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Atlas Incinerators ApS

Masnedøvej 73 A
4760 Vordingborg
Business Registration No
31083176

Annual report 01.07.2018 - 30.06.2019

The Annual General Meeting adopted the annual report on 09.09.2019

Chairman of the General Meeting

Name: Karsten Lindved

Contents

Entity details

Entity
Atlas Incinerators ApS
Masnedøvej 73 A
4760 Vordingborg

Central Business Registration No (CVR): 31083176
Registered in: Vordingborg
Financial year: 01.07.2018 - 30.06.2019

Website: www.atlasinc.dk
E-mail: atlas@atlasinc.dk

Board of Directors
Søren Klarskov Vilby, Chairman
Thomas Marstrand, Vice-chairman
Kristian la Cour
Bo Kristensen

Executive Board
Bo Kristensen, Chief Executive Officer
Karsten Lindved
Oscar William Gunner

Auditors
Deloitte Statsautoriseret Revisionspartnerselskab
Dokken 8
Postbox 200
6701 Esbjerg

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Atlas Incinerators ApS for the financial year 01.07.2018 - 30.06.2019.

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 30.06.2019 and of the results of its operations for the financial year 01.07.2018 - 30.06.2019.

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.

Vordingborg, 06.09.2019

Executive Board

Bo Kristensen Chief Executive Officer	Karsten Lindved	Oscar William Gunner

Board of Directors

Søren Klarskov Vilby Chairman	Thomas Marstrand Vice-chairman	Kristian la Cour
Bo Kristensen		

Independent auditor's report

To the shareholders of Atlas Incinerators ApS

Opinion

We have audited the financial statements of Atlas Incinerators ApS for the financial year 01.07.2018 - 30.06.2019, 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 30.06.2019 and of the results of its operations for the financial year 01.07.2018 - 30.06.2019 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.

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 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:

Independent auditor's report

- 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.

Independent auditor's report

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.

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.

Esbjerg, 02.09.2019

Deloitte
Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR) 33963556

Jørn Jepsen
State Authorised Public Accountant
Identification No (MNE) mne24824

Management commentary

Primary activities

The Company’s main activity is production, development and sale of incinerators for the maritime sector.

The Company’s contributes to environmental protection through its actions and positions.

The Company’s main customer base covers marine and offshore industries land based.

Development in activities and finances

Results for the year 2018/19 amounted to a profit of DKK 11,211k compared to a profit of DKK 8,512k for the year 2017/18

Management considers the performance for the year acceptable.

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.

Income statement for 2018/19

	Notes	2018/19 DKK	2017/18 DKK
Gross profit		**26,522**	**24,205**
Staff costs	1	(10,476)	(10,537)
Depreciation, amortisation and impairment losses	2	(1,903)	(1,862)
Operating profit/loss		**14,143**	**11,806**
Income from investments in group enterprises		(6)	(487)
Other financial income from group enterprises		1,005	550
Other financial income		132	213
Financial expenses from group enterprises		(735)	(621)
Other financial expenses		(240)	(421)
Profit/loss before tax		**14,299**	**11,040**
Tax on profit/loss for the year	3	(3,088)	(2,528)
Profit/loss for the year		**11,211**	**8,512**
Proposed distribution of profit/loss			
Ordinary dividend for the financial year		0	10,000
Retained earnings		11,211	(1,488)
		11,211	**8,512**

Balance sheet at 30.06.2019

	Notes	2018/19 DKK	2017/18 DKK
Completed development projects		3,071	2,029
Acquired intangible assets		6	33
Goodwill		11,874	12,572
Intangible assets	4	**14,951**	**14,634**
Land and buildings		20,230	21,076
Plant and machinery		11	21
Other fixtures and fittings, tools and equipment		54	85
Leasehold improvements		159	219
Property, plant and equipment	5	**20,454**	**21,401**
Investments in group enterprises		2	8
Fixed asset investments	6	**2**	**8**
Fixed assets		**35,407**	**36,043**
Raw materials and consumables		6,950	7,454
Work in progress		2,364	1,117
Manufactured goods and goods for resale		458	824
Assets held for sale		3,897	4,002
Prepayments for goods		1,540	3,199
Inventories		**15,209**	**16,596**
Trade receivables		5,587	6,732
Contract work in progress		1,280	1,304
Receivables from group enterprises		59,036	37,981
Deferred tax		7,780	13,636
Other receivables		1,035	1,038
Income tax receivable		4,907	4,162
Prepayments	7	248	318
Receivables		**79,873**	**65,171**

