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# ***Strukton Rail S-Bane A/S***

Gammel Lyngvej 2, DK-4600 Køge

## **Annual Report for 1 January - 31 December 2020**

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CVR No 29 44 67 68

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
17/6 2021

Jens Christian Jensen  
Chairman of the General  
Meeting



**pwc**

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# Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Strukton Rail S-Bane A/S for the financial year 1 January - 31 December 2020.

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 2020 of the Company and of the results of the Company operations for 2020.

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

Køge, 17 June 2021

## Executive Board

Jens Christian Jensen  
CEO

## Board of Directors

Karl Johan Oscarsson  
Chairman

Gerhardus Plechelmus  
Sanderink

Jens Christian Jensen

# Independent Auditor's Report

To the Shareholder of Strukton Rail S-Bane A/S

## Opinion

We have audited the Financial Statements of Strukton Rail S-Bane A/S for the financial year 1 January - 31 December 2020, which comprise 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 financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020 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 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 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

# Independent Auditor's Report

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 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 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.

## Independent Auditor's Report

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.

Hellerup, 17 June 2021

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Jacob F Christiansen

statsautoriseret revisor

mne18628

Søren Alexander

statsautoriseret revisor

mne42824

## **Company Information**

### **The Company**

Strukton Rail S-Bane A/S  
Gammel Lyngvej 2  
DK-4600 Køge

CVR No: 29 44 67 68  
Financial period: 1 January - 31 December  
Municipality of reg. office: Køge

### **Board of Directors**

Karl Johan Oscarsson, Chairman  
Gerhardus Plechelmus Sanderink  
Jens Christian Jensen

### **Executive Board**

Jens Christian Jensen

### **Auditors**

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Strandvejen 44  
DK-2900 Hellerup

# Management's Review

## Key activities

The company's activity is ownership of the joint venture, Strukton - Aarsleff JV I/S.

## Development in the year

The income statement of the Company for 2020 shows a profit of DKK 4,383,647, and at 31 December 2020 the balance sheet of the Company shows equity of DKK 26,268,936.

The management considers the net profit for the year to be satisfactory

## Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

## Unusual events

The financial position at 31 December 2020 of the Company and the results of the activities of the Company for the financial year for 2020 have not been affected by any unusual events.

## Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

## Income Statement 1 January - 31 December

	<u>Note</u>	<u>2020</u> DKK	<u>2019</u> DKK
<b>Gross profit/loss</b>		<b>-187.171</b>	<b>-195.457</b>
Income from investments in associates		4.560.092	4.955.362
Financial expenses		<u>-1.098</u>	<u>-11.144</u>
<b>Profit/loss before tax</b>		<b>4.371.823</b>	<b>4.748.761</b>
Tax on profit/loss for the year	1	<u>11.824</u>	<u>3.926</u>
<b>Net profit/loss for the year</b>		<b><u>4.383.647</u></b>	<b><u>4.752.687</u></b>

## Distribution of profit

### Proposed distribution of profit

Reserve for net revaluation under the equity method		4.560.092	4.955.362
Retained earnings		<u>-176.445</u>	<u>-202.675</u>
		<b><u>4.383.647</u></b>	<b><u>4.752.687</u></b>

# Balance Sheet 31 December

## Assets

	Note	2020 DKK	2019 DKK
Investments in joint ventures	2	31.898.710	27.338.618
<b>Fixed asset investments</b>		<b>31.898.710</b>	<b>27.338.618</b>
<b>Fixed assets</b>		<b>31.898.710</b>	<b>27.338.618</b>
Receivables from group enterprises		0	208.367
Receivables from associates		0	72.694
Other receivables		1.278	1.278
<b>Receivables</b>		<b>1.278</b>	<b>282.339</b>
<b>Cash at bank and in hand</b>		<b>215.219</b>	<b>27.051</b>
<b>Currents assets</b>		<b>216.497</b>	<b>309.390</b>
<b>Assets</b>		<b>32.115.207</b>	<b>27.648.008</b>

