Thyborøn Nordsø Ral A/S

Sydhavnsvej 21, DK-7680 Thyborøn

Annual Report for 1 January - 31 December 2021

CVR No 25 45 37 43

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 17/5 2022

Géry De Cloedt Chairman of the General Meeting



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Thyborøn Nordsø Ral A/S for the financial year 1 January - 31 December 2021.

The Annual Report is 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 at 31 December 2021 of the Company and of the results of the Company operations and cash flows for 2021.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Thyborøn, 17 May 2022

Executive Board

Roland Gagel Executive Officer

Board of Directors

Géry De Cloedt Chairman Carsten-Roland Meier

Roland Gagel



Independent Auditor's Report

To the Shareholder of Thyborøn Nordsø Ral A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2021 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Thyborøn Nordsø Ral A/S for the financial year 1 January - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant accounting policies ("the Financial Statements").

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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover 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 Management's Review and, in doing so, consider whether 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 Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review 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 in Management's Review.

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 misstate-



Independent Auditor's Report

ment, 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 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 Company'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 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events



Independent Auditor's Report

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.

Herning, 17 May 2022 **PricewaterhouseCoopers**Statsautoriseret Revisionspartnerselskab *CVR No 33 77 12 31*

Kim Vorret statsautoriseret revisor mne33256 Hans Jørgen Andersen statsautoriseret revisor mne30211



Company Information

The Company Thyborøn Nordsø Ral A/S

Sydhavnsvej 21 DK-7680 Thyborøn

CVR No: 25 45 37 43

Financial period: 1 January - 31 December

Municipality of reg. office: Lemvig

Board of Directors Géry De Cloedt , Chairman

Carsten-Roland Meier

Roland Gagel

Executive Board Roland Gagel

Auditors PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Platanvej 4

DK-7400 Herning



Management's Review

Key activities

The principal activity is the collection of gravel of very high quality from the North Sea and to perform grading.

Development in the year

The income statement of the Company for 2021 shows a profit of DKK 4,604,914, and at 31 December 2021 the balance sheet of the Company shows equity of DKK 15,106,108.

The past year and follow-up on development expectations from last year

The result for the year has been better than budgeted, mainly due to higher activity than expected.



Income Statement 1 January - 31 December

	Note	2021	2020
		DKK	DKK
Gross profit/loss		15,559,973	12,650,667
Staff expenses	1	-6,374,942	-5,725,987
Depreciation, amortisation and impairment of intangible assets and	'	-0,014,042	-0,720,007
property, plant and equipment	2	-2,974,317	-3,565,727
Profit/loss before financial income and expenses		6,210,714	3,358,953
Financial income	3	33,084	2,148
Financial expenses	4	-303,791	-386,029
Profit/loss before tax		5,940,007	2,975,072
Tax on profit/loss for the year	5	-1,335,093	-658,094
Net profit/loss for the year	_	4,604,914	2,316,978
Distribution of profit			
Proposed distribution of profit			
Retained earnings	_	4,604,914	2,316,978
	_	4,604,914	2,316,978



Balance Sheet 31 December

Assets

	Note	2021	2020
		DKK	DKK
Acquired concessions		2,775,700	1,502,747
Intangible assets	6	2,775,700	1,502,747
Land and buildings		2,821,904	3,163,952
Plant and machinery		13,963,660	14,782,562
Other fixtures and fittings, tools and equipment		95,299	0
Property, plant and equipment	7	16,880,863	17,946,514
Fixed assets		19,656,563	19,449,261
Raw materials and consumables		749,569	763,972
Finished goods and goods for resale		6,344,038	7,545,175
Inventories		7,093,607	8,309,147
Trade receivables		303,523	1,319,874
Receivables from group enterprises		3,545,836	3,589,417
Other receivables		290,880	334,466
Deferred tax asset		2,619,975	3,190,428
Corporation tax		38,607	0
Prepayments		1,002,007	964,505
Receivables		7,800,828	9,398,690
Cash at bank and in hand		3,995,194	0
Currents assets		18,889,629	17,707,837
Assets		38,546,192	37,157,098