Balance sheet at 30.06.2019

Cash	**3**	**88**
Current assets	**95,085**	**81,855**
Assets	**130,492**	**117,898**

Balance sheet at 30.06.2019

	Notes	2018/19 DKK	2017/18 DKK
Contributed capital		19,797	19,797
Reserve for development expenditure		2,102	1,159
Retained earnings		53,406	43,138
Proposed dividend		0	10,000
Equity		**75,305**	**74,094**
Bank loans		1,602	236
Prepayments received from customers		4,243	3,786
Trade payables		5,874	5,998
Payables to group enterprises		41,986	32,197
Other payables		1,482	1,587
Current liabilities other than provisions		**55,187**	**43,804**
Liabilities other than provisions		**55,187**	**43,804**
Equity and liabilities		**130,492**	**117,898**
Contingent liabilities	8		
Assets charged and collateral	9		
Group relations	10		

Statement of changes in equity for 2018/19

	Contributed capital DKK	Reserve for development expenditure DKK	Retained earnings DKK
Equity beginning of year	19,797	1,159	43,138
Ordinary dividend paid	0	0	0
Profit/loss for the year	0	943	10,268
Equity end of year	**19,797**	**2,102**	**53,406**

	Proposed dividend DKK	Total DKK
Equity beginning of year	10,000	74,094
Ordinary dividend paid	(10,000)	(10,000)
Profit/loss for the year	0	11,211
Equity end of year	**0**	**75,305**

Notes

	2018/19 DKK	2017/18 DKK
1. Staff costs		
Wages and salaries	9,438	9,502
Pension costs	624	596
Other social security costs	160	169
Other staff costs	254	270
	10,476	**10,537**
Average number of employees	**15**	**15**

	2018/19 DKK	2017/18 DKK
2. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	828	818
Depreciation of property, plant and equipment	970	1,044
Impairment losses on property, plant and equipment	105	0
	1,903	**1,862**

	2018/19 DKK	2017/18 DKK
3. Tax on profit/loss for the year		
Current tax	(2,869)	(2,135)
Change in deferred tax	5,856	4,663
Adjustment concerning previous years	101	0
	3,088	**2,528**

Notes

	Completed development projects DKK	Acquired intangible assets DKK	Goodwill DKK
4. Intangible assets			
Cost beginning of year	2,154	148	13,968
Additions	1,145	0	0
Disposals	0	(121)	0
Cost end of year	**3,299**	**27**	**13,968**
Amortisation and impairment losses beginning of year	(125)	(115)	(1,396)
Amortisation for the year	(103)	(27)	(698)
Reversal regarding disposals	0	121	0
Amortisation and impairment losses end of year	**(228)**	**(21)**	**(2,094)**
Carrying amount end of year	**3,071**	**6**	**11,874**

The capitalised development cost relate to the development of a new incinerator that will entail lower production costs and improve its design so that Atlas' incinerators remain among the leading in the market.

We expect the development project to be completed in Q4 2019.

Notes

	Land and buildings DKK	Plant and machinery DKK	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
5. Property, plant and equipment				
Cost beginning of year	28,319	41	147	304
Additions	23	0	0	0
Cost end of year	**28,342**	**41**	**147**	**304**
Depreciation and impairment losses beginning of year	(7,243)	(20)	(62)	(85)
Depreciation for the year	(869)	(10)	(31)	(60)
Depreciation and impairment losses end of year	**(8,112)**	**(30)**	**(93)**	**(145)**
Carrying amount end of year	**20,230**	**11**	**54**	**159**

	Investments in group enterprises DKK
6. Fixed asset investments	
Cost beginning of year	3,017
Cost end of year	**3,017**
Impairment losses beginning of year	(3,009)
Share of profit/loss for the year	(6)
Impairment losses end of year	**(3,015)**
Carrying amount end of year	**2**

Notes

	Registered in	Corporate form	Equity interest %
Investments in group enterprises comprise:			
Atlas Incinerators Invest ApS	Vordingborg	ApS	100.0

7. Prepayments

Prepayments comprise sundry prepaid expenses, including insurance etc.

