Ørsted Nearshore Wind ApS

Annual report for 2019

CVR no. 31 08 02 23

(13th Financial year)

Adopted at the annual general meeting on 28 April 2020

Ulrik Jarlov
chairman

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Statement by management on the annual report

The board of directors and the executive board have today discussed and approved the annual report of Ørsted Nearshore Wind ApS for the financial year 1 January - 31 December 2019.

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 company's financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January - 31 December 2019.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved at the annual general meeting.

Skærbæk, 21 April 2020

Executive board

Andreas Stokholm Keiding
director

Board of Directors

Jan Engelbert chairman	Michael Gudmandsen deputy chairman	Andreas Stokholm Keiding

Independent auditor's report

To the shareholder of Ørsted Nearshore Wind ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 december 2019 in accordance with the Danish Financial Statements Act

We have audited the Financial Statements of Ørsted Nearshore Wind ApS for the financial year 1 January - 31 December 2019, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes ("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' 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.

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 Financial 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.

Independent auditor's report

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 judgment 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 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.

Copenhagen, 21 April 2020

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Thomas Wraae Holm
State Authorised Public Accountant
MNE no. mne30141

Søren Alexander
State Authorised Public Accountant
MNE no. mne42824

Company details

The company	Ørsted Nearshore Wind ApS Kraftværksvej 53 Skærbæk 7000 Fredericia	
	Telephone:	+45 99 55 11 11
	E-mail:	info@orsted.dk
	Website:	www.orsted.com
	CVR no.:	31 08 02 23
	Reporting period: Financial year:	1 January - 31 December 2019 13th financial year
	Domicile:	Fredericia
Board of Directors	Jan Engelbert, chairman Michael Gudmandsen, deputy chairman Andreas Stokholm Keiding	
Executive board	Andreas Stokholm Keiding, direktør	
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup	
Consolidated financial statements	The company is included in the consolidated financial statements of the parent company Ørsted A/S, CVR no. 36 21 37 28 The Group Annual Report of Ørsted A/S, CVR no. 36 21 37 28 may be obtained at the following address: www.orsted.com	

Management's review

Business activities
The company's objects are to engage in activities in the energy sector and ancillary activities.

Unusual matters
The profit for the year is positively affected by the sale of Middelgrunden in 2018, as provision has been reversed, which had a positive effect on the profit before tax of DKK 4.9 million.

The company's result for the year is positively affected by reversal of impairment losses of DKK 28.1 million before tax.

Business review
The company's income statement for the year ended 31 December 2019 shows a profit of TDKK 28.404, and the balance sheet at 31 December 2019 shows equity of TDKK 88.138.

Financial review
The company's income statement for the year ended 31 December 2019 shows a profit of TDKK 28.404, and the balance sheet at 31 December 2019 shows equity of TDKK 88.138.Earnings before interest, tax and depreciation for 2020 for the company is expected to be around DKK 3-5 million.

Special risks apart from generally occurring risks in industry Operating risks
The 2 Avedøre turbines receive the market price plus a fixed subsidy for approximately 7 years from the beginning of the operation plus a balancing subsidy for the lifetime of the park. The first Avedøre turbine utilised its fixed subsidy in Q3 2016 and the second in Q1 2018.

Accounting policies

The annual report of Ørsted Nearshore Wind ApS for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act concerning reporting class B entities, as well as selected rules applying to reporting class C.

The accounting policies applied are consistent with those of last year.

The annual report for 2019 is presented in TDKK

Basis of recognition and measurement
Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable 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 it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Government grants
Government grants comprise grants for environment-friendly generation. Government grants are recognised when there is reasonable assurance that they will be received.

Grants for electricity generation are recognised as revenue in step with the recognition of the related electricity revenue.

Income statement

Revenue
Income from the sale of electricity and grants for the sale of electricity is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Accounting policies

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Operating expenses
Operating expenses comprise the expenses incurred by the company to generate the years revenue. Such expenses are recognised in the income statement as incurred.

Other external expenses
Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts etc.

Amortisation, depreciation and impairment losses
Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of 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. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year
The company is subject to the Danish rules on compulsory joint taxation of the Ørsted Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed Danish entities in proportion to their taxable income. Danish entities with tax losses receive joint taxation contributions from the ultimate parent company (the management company), Ørsted A/S equivalent to the tax base of the tax losses utilised (full allocation), while Danish entities that utilise tax losses in other entities pay joint taxation contributions to the Ørsted A/S equivalent to the tax base of the utilised losses.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Accounting policies

Balance sheet

Tangible assets

Items of plant and machinery are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Cost is increased by estimated expenses for dismantling and disposing of the assets and restoration to the extent that they are recognised as a provision.