Balance Sheet 31 December

Liabilities and equity

	Note	2021	2020
		DKK	DKK
Share capital		825,000	825,000
Retained earnings		14,281,108	9,676,194
Equity		15,106,108	10,501,194
Lease obligations		6,920,180	7,428,327
Other payables		0	317,718
Long-term debt	8	6,920,180	7,746,045
Credit institutions		0	5,928,286
Lease obligations	8	1,947,519	2,239,654
Trade payables		3,193,907	2,735,503
Payables to group enterprises		3,147,273	3,623,075
Payables to group enterprises relating to corporation tax		803,247	235,392
Other payables	8	7,427,958	4,147,949
Short-term debt		16,519,904	18,909,859
Debt		23,440,084	26,655,904
Liabilities and equity		38,546,192	37,157,098
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Statement of Changes in Equity

825,000	14 281 108	15,106,108
0	4,604,914	4,604,914
825,000	9,676,194	10,501,194
DKK	DKK	DKK
Share capital	earnings	Total
	Retained	
	825,000 0	Share capital earnings DKK DKK 825,000 9,676,194 0 4,604,914



Cash Flow Statement 1 January - 31 December

	Note	2021	2020
		DKK	DKK
Net profit/loss for the year		4,604,914	2,316,978
Adjustments	9	4,580,117	4,607,702
Change in working capital	10	5,226,449	-2,440,760
Cash flows from operating activities before financial income and			
expenses		14,411,480	4,483,920
Financial income		33,085	2,147
Financial expenses	_	-303,792	-386,031
Cash flows from ordinary activities		14,140,773	4,100,036
Corporation tax paid	_	-235,392	-380,419
Cash flows from operating activities	_	13,905,381	3,719,617
Purchase of intangible assets		-1,357,427	-735,043
Purchase of property, plant and equipment		-1,878,192	-6,065,000
Sale of property, plant and equipment	_	54,000	0
Cash flows from investing activities	-	-3,181,619	-6,800,043
Repayment of loans from credit institutions		-5,928,286	-1,619,134
Reduction of lease obligations		-2,500,282	4,699,560
Lease obligations incurred	_	1,700,000	0
Cash flows from financing activities	-	-6,728,568	3,080,426
Change in cash and cash equivalents		3,995,194	0
Cash and cash equivalents at 1 January	_	0	0
Cash and cash equivalents at 31 December	-	3,995,194	0
Cash and cash equivalents are specified as follows:			
Cash at bank and in hand	_	3,995,194	0
Cash and cash equivalents at 31 December	-	3,995,194	0



		2021	2020
	Staff expenses	DKK	DKK
1	Stan expenses		
	Wages and salaries	4,999,643	4,834,369
	Pensions	1,116,785	680,586
	Other social security expenses	188,619	139,234
	Other staff expenses	69,895	71,798
		6,374,942	5,725,987
	Average number of employees	8	7
2	Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		
	Depreciation of property, plant and equipment	3,028,317	3,502,928
	Gain and loss on disposal	-54,000	62,799
		2,974,317	3,565,727
3	Financial income		
	Other financial income	2,398	1,526
	Exchange adjustments	30,686	622
	<i>5</i> ,	33,084	2,148
4	Financial expenses		
	Interest paid to group enterprises	0	10,852
	Other financial expenses	303,791	375,177
		303,791	386,029



		2021	2020
5	Tax on profit/loss for the year	DKK	DKK
	Current tax for the year	764,640	235,392
	Deferred tax for the year	570,453	422,702
		1,335,093	658,094
6	Intangible assets		Acquired con- cessions
			DKK
	Cost at 1 January		3,437,700
	Additions for the year		1,357,427
	Cost at 31 December		4,795,127
	Impairment losses and amortisation at 1 January		1,934,953
	Amortisation for the year		84,474
	Impairment losses and amortisation at 31 December		2,019,427
	Carrying amount at 31 December		2,775,700



