

Keel Solution Aps

Bredgade 19 E

1260 København K

CVR No. 31253284

Annual Report 2020

13. financial year

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 28 May 2021

Christian Grahn
Chairman

Keel Solution Aps

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Management's Statement

Today, Management has considered and adopted the Annual Report of Keel Solution Aps for the financial year 1 January 2020 - 31 December 2020.

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 assets, liabilities and financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January 2020 - 31 December 2020.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

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

Copenhagen, 28 May 2021

Executive Board

Christian Grahn
Man. Director

Independent Auditors' Report

To the shareholders of Keel Solution Aps

Opinion

We have audited the financial statements of Keel Solution Aps for the financial year 1 January 2020 - 31 December 2020, which comprise an income statement, balance sheet and notes. 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 Company's financial position at 31 December 2020 and of the results of its operations for the financial year 1 January 2020 - 31 December 2020 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in our auditors' report under "Auditors' responsibility for the audit of the financial statements". As required by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, we are independent of the Company, 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 responsibility 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 considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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.

Independent Auditors' Report

- * Evaluate whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of opinion providing assurance regarding the Management's review.

Our responsibility in connection with our audit of the financial statements is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Copenhagen, 28 May 2021

City Revision ApS
godkendte revisorer
CVR-no. 37048755

Søren Lund
Registered Public Accountant
mne11354

Keel Solution Aps

Company details

Company	Keel Solution Aps Bredgade 19 E 1260 København K
CVR No.	31253284
Date of formation	31 January 2008
Executive Board	Christian Grahn, Man. Director
Auditors	City Revision ApS godkendte revisorer Midtermolen 1 2100 København Ø CVR-no.: 37048755
Bank	Nordea Bank Strandgade P.O. Box 850 0900 København K

Keel Solution Aps

Company details

Group chart

Subsidiaries 100 % owned

Name	Registered office
Keel Solution LLC	Ukraine
Keel Solution North America LLC	USA
Stellar Staff Pte	Singapore
Keel Pte Ltd	Singapore

Management's Review

Main activity

Keel Solution's main services are related to providing the Energy Sector with services within Asset Data Management. These services are a combination of on-site visual inspections on complex technical assets and high-end data processing and IT services. Currently Keel Solution is servicing companies within the Oil and Gas Industry, and the Wind Energy Sector.

Development activities and financial matters

2020 was a satisfactory year for Keel Solution. The management is satisfied with the result taking the unusual COVID-19 situation into account. The overall market position of Keel Solution is growing stronger, and the brand is well recognized within the energy sector. Marketing and sales efforts have been strengthened and new customers have been added to the portfolio.

In Keel Solution, we foresee moderate economic growth in 2021 compared to 2020, in the energy sector. The rise in oil prices will most likely increase the demand for our services, and the increased activities in the Offshore Wind Sector, will bring the performance in 2021 slightly higher than 2020

Notifications after year-end 31st. of December 2020

The unstable conditions concerning the COVID-19 virus will most likely have some impact on the performance of the company in 2020¹ We foresee a market that will be slower than anticipated at least to through Q3 2021.

Accounting Policies

Reporting Class

The financial statement for Keel Solution ApS is calculated in accordance with Danish legislation for financial accounts (Årsregnskabsloven §110).

The financial statements are prepared in accordance with Class B accounts and the same accounting principles have been used as last fiscal year.

Due to the size of the Keel Solution Group, a consolidated Financial Statement for the Group has not been made as per "Årsregnskabsloven §110".

Presentation of accounts

Net sales activities

The Company has decided to aggregate certain items of the Income Statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act

Net sales activities of services are accounted for at the day of billing.

Revenue expenses include sales and marketing expenses as well as expenses for card, phones, lawyers, office costs, audit and bookkeeping and other expenses related to sales and administration.

Staff expenses

Staff expenses include salaries, ATP and other personnel expenses.

Financial receipts and expenses

Financial receipts and expenses include interest receipts and expenses, realized capital gains and losses through the drawing and sale of bonds and shares, unrealized capital gains and losses through bonds and shares and accounts receivable and debts in foreign currencies. Unrealized capital gains in bonds and shares are transferred via the provision of assets appreciation of reserves under equity.