The basis of depreciation is determined as cost reduced by any residual value, and depreciation is charged using sum of digits method over the expected useful lives of the assets, which are:

	Useful life	
Plant and machinery	20	years

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Impairment of fixed assets

The carrying amount of property, plant and equipment is reviewed for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

Where there are indications of impairment, an impairment test is performed for each individual asset or group of assets, respectively. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price and the value in use. The value in use is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Receivables

Receivables, which include trade receivables, receivables from group entities and other receivables, are measured at amortised cost.

Accounting policies

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Equity
Dividends
Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Provisions
Provisions are recognised when as a result of a past event the company's has a legal or constructive obligation and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Provisions, except for deferred taxes, are measured at fair value.

Provisions for the decommissioning of production assets and restoration are measured at the present value of the future liability in respect of decommissioning and shutdown as estimated at the balance sheet date. The amount provided is determined on the basis of existing requirements and estimated expenses, which are discounted to present value. If specific risks are deemed to attach to a provision, the estimated expenses are recognised. A discount rate is used that reflects the general interest rate level in society. These liabilities are recognised as they arise and are adjusted on a regular basis to reflect changes in requirements, price level, etc. The value of the provision is recognised in property, plant and equipment and depreciated together with the relevant assets. The increase in time of the present value of the provision is recognised in profit/loss for the year as financial expenses.

A provision for onerous contracts is recognised when the expected benefits to be derived from a contract are lower than the unavoidable cost of meeting the obligations existing under the contract. If it is considered unlikely that an outflow from the enterprise of economic resources will be required to settle a liability, or if the liability cannot be measured reliably, the liability is accounted for as a contingent liability that is not recognised in the balance sheet. Material contingent liabilities are disclosed in the notes.

Income tax and deferred tax
Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Accounting policies

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities
Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation
On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates 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 latest financial statements is recognised in the income statement as financial income or financial expenses.

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

Income statement 1 January - 31 December

	Note	2019 TDKK	2018 TDKK
Revenue		**7.309**	**20.017**
Other operating income	1	5.113	66.282
Operating expenses		-307	-790
Other external expenses		-1.708	-11.396
Gross profit		**10.407**	**74.113**
Staff costs	2	0	0
Profit/loss before amortisation/depreciation and impairment losses		**10.407**	**74.113**
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	5	26.183	-52.896
Profit/loss before net financials		**36.590**	**21.217**
Financial income		7	1
Financial costs	3	-184	-2.043
Profit/loss before tax		**36.413**	**19.175**
Tax on profit/loss for the year	4	-8.009	-4.221
Profit/loss for the year		**28.404**	**14.954**

Distribution of profit

	2019	2018
Retained earnings	28.404	14.954
	28.404	**14.954**

Balance sheet 31 December

	Note	2019	2018
		TDKK	TDKK
Assets			
Plant and machinery		39.082	12.898
Tangible assets	5	**39.082**	**12.898**
Total non-current assets		**39.082**	**12.898**
Trade receivables		173	248
Receivables from group companies	6	55.814	45.326
Other receivables		6	0
Deferred tax asset	8	0	6.875
Corporation tax		0	6.636
Receivables		**55.993**	**59.085**
Total current assets		**55.993**	**59.085**
Total assets		**95.075**	**71.983**

Balance sheet 31 December

	Note	2019 TDKK	2018 TDKK
Equity and liabilities			
Share capital		500	500
Retained earnings		87.638	59.234
Equity	7	**88.138**	**59.734**
Provision for deferred tax	8	1.096	0
Other provisions	9	5.661	10.655
Total provisions		**6.757**	**10.655**
Trade payables		0	6
Payables to group companies		134	825
Corporation tax		46	0
Other payables		0	763
Total current liabilities		**180**	**1.594**
Total liabilities		**180**	**1.594**
Total equity and liabilities		**95.075**	**71.983**
Subsequent events	10		
Contingent assets, liabilities and other financial obligations	11		
Related parties and ownership structure	12		

Statement of changes in equity

	Share capital	Retained earnings	Total
	TDKK	TDKK	TDKK
Equity at 1 January 2019	500	59.234	59.734
Net profit/loss for the year	0	28.404	28.404
Equity at 31 December 2019	**500**	**87.638**	**88.138**

Notes

		2019 TDKK	2018 TDKK
1	**Other operating income**		
	Gain/loss on sale of Middelgrunden	4.900	50.923
	Reversal of decommissioning provision Vindeby	213	15.359
		5.113	**66.282**
2	**Staff costs**		
	Average number of employees	1	1

The executive board and board of directors have not been paid remuneration.

