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Elpro Nordic ApS

**Ledreborg Alle 128 G
4000 Roskilde**

CVR no. 33863659

Annual report 2022

The annual report was presented and adopted at the annual general meeting of the Company on *30.01.2023*



Chairman of the annual general meeting

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Management's Statement

The Executive Board has today considered and approved the annual report for Elpro Nordic ApS for the financial year 1 January 2022 - 31 December 2022.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In my opinion the financial statements give a true and fair view of the Company's financial operations at 31 December 2022 and of its financial performance for the financial year 1 January 2022 - 31 December 2022.

I find that the management review contains a fair statement of developments in the activities and financial situation.

The conditions for not conducting an audit of the Financial Statement have been met.

I recommend the annual report for adoption at the Annual General Meeting.

Roskilde, 30 January 2023

Executive Board



Josef Schmid
CEO

The independent practitioner's report

To the shareholders of Elpro Nordic ApS

Conclusion

We have performed an extended review of the financial statements of Elpro Nordic ApS for the financial year 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

Based on the work performed, in our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January 2022 - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR - Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Practitioner's responsibilities for the extended review 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 rules and requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's responsibilities for the financial statements

Management is responsible for the preparation of the 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.

Practitioner's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the financial statements.

Statement on the 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 assurance conclusion thereon.

The independent practitioner's report

In connection with our extended review of the financial statements, our responsibility 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 our knowledge obtained during the extended review, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the 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 the Management's review.

Reports on other legal and regulatory requirements

Disclosure of violation with the requirements of the Danish VAT Act

The Company has not complied with the requirements of the Danish VAT Act in respect of filing revenue in EU without VAT. The Company's Management may incur liability for violating the Danish Bookkeeping Act.

Helsingør, 30 January 2023

Kallermann Revision A/S - statsautoriseret revisionsfirma

CVR no. 30195264



Morten Bjerregaard

State Authorised Public Accountant

mne34299

Company details

Company

Elpro Nordic ApS
Ledreborg Alle 128 G
4000 Roskilde

CVR no. 33863659
Date of formation: 20 July 2011

Executive Board

Josef Schmid, CEO

Auditors

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Management's Review

Primary activities

The Company's primary activities consist in wholesale and retail trade of measuring instruments particularly the data logger as well as engineering services in the field of measurement, control and safety engineering and other related services.

Development in activities and financial matters

The Company's income statement of the financial year 1 January 2022 - 31 December 2022 shows a result of -836.404 DKK and a balance sheet total at 31 December 2022 of 2.808.068 DKK and an equity of -888.073 DKK.

The Company has lost more than 50% of the share capital and is thus subject to the rules of the Danish Companies Act on capital losses. Management expects the Company to be able to re-establish the share capital either through its own earnings in the coming years, by debt relief or by injection of new capital. The shareholder has declared, if necessary, that it will provide sufficient capital to finance the current plans and budgets, at least for 12 months from the balance sheet date. Accordingly, the financial statements have been prepared under the assumption of going concern.

Post financial year events

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Accounting Policies

The annual report of Elpro Nordic ApS for 2022 has been prepared in accordance with the provisions applying to class B enterprises under the Danish Financial Statements Act with additional choice of a few rules from class C enterprises.

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

Reporting currency

The annual report is presented in DKK.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognized in the income statement as financial income or expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date or the rate at the balance sheet date are recognized in the income statement as financial income or financial expenses.

Long-term assets purchased in foreign currency are translated at the exchange rate at the transaction date.

INCOME STATEMENT

Gross profit/loss

With reference to the Danish Financial Statements Act section 32 revenue with deduction of cost of sales and external cost is condensed into one item called gross profit.

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end, if it is possible to calculate the income reliably. The revenue is exclusive of VAT and net of sales discounts.

Raw materials and consumables used

Costs for raw materials and consumables comprise the cost of goods purchased less discounts, costs subcontractors and change in inventories for the year.

Other external expenses

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

Staff expenses

Staff expenses comprise wages, salaries including holiday pay and pensions 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.

Financial income and expenses

Financial income and expenses comprise interest income and expense, leasing costs, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Accounting Policies

Income tax

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognized in the income statement by the portion attributable to the profit for the year and recognized directly in equity by the portion attributable to entries directly in equity. The tax expense relating to the profit/loss for the year is recognized in the income statement, and the tax expense relating to changes directly recognized in equity is recognized directly in equity.

BALANCE SHEET

Tangible assets

Tangible assets are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

Depreciation is provided on a straight-line basis over the expected useful lives of the assets.

The basis of depreciation is based on the residual value of the asset at the end of its useful life and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. The following estimated useful lives of the assets are used:

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

In case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates and losses on the disposal of property, plant and equipment are determined as the difference between sales price less disposal costs and the carrying amount at the date of disposal.

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.

Deposits

Deposits are measured at cost.

Inventories

Inventories are measured at cost on the basis of the FIFO principle. Where the net realisable value is lower than cost, the inventories are written down to this lower value.

The net realisable value of inventories is calculated as the selling price less costs of completion and costs incurred to make the sale. The value is determined taking into account the negotiability of inventories, obsolescence and expected development in sales price.