The year's tax result

The expected tax calculated from the year's taxable income is stated in the presentation of the accounts, as are changes due to deferral of tax. The company follows the procedure of paying taxes through instalments. Additions, deductions and rebates concerning the payment of taxes are included in the financial receipts and expenses

Balances

Tangible and intangible assets

Tangible and intangible assets are stated at the lower of cost or market, their cost price being the purchasing price less the accumulated depreciation. Depreciation is deducted over the expected lifetime of the asset.

Contract work in progress is measured at cost price of the work performed, calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated contract expenses. If the cost price is measured at the lower end of expenses the net realizable value is used.

Tangible and intangible assets' expected lifetime

Keel Solution Aps

Accounting Policies

Leasehold improvements	7 years	0% scrapvalue
Furniture and Fixtures	4-5 years	0% scrapvalue
Tools & Equipment	5 years	10% scrapvalue
Vehicles	3 years	10% scrapvalue
Software	3 years	0% scrapvalue

Financial assets

Shares in subsidiaries are measured using the equity method. The Ukrainian entity is a cost centre in a highly regulated financial environment, whereas the US and Asian entities are profit centres in a financial environment similar in nature to the one in Denmark.

Accounts receivables

Accounts receivables are calculated to amortized value equal to the nominal value less a provision for bad debt to account for expected losses.

Accruals

Accruals are calculated and included in the assets; since the expenses are related to next year's expenses.

Other obligations

Other obligations are measured for the purpose of calculating and amortizing value equal to the nominal value per December 31st. 2018.

Foreign currency

Transactions in foreign currency are calculated in Danish kroner in accordance with the currency exchange rate at the transaction day. Realized and unrealized profits and losses from currency exchange rate differences are included in the Financial Statement under Financial Revenue and Expenses.

The Annual Report of Keel Solution Aps for 2020 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

Reporting currency

The Annual Report is presented in Danish kroner.

General Information

Basis of recognition and measurement

The financial statement have been prepared under the historical cost princip.

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. 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

Accounting Policies

asset will accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Gross profit/loss

The Company has decided to aggregate certain items of the Income Statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

Gross profit is a combination of the items of revenue, change in inventories of finished goods, work in progress and goods for resale, other operation income, cost of raw and consumables and other external expenses.

Revenue

Revenue is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end and if the revenue can be reliably calculated and expected to be received. Revenue is recognised exclusive of VAT and net of sales discounts.

External expenses

Other external expenses

Other external costs include costs for distribution, sales, advertising, administration, premises, loss of debtors, operating leasing costs etc.

Administrative expenses include expenses for Management and administrative staff, office expenses, amortisation and depreciation, etc.

Staff expenses

Staff expenses comprise wages, salaries and other pay-related costs, such as sickness benefits for enterprise employees less wage/salary reimbursement, pensions and social security costs.

Other staff expenses are recognised in other external expenses.

Amortisation and impairment of tangible and intangible assets

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-10 years	0%
Leasehold improvements	7 years	0%

Accounting Policies

Income from investments in group enterprises and associates

Income from equity investments comprises the proportionate share of profit/loss after tax and any adjustment of internal profit/loss and less amortisation of consolidated goodwill.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement based on the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, finance charges in respect of finance leases, realised and unrealised capital gains and losses regarding securities, accounts payable and transactions in foreign currencies, repayment on mortgage loans, and surcharges and allowances under the tax prepayment scheme.

Dividends equity investments are recognised as income in the financial year in which the dividends are declared.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance Sheet

Intangible assets

Other intangible assets, including licences and acquired rights etc., are measured at cost less accumulated amortisation and impairment losses.

Tangible assets

Tangible assets are measured at cost on initial recognition and subsequently at cost less accumulated depreciation and impairment losses.

The depreciable amount is calculated taking into consideration the residual value of the asset at the end of its useful life, reduced by impairment losses, if any. The depreciation period and the residual value are determined at the date of acquisition. If the residual value exceeds the carrying amount of the asset, depreciation is discontinued.

In case of changes in depreciation period or residual value, the effect of a change in depreciation period is recognised prospectively in accounting estimates.

Cost includes the purchase price and expenses directly related to the acquisition until the time when the asset is ready for use. The cost of self-constructed assets includes costs for materials, components, subcontractors, direct payroll costs and indirect production costs.

The cost of composite asset is disaggregated into components, which are separately depreciated if the useful lives of the individual components differ.