		2019 TDKK	2018 TDKK
3	**Financial costs**		
	Financial expenses, group companies	53	227
	Interest element abandonment	131	1.816
		184	**2.043**
4	**Tax on profit/loss for the year**		
	Current tax for the year	46	-6.636
	Deferred tax for the year	7.963	10.857
	Adjustment of tax concerning previous years	-8	0
	Adjustment of deferred tax concerning previous years	8	0
		8.009	**4.221**

Notes

5 Tangible assets

	Plant and machinery
	TDKK
Cost at 1 January 2019	78.572
Cost at 31 December 2019	78.572
Impairment losses and depreciation at 1 January 2019	65.674
Depreciation for the year	1.920
Reversal for the year of previous years' impairment losses	-28.104
Impairment losses and depreciation at 31 December 2019	39.490
Carrying amount at 31 December 2019	**39.082**

The company's result for the year are positive effected by a speciel item regarding reversal of impairment losses of DKK 28.1 million. The company has prepared impairment calculation of the investment in Avedøre Wind Park which resulted in an reversal of previous years impairment loss.

6 Receivables from group companies

The company's receivables from group companies includes TDKK 54.362 in a cash pool scheme with the ultimate parent company, Ørsted A/S (2018: TDKK 42.467).

7 Equity

The share capital consists of 500 shares of a nominal value of TDKK 1. No shares carry any special rights.

There have been no changes inthe share capital during the last 5 years.

Notes

		2019	2018
		TDKK	TDKK
8	**Provision for deferred tax**		
	Provision for deferred tax at 1 January 2019	-6.875	-17.732
	Deferred tax recognised in income statement	7.971	10.857
	Transferred to assets	0	6.875
	Provision for deferred tax at 31 December 2019	**1.096**	**0**
	Property, plant and equipment	2.342	-4.523
	Other provisions	-1.246	-2.352
	Transferred to deferred tax asset	0	6.875
		1.096	**0**
	Deferred tax asset		
	Calculated tax asset	0	6.875
	Carrying amount	**0**	**6.875**

Notes

		2019	2018
		TDKK	TDKK
9	**Other provisions**		
	Balance at beginning of yearat 1 January 2019	10.655	70.287
	Interest element	131	1.815
	Applied in the year	-12	-2.644
	Additions for the year	0	6.500
	Disposals for the year	-5.113	-65.303
	Balance at 31 December 2019	**5.661**	**10.655**
	The expected due dates of other provisions are:		
	Within one year	1.800	6.500
	Between 1 and 5 years	0	424
	Over 5 years	3.861	3.731
		5.661	**10.655**

Other provisions comprise provisions in connection with sale of windfarm and the expected future costs for decommissioning and shutdown of the companys windfarms.

10 Subsequent events

The consequence of COVID-19, where many governments have decided to “close down countries” will have a significant impact on the world economy. Management has assessed the consequence of COVID-19 as a non-adjusting event but has decided to disclose assessment of impact.

On 30 January 2020, the International Health Regulations Emergency Committee of the World Health Organization declared the outbreak of coronavirus a “Public Health Emergency of International Concern”. This event, in management’s opinion, do not provide evidence of conditions that have direct impact on company’s business operations, assets and liabilities.

11 Contingent assets, liabilities and other financial obligations

Liability in joint taxation

The group's danish companies are jointly and severally liable for tax on group jointly taxes income, etc. Reference is made to the annual report for Ørsted A/S, the administration company in relation to joint taxation. The group's danish companies are also jointly and severally liable for Danish withholding taxes on dividends, royalties and interests within the group of jointly taxed entities. Any subsequent corrections to income and withholding taxes may result in an increase in the entities' liability.

Notes

11 Contingent assets, liabilities and other financial obligations(continued)

The group's danish entities have joint and several liability for joint VAT registration.

12 Related parties and ownership structure

Controlling interest

Ørsted Wind Power Holding A/S, Kraftværksvej 53, 7000 Fredericia (parent company)

Other related parties

Ørsted A/S (ultimate parent company)
The Danish State represented by the Ministry of Finance
Group companies and associates
Board of directors, executive board and senior employees

Ownership structure

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

Ørsted Wind Power Holding A/S