# Balance Sheet 31 December

## Liabilities and equity

	Note	2020 DKK	2019 DKK
Share capital		506.000	506.000
Share premium account		0	85.214.000
Reserve for net revaluation under the equity method		28.263.710	23.703.618
Retained earnings		-2.500.774	-87.538.329
<b>Equity</b>		<b>26.268.936</b>	<b>21.885.289</b>
Trade payables		42.070	0
Payables to group enterprises		5.803.911	5.728.894
Corporation tax		0	11.824
Other payables		290	22.001
<b>Short-term debt</b>		<b>5.846.271</b>	<b>5.762.719</b>
<b>Debt</b>		<b>5.846.271</b>	<b>5.762.719</b>
<b>Liabilities and equity</b>		<b>32.115.207</b>	<b>27.648.008</b>
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## Statement of Changes in Equity

	Share capital	Share premium account	Reserve for net revaluation under the equity method	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	506.000	85.214.000	23.703.618	-87.538.329	21.885.289
Net profit/loss for the year	0	0	4.560.092	-176.445	4.383.647
Transfer from share premium account	0	-85.214.000	0	85.214.000	0
<b>Equity at 31 December</b>	<b>506.000</b>	<b>0</b>	<b>28.263.710</b>	<b>-2.500.774</b>	<b>26.268.936</b>

## Notes to the Financial Statements

	2020 DKK	2019 DKK
<b>1 Tax on profit/loss for the year</b>		
Current tax for the year	0	0
Adjustment of tax concerning previous years	-11.824	-3.926
	<b>-11.824</b>	<b>-3.926</b>
<b>2 Investments in joint ventures</b>		
Cost at 1 January	3.635.000	3.635.000
Cost at 31 December	3.635.000	3.635.000
Value adjustments at 1 January	23.703.618	18.748.256
Net profit/loss for the year	4.560.092	4.955.362
Value adjustments at 31 December	28.263.710	23.703.618
<b>Carrying amount at 31 December</b>	<b>31.898.710</b>	<b>27.338.618</b>

Investments in joint ventures are specified as follows:

Name	Place of registered office	Votes and ownership
Strukton - Aarsleff JV I/S	Viby J.	45%

### 3 Contingent assets, liabilities and other financial obligations

#### Contingent liabilities

The company is a partner in Strukton - Aarsleff JV I/S and has joint and several liability together with other stakeholders for its obligations. The latest audited annual report at 30 September 2020 showed a total debt of DKK 17.619.478

The Danish 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 is disclosed in the Annual Report of Strukton Rail Holding A/S, which is the management company of the joint taxation purposes. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on un-earned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

# Notes to the Financial Statements

## 3 Contingent assets, liabilities and other financial obligations (continued)

## 4 Related parties

### Basis

#### Controlling interest

#### Consolidated Financial Statements

The company is included in the consolidated financial statements of the parent.

Name

Place of registered office

Strukton Group BV.

Utrecht, Netherlands

# Notes to the Financial Statements

## 5 Accounting Policies

The Annual Report of Strukton Rail S-Bane A/S for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2020 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.

### Translation policies

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.

# Notes to the Financial Statements

## 5 Accounting Policies (continued)

### Income Statement

#### Revenue

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

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 administration costs, etc.

#### Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

#### Income from investments in participating interests

The item "Income from investments in participating interests" in the income statement includes the proportionate share of the profit for the year.

#### 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.

# Notes to the Financial Statements

## 5 Accounting Policies (continued)

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

## Balance Sheet

### Investments in participating interests

Investments in are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Investments in participating interests are recognised and measured under the equity method.

The item “Investments in participating interests” in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in participating interests is transferred upon distribution of profit to “Reserve for net revaluation under the equity method” under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the participating interests.

Participating interests with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

### 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. Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company’s experience from previous years.

### 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

## Notes to the Financial Statements

### 5 Accounting Policies (continued)

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.

#### **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**

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