying amount end of year		5.313

7. Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and also for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for these entities.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C enterprises.

The accounting policies applied to these financial statements are consistent with those applied last year.

Material uncertainty related to recognition and measurement

Uncertainty exists as to the recognition and measurement of the value of investments in group enterprises, receivables from group enterprises and branches, as the Company has not received any final annual reports from CPC Nigeria Limited and branches where annual reports from CPC Nigeria Limited and branches have been presented according to the realisation principle. CPC Nigeria Limited and branches are discontinued, and annual reports must be prepared according to the realisation principle.

Management has recognised a provision for the expected decommissioning costs of CPC Nigeria Limited and branches.

Recognition and measurement

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 Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity 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 Entity, 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 is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Revenue

Revenue consists of goods and services provided during the year, and for contract work in progress it consists of the portion of the aggregate contractual sum that is attributable to work carried out during the year.

Production costs

Production costs comprise expenses incurred to earn revenue for the financial year. Production costs comprise direct and indirect costs for raw materials and consumables.

Accounting policies

Administrative costs

Administrative costs comprise expenses incurred for the Entity's administrative functions, including wages and salaries for administrative staff and Management.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses. Income from investments in group enterprises also include net income and currency adjustments related to branches in 2019.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, and net capital or exchange gains on payables and transactions in foreign currencies.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, and net capital or exchange losses on payables and transactions in foreign currencies.

Tax on profit/loss for the year

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 for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish subsidiaries and is regarded as the administration company. Current income tax is allocated among the jointly taxed Danish enterprises proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus or minus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to reserve for net revaluation according to the equity method under equity.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

Accounting policies

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity.

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Income tax receivable or payable

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

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registreret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Martin Strouhal

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-125689358794

IP: 188.183.xxx.xxx

2020-10-30 08:09:25Z

NEM ID 

Christian Dahlstrøm

Revisor

Serienummer: CVR:33963556-RID:26818003

IP: 80.62.xxx.xxx

2020-10-30 11:56:11Z

NEM ID 

Jens Schmidt Antonsen

Adm. direktør

Serienummer: PID:9208-2002-2-857220302152

IP: 128.76.xxx.xxx

2020-10-30 16:22:40Z

NEM ID 

Jens Schmidt Antonsen

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-857220302152

IP: 128.76.xxx.xxx

2020-10-30 16:22:40Z

NEM ID 

Jens Schmidt Antonsen

Dirigent

Serienummer: PID:9208-2002-2-857220302152

IP: 128.76.xxx.xxx

2020-10-30 16:22:40Z

NEM ID 

Dennis Westerdahl Hollender

Bestyrelsesformand

Serienummer: PID:9208-2002-2-905322577521

IP: 62.44.xxx.xxx

2020-10-30 18:56:52Z

NEM ID 

Penneo dokumentnøgle: XNTAE-8ETWMI-C5TLK-VZMJM-VTW4C-CZFP8

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service** <penneo@penneo.com>. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validate>