	2018/19 DKK	2017/18 DKK
8. Contingent liabilities		
Recourse and non-recourse guarantee commitments	117,870	40,551
Contingent liabilities in total	**117,870**	**40,551**
Recourse and non-recourse guarantee commitments	117,300	38,500
Contingent liabilities to group enterprises	**117,300**	**38,500**

Guarantees and other financial commitments for bank loans in group enterprises.

The Entity participates in a Danish joint taxation arrangement in which G&O Investment A/S serves as the administration company. 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 for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

9. Assets charged and collateral

Bank debt is secured by way of a deposited mortgage deed registered to the mortgagor on property and plant of DKK 17,552k nominal.

The carrying amount of mortgaged properties amounts to DKK 20,230k.

Bank debt concerning own and group enterprises is secured be way of a deposited investments in group enterprises.

The Carrying amount of mortgaged shares amounts to DKK 2k

Notes

10. Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

G&O Investment A/S, Charlottenlund, Denmark

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.

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

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

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.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, cost of raw materials and consumables and external expenses.

Accounting policies

Revenue
Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Contract work in progress is included in revenue based on the stage of completion so that revenue corresponds to the selling price of the work performed in the financial year (the percentage-of-completion method).

Other operating income
Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales
Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses
Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs
Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc. for entity staff.

Depreciation, amortisation and impairment losses
Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

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.

Other financial income from group enterprises
Other financial income from group enterprises comprises interest income etc. on receivables from group enterprises.

Accounting policies

Other financial income
Other financial income comprises dividends etc. received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Financial expenses from group enterprises
Financial expenses from group enterprises comprise interest expenses etc. from payables to group enterprises.

Other financial expenses
Other financial expenses comprise interest expenses, net capital losses on transactions in foreign currencies as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

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 the parent company and all its Danish subsidiaries. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet
Goodwill
Goodwill is amortised straight-line over its estimated useful life which is fixed based on the experience gained by Management for each business area. The amortisation period is usually five years, however, in certain cases it may be up to 20 years for strategically acquired enterprises with a string market position and a long-term earnings profile if the longer amortisation period is considered to give a better reflection of the benefit from the relevant resources.

Goodwill is amortised over 20 years

Goodwill is written down to the lower of recoverable amount and carrying amount.

Accounting policies

Intellectual property rights etc
Intellectual property rights etc. comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are 3-5 years. Completed development projects are written down to the lower of recoverable amount and carrying amount.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised over their remaining duration, and licences are amortised over the term of the agreement.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment
Land and buildings, plant and machinery as well as other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Buildings	10-40 years
Plant and machinery	3-10 years
Other fixtures and fittings, tools and equipment	3-5 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Accounting policies

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 unamortised goodwill and plus or minus unrealised intra-group profits or losses.

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.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

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

Cost consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

Indirect production costs comprise indirect materials and labour costs, costs of maintenance of, depreciation of and impairment losses relating to machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management. Finance costs are not included in cost.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Assets held for sale
Assets held for sale are assets that are no longer in use and have been put up for sale. The assets are measured at the lower of carrying amount at the date of reclassification and net realisable value, and no amortisation or depreciation is made.

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

Contract work in progress
Contract work in progress is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress. Usually, the stage of completion is determined as the ratio of actual to total budgeted consumption of resources.

If the selling price of a project in progress cannot be made up reliably, it is measured at the lower of costs incurred and net realisable value.

Accounting policies

Each contract in progress is recognised in the balance sheet under receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Costs of sales work and of securing contracts as well as finance costs are recognised in the income statement as incurred.

Deferred tax
Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

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

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

Prepayments
Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

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. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Operating leases
Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

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.