7 Property, plant and equipment

				Other fixtures	
				and fittings,	
		Land and	Plant and	tools and	
		buildings	machinery	equipment	Total
		DKK	DKK	DKK	DKK
	Cost at 1 January	10,854,226	37,415,820	409,755	48,679,801
	Additions for the year	0	1,768,232	109,960	1,878,192
	Disposals for the year	0	-3,254,327	-234,525	-3,488,852
	Cost at 31 December	10,854,226	35,929,725	285,190	47,069,141
	Impairment losses and depreciation at				
	1 January	7,690,274	22,633,258	409,755	30,733,287
	Depreciation for the year	342,048	2,587,134	14,661	2,943,843
	Impairment and depreciation of sold				
	assets for the year	0	-3,254,327	-234,525	-3,488,852
	Impairment losses and depreciation at	_	_		
	31 December	8,032,322	21,966,065	189,891	30,188,278
	Carrying amount at 31 December	2,821,904	13,963,660	95,299	16,880,863
	Depreciated over	9-22 years	3-10 years	3-5 years	
	Including assets under finance leases				
	amounting to	0	9,893,480	0	9,893,480
				2021	2020
				DKK	DKK
8	Long-term debt			Ditt	Ditit
	Debt falling due after 5 years			0	317,718
				0	317,718



		2021	2020
		DKK	DKK
9	Cash flow statement - adjustments		
	Financial income	-33,084	-2,148
	Financial expenses	303,791	386,029
	Depreciation, amortisation and impairment losses, including losses and		
	gains on sales	2,974,317	3,565,727
	Tax on profit/loss for the year	1,335,093	658,094
		4,580,117	4,607,702
10	Cash flow statement - change in working capital		
	Change in inventories	1,215,540	1,350,435
	Change in receivables	1,080,806	77,644
	Change in trade payables, etc	2,930,103	-3,868,839
		5,226,449	-2,440,760



11	Contingent assets, liabilities and other financial obligations	2021 DKK	2020 DKK
	Charges and security		
	The following assets have been placed as security with bankers:		
	Inventories, company mortgage	7,093,607	8,309,146
	Receivable from sales and services, company mortgage	303,523	1,319,874
	Operating assets, company mortgage	4,070,180	3,668,527

The company has issued owner's mortgage at a total amount of kDKK 13,683 as security for the company and

Danish group companies' bank debts. The owner's mortgage provides mortgage on land and buildings and

Company mortgage has been provided as security at a total amount of kDKK 5,000.

tangible fixed assets.

Rental and lease obligations

Rental obligations.	period of nonterminability, 1-3 months	672.621	669.258

Guarantee obligations

Payment guarantees regarding rent obligations at 31 December amounting to kDKK 1,087.

Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable by the Group amounts to DKK -38,607. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Including to group enterprises

Charges and security in assets with a total carrying amount of	11,467,310	13,297,547
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12 Related parties

Consolidated Financial Statements		
The Company is consolidated into the Group Annual Report of the Parent Company.		
Name	Place of registered office	
Group De Cloedt SA	Ixelles, Belgium	



13 Accounting Policies

The Annual Report of Thyborøn Nordsø Ral A/S for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2021 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.



13 Accounting Policies (continued)

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.



13 Accounting Policies (continued)

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, change in inventories of finished goods, work in progress and goods for resale, expenses for raw materials and consumables and other external expenses.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with Danish group companies. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.



13 Accounting Policies (continued)

Balance Sheet

Intangible assets

Development costs relating to new methods of extracting raw material are measured at cost with deduction of accumulated amortization.

The item contains the cost incurred in connection with the project reduced by amortization equal to the production of the year.

Establishing costs relating to consessions are measured at cost with deduction of accumulated amortization.

Systematic amortization is applied over the period of use which is estimated to 5-10 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Buildings and site on leased land 9-22 years Plant and machinery 3-10 years

Other fixtures and fittings, tools and equipment 3-5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.



13 Accounting Policies (continued)

Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour with addition of indirect production costs. Indirect production costs comprise the cost of indirect materials and labour as well as maintenance and depreciation of the machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.



13 Accounting Policies (continued)

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Loans, such as loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.

Cash Flow Statement

The cash flow statement shows the Company's cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Company's cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise "Cash at bank and in hand".



13 Accounting Policies (continued)

The cash flow statement cannot be immediately derived from the published financial records.