Receivables

Receivables are measured at amortised cost or at a lower net realisable value, which equals nominal value less provisions for bad debts. Depreciations on loss are recognized on basis of an individual valuation of the single receivable and for the receivables from sales as well as a general depreciation based on the Company's experiences from previous years.

Accounting Policies

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

Equity

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

Deferred tax

Deferred tax and the associated adjustments for the year are determined according to the balance-sheet liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

Tax payables and deferred tax

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognized on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income.

Deferred tax is measured on basis of the tax rules and tax rates, which are valid according to the legislation on the balance sheet date, when deferred tax is expected to become actual tax. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on the planned use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognized under other non-current assets at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction.

Current tax receivable and payable is recognized in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account. Allowances under the tax prepayment scheme are included in the income statement as financial items.

Other payables

Other payables are measured at net realisable value.

Income Statement

	Note	2022 DKK	2021 DKK
Gross profit		936.098	1.918.960
Staff expenses	1	-1.922.321	-1.726.972
Depreciation of property, plant and equipment		-69.317	-52.191
Profit from ordinary operating activities		-1.055.540	139.797
Financial income	2	41.436	43.752
Financial expenses	3	-61.141	-72.875
Profit from ordinary activities before tax		-1.075.245	110.674
Tax expense	4	238.841	540.052
Profit		-836.404	650.726
Proposed distribution of results			
Retained earnings		-836.404	650.726
Distribution of profit		-836.404	650.726

Balance Sheet as of 31 December

	Note	2022 DKK	2021 DKK
Assets			
Fixtures, fittings, tools and equipment	5	236.831	306.148
Property, plant and equipment		236.831	306.148
Deposits		31.822	30.972
Investments		31.822	30.972
Fixed assets		268.653	337.120
Manufactured goods and goods for resale		275.209	319.218
Inventories		275.209	319.218
Trade receivables		851.405	1.288.172
Deferred tax asset		778.893	540.052
Deferred income assets		10.198	7.762
Receivables		1.640.496	1.835.986
Cash and cash equivalents		623.710	632.030
Current assets		2.539.415	2.787.234
Assets		2.808.068	3.124.354

Balance Sheet as of 31 December

	Note	2022 DKK	2021 DKK
Liabilities and equity			
Contributed capital		80.000	80.000
Retained earnings		-968.073	-131.669
Equity		-888.073	-51.669
Payables to group enterprises		1.182.397	1.182.582
Long-term liabilities other than provisions	6	1.182.397	1.182.582
Trade payables		83.002	68.448
Payables to group enterprises		1.815.406	1.154.488
Other payables		615.336	770.505
Short-term liabilities other than provisions		2.513.744	1.993.441
Liabilities other than provisions within the business		3.696.141	3.176.023
Liabilities and equity		2.808.068	3.124.354
Uncertainties relating to going concern	7		
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Statement of changes in Equity

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity 1 January 2022	80.000	-131.669	-51.669
Profit (loss)	0	-836.404	-836.404
Equity 31 December 2022	80.000	-968.073	-888.073

Notes

	2022	2021	
	DKK	DKK	
1. Staff expenses			
Wages and salaries	1.798.889	1.645.892	
Social security contributions	123.432	81.080	
	1.922.321	1.726.972	
Average number of employees	2	2	
2. Financial income			
Exchange rate adjustments	41.436	43.752	
	41.436	43.752	
3. Financial expenses			
Interest on banks	18.893	21.757	
Interests on tax	0	260	
Interest on intercompany	6.368	2.949	
Exchange adjustment	34.480	47.909	
Other financial expenses	1.400	0	
	61.141	72.875	
4. Tax expense			
Adjustment of deferred tax asset	-238.841	-540.052	
	-238.841	-540.052	
5. Fixtures, fittings, tools and equipment			
Cost at the beginning of the year	484.745	138.162	
Addition during the year, including improvements	0	346.583	
Cost at the end of the year	484.745	484.745	
Depreciation and amortisation at the beginning of the year	-178.597	-126.406	
Amortisation for the year	-69.317	-52.191	
Depreciation and amortisation at the end of the year	-247.914	-178.597	
Carrying amount at the end of the year	236.831	306.148	
6. Long-term liabilities			
	Due	Due	Due
	after 1 year	within 1 year	after 5 years
	DKK	DKK	DKK
Payables to group enterprises	1.182.397	0	0
	1.182.397	0	0

Notes

7. Uncertainties relating to going concern

The Company has lost more than 50% of the share capital and is thus subject to the rules of the Danish Companies Act on capital losses. Management expects the Company to be able to re-establish the share capital either through its own earnings in the coming years, by debt relief or by injection of new capital. The shareholder has declared, if necessary, that it will provide sufficient capital to finance the current plans and budgets, at least for 12 months from the balance sheet date. Accordingly, the financial statements have been prepared under the assumption of going concern.

8. Collaterals and securities

No securities or mortgages exist at the balance sheet date.

9. Liabilities under leases

The Company has entered operational leasehold agreements on tenancies with a total contingent liability amounting to 31,776 DKK at 31 December 2022.

10. Related parties

The parent company Elpro Group AG, Langaulstrasse 45, 9470 Buchs, Switzerland has controlling influence on the Company.