

**Grant Thornton**  
Statsautoriseret  
Revisionspartnerselskab

Stockholmsgade 45  
2100 København Ø  
CVR-nr. 34209936

T (+45) 33 110 220  
F (+45) 33 110 520

[www.grantthornton.dk](http://www.grantthornton.dk)

# **Ra Power Pro ApS**

**Sandbjergvej 35, 2950 Vedbæk**

**Company reg. no. 34 20 73 56**

## **Annual report**

**1 January - 31 December 2015**

The annual report have been submitted and approved by the general meeting on the 20 May 2016.



**Jan H. Christiansen**  
Chairman of the meeting

**Notes:**

- ∞ To ensure the greatest possible applicability of this document, British English terminology has been used.
- ∞ Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

## Contents

---

	<u>Page</u>
<b>Reports</b>	
Management's report	1
The independent auditor's report on the annual accounts	2
<b>Company data</b>	
Company data	4
<b>Annual accounts 1 January - 31 December 2015</b>	
Accounting policies used	5
Profit and loss account	9
Balance sheet	10
Notes	12

## **Management's report**

---

The board of directors and the managing director have today presented the annual report of Ra Power Pro ApS for the financial year 1 January to 31 December 2015.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2015 and of the company's results of its activities in the financial year 1 January to 31 December 2015.

The annual report is recommended for approval by the general meeting.

Vedbæk, 20 May 2016

### **Managing Director**



Peter Randow

### **Board of directors**



Jan H. Christiansen



Henrik Hede-Nielsen



Philip David Cotton



Peter Randow

## **The independent auditor's report on the annual accounts**

---

### **To the shareholders of Ra Power Pro ApS**

We have audited the annual accounts of Ra Power Pro ApS for the financial year 1 January to 31 December 2015, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

### **The management's responsibility for the annual accounts**

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore, the management is responsible for such internal control considered necessary in order to prepare annual accounts that are free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility**

Our responsibility is to express an opinion on the annual accounts based on our audit. We conducted our audit in accordance with international standards on auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the annual accounts are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the annual accounts, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of annual accounts that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as the overall presentation of the annual accounts.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The audit has not resulted in any qualification.

## **The independent auditor's report on the annual accounts**

---

### **Opinion**

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2015 and of the results of the company's operations for the financial year 1 January to 31 December 2015 in accordance with the Danish Financial Statements Act.

Copenhagen, 20 May 2016

**Grant Thornton**

Company reg. no. 34 20 99 36



**Claus Koskelin**

State Authorised Public Accountant

## Company data

---

<b>The company</b>	Ra Power Pro ApS Sandbjergvej 35 2950 Vedbæk
	Company reg. no. 34 20 73 56 Established: 9 January 2012 Domicile: Financial year: 1 January - 31 December
<b>Board of directors</b>	Jan H. Christiansen Philip David Cotton Peter Randow Henrik Hede-Nielsen
<b>Managing Director</b>	Peter Randow
<b>Auditors</b>	Grant Thornton, Statsautoriseret Revisionspartnerselskab Stockholmsgade 45 2100 København Ø
<b>Parent company</b>	Nordic Asiatic ApS
<b>Associated enterprise</b>	SolarDrive Distribution USA, LLC, USA

## **Accounting policies used**

---

The annual report for Ra Power Pro ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

### **Recognition and measurement in general**

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

### **Translation of foreign currency**

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency, which are not settled at the date of the balance sheet, are translated by using the closing rate. The difference between the closing rate and the rate at the time of establishment of the receivable or the payable is recognised in the profit and loss account under financial income and financial costs.

## **Accounting policies used**

---

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.

At recognition of foreign group enterprises which are integrated units, the monetary items are translated by using the closing rate. Non monetary items are translated by using the exchange rate prevailing at the time of acquisition or at the time of the following depreciation or writedown of the asset. The items of the profit and loss account are translated by using the exchange rate prevailing at the date of the transaction. However, items in the profit and loss account deriving from non monetary items are translated by using historical prices.

Exchange rate adjustments of current accounts with foreign group enterprises, which are considered an addition or a deduction in the equity of independent group enterprises, are recognised directly in the equity. Likewise, capital profits and losses on loans and derived financial instruments for hedging independent foreign group enterprises are recognised in the equity.

### **The profit and loss account**

#### **Gross loss**

The gross loss comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Cost of sales include costs for the purchase of raw materials and consumables less discounts and changes in inventories.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.



## **Accounting policies used**

---

### **Net financials**

Net financials include interest income, interest expenses, and realised and unrealised capital gains and losses on financial assets and liabilities. Net financials are recognised in the profit and loss account with the amounts concerning the financial year.

Dividend from equity investments in associated enterprises is recognised in the financial year where the dividend is declared.

### **Tax of the results for the year**

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

## **The balance sheet**

### **Financial fixed assets**

#### **Equity investments in associated enterprises**

Equity investments in associated enterprises are measured at cost. In case the recoverable amount is lower than the cost, writedown takes place to this lower value.

#### **Other securities and equity investments**

Securities and equity investments recognised as current assets are measured at fair value (market price) on the balance sheet date.