Depreciation is calculated using the straight-line method over the following estimated useful lives of the individual assets and their residual values:

Properties:	20-40 years
Plant and machinery:	5-7 years
Tools and equipment:	3-5 years
Leasehold improvements	3-5 years

Gains or losses arising from the disposal of property, plant and equipment are determined as the difference between the selling price less selling costs and the carrying amounts at the time of sale. Gains or losses are recognised in the income statement as other operating income or other operating expense.

Accounting Policies

Property, plant and equipment held under leases and qualifying as finance leases are treated according to the same guidelines as assets owned.

Other fixtures and fittings, tools and equipment	3-10 years	0%
Leasehold improvements	7 years	0%

Equity investments in group enterprises and associates

Investments in group enterprises and associates are recognised in the balance sheet at the proportionate share of the equity value of the enterprises, calculated according to the parents accounting policies with the deduction or addition of unrealised intercompany profits or losses and with the addition or deduction of the remaining value of positive or negative goodwill, calculated according to the purchase method.

Subsidiaries having a negative equity value are recognised at kr. 0, and any amounts receivable from those enterprises are written down by the parents share of the negative equity value to the extent that the amounts are deemed to be uncollectible.

If the negative equity value exceeds receivables, the remaining amount is recognised as a provision to the extent that the parent has a legal or constructive obligation to cover the negative balance of the relevant subsidiary.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

Cash and cash equivalents

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Liabilities

Other payables

Income Statement

	Note	2020 kr.	2019 kr.
Gross profit		5.503.639	517.876
Employee benefits expense	1	-3.685.463	-3.677.499
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-297.512	-13.412
Profit from ordinary operating activities		1.520.664	-3.173.035
Income from investments in group enterprises and associates		433.738	5.106.808
Finance expences		-658.081	-212.422
Profit from ordinary activities before tax		1.296.321	1.721.351
Tax expense on ordinary activities	2	-202.946	731.195
Profit		1.093.375	2.452.546
Proposed distribution of results			
Retained earnings		1.093.375	2.452.546
Distribution of profit		1.093.375	2.452.546

Balance Sheet as of 31 December

	Note	2020 kr.	2019 kr.
Assets			
Completed development projects		3.152.668	0
Intangible assets		3.152.668	0
Fixtures, fittings, tools and equipment		37.338	62.911
Property, plant and equipment		37.338	62.911
Long-term investments in group enterprises		11.891.610	8.705.416
Long-term investments in associates		2.539.895	2.478.645
Non-current deferred tax assets		1.225.424	1.428.370
Investments		15.656.929	12.612.431
Fixed assets		18.846.935	12.675.342
Short-term trade receivables		3.963.709	4.524.834
Short-term receivables from group enterprises		0	6.115.217
Other short-term receivables		0	1.025.668
Deferred income		18.020	0
Receivables		3.981.729	11.665.719
Cash and cash equivalents		3.097	207.184
Current assets		3.984.826	11.872.903
Assets		22.831.761	24.548.245

Balance Sheet as of 31 December

	Note	2020 kr.	2019 kr.
Liabilities and equity			
Contributed capital		3.253.000	2.000.000
Retained earnings		7.011.389	5.918.013
Equity	3	10.264.389	7.918.013
Debt to banks		430.453	510.640
Trade payables		424.040	511.697
Payables to associates		7.715.851	13.243.661
Other payables		3.997.028	2.364.234
Short-term liabilities other than provisions		12.567.372	16.630.232
Liabilities other than provisions within the business		12.567.372	16.630.232
Liabilities and equity		22.831.761	24.548.245
Contingent liabilities	4		
Collaterals and assets pledges as security	5		

Notes**2020****2019****1. Employee benefits expense**

Wages and salaries	3.045.245	2.811.493
Post-employment benefit expense	640.218	866.006
	3.685.463	3.677.499
Average number of employees	4	4

2. Tax expense

Actual Tax	0	0
Deferred Tax	202.946	-731.195
	202.946	-731.195

3. Statement of changes in equity

	Contributed capital	Retained earnings	Currency diff.	Total
Equity, beginning balance	2.000.000	5.925.310	-7.297	7.918.013
Increase in share capital	1.253.000	1.093.375		2.346.375
	3.253.000	7.018.685	-7.297	10.264.388

The share capital has been changed in 2020..

4. Contingent liabilities

Lease contract maximum DKK 732.950, . except leasecontract concerning 6 month of a value of DKK 87.725

5. Collaterals and securities

Lease contract 6 month of DKK 87.725, second no securities or mortgages exist at the balance sheet date.