### **Inventories**

Inventories are measured at cost on basis of the FIFO method. In case the net realisable value of the inventories is lower than the cost, writedown takes place to this lower value.

The cost for trade goods, raw materials, and consumables comprises the acquisition cost with the addition of the delivery costs.

The cost for manufactured goods and works in progress comprises the cost for raw materials, consumables, direct wages, and indirect production costs. Indirect production costs comprise indirect materials and wages, maintenance of and depreciation on machinery, factory buildings and equipment applied during the production process, and costs for factory administration and factory management. Borrowing costs are not recognised in cost.

## **Accounting policies used**

---

The net realisable value for inventories is recognised as the market price with deduction of completion costs and selling costs. The net realisable value is determined taking into consideration the negotiability, obsolescence, and development of the expected market price.

### **Debtors**

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

### **Available funds**

Available funds comprise cash at bank and in hand.

### **Equity - dividend**

Dividend expected to be distributed for the year is recognised as a separate item under the equity. Proposed dividend is recognised as a liability at the time of approval by the general meeting.

### **Corporate tax and deferred tax**

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, Ra Power Pro ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax. In the period 2015 to 2016, the corporate tax rate will be reduced gradually from 23,5 % to 22 %, which will affect the deferred tax liabilities and deferred tax assets. Unless a recognition with a different tax rate than 22 % will result in a significant material deviation in the estimated deferred tax liability or tax asset, deferred tax liabilities and assets are recognised by 22 %.

### **Liabilities**

Mortgage debt and bank debt are for instance measured at amortised cost. As to cash loans, this corresponds to the outstanding debt of the loan. For bond loans, the amortised cost corresponds to an outstanding debt calculated as the underlying cash value at the date of borrowing adjusted by amortisation of the market value adjustment on the date of the borrowing carried out over the repayment period.

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

**Profit and loss account 1 January - 31 December**

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

<u>Note</u>	<u>2015</u>	<u>2014</u>
<b>Gross loss</b>	<b>-257.768</b>	<b>0</b>
Staff costs	0	-2
Research and development costs	0	-187
<b>Operating profit</b>	<b>-257.768</b>	<b>-189</b>
Other financial income	5.057	10
Writedown relating to financial assets	-431.729	0
Other financial costs	-181.146	-99
<b>Results before tax</b>	<b>-865.586</b>	<b>-278</b>
Tax on ordinary results	0	102
<b>Results for the year</b>	<b>-865.586</b>	<b>-176</b>
<b>Proposed distribution of the results:</b>		
Allocated from results brought forward	-865.586	-176
<b>Distribution in total</b>	<b>-865.586</b>	<b>-176</b>

**Balance sheet 31 December**

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

<u>Note</u>	<u>2015</u>	<u>2014</u>
<b>Assets</b>		
<b>Fixed assets</b>		
3 Equity investments in associated enterprises	0	325
4 Other securities and equity investments	45.535	52
Financial fixed assets in total	<u>45.535</u>	<u>377</u>
<b>Fixed assets in total</b>	<b><u>45.535</u></b>	<b><u>377</u></b>
<b>Current assets</b>		
Manufactured goods and trade goods	0	15
Inventories in total	<u>0</u>	<u>15</u>
Trade debtors	89.267	5
Other debtors	1.836	46
Debtors in total	<u>91.103</u>	<u>51</u>
Cash funds	0	174
<b>Current assets in total</b>	<b><u>91.103</u></b>	<b><u>240</u></b>
<b>Assets in total</b>	<b><u>136.638</u></b>	<b><u>617</u></b>

**Balance sheet 31 December**

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

<u>Note</u>	<u>2015</u>	<u>2014</u>
<b>Equity and liabilities</b>		
<b>Equity</b>		
5 Contributed capital	110.000	110
6 Results brought forward	-4.065.650	-3.200
<b>Equity in total</b>	<b>-3.955.650</b>	<b>-3.090</b>
<b>Liabilities</b>		
Bank debts	2.006.722	2.130
Trade creditors	194.289	0
Debt to group enterprises	1.176.777	876
Debt to associated enterprises	662.676	663
Other debts	51.824	38
Short-term liabilities in total	4.092.288	3.707
<b>Liabilities in total</b>	<b>4.092.288</b>	<b>3.707</b>
<b>Equity and liabilities in total</b>	<b>136.638</b>	<b>617</b>

7 Mortgage and securities

8 Contingencies

## Notes

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

	2015	2014
<b>1. The significant activities of the enterprise</b>		
The Company's main activity includes the development of new solar cell technology for "off-grid" use targeted small electric cars to golf, municipalities, hotels / resorts and military. The new photovoltaic technology (Solar Drive) will after a successful final development create a solar power center that will be able to charge all day long. A Solar Drive will be able til create a better enviroment, reduce costs and create a better CO2 neutral enviroment in golf, municipalities, hotels / resorts and military.		
The new technology will after the finalized development be able to generate significant export revenue from around the world.		
<b>2. Uncertainties concerning the enterprise's ability to continue as a going concern</b>		
The annual report is based on the going concern principle as bank debt are not expected to be paid back in 2016.		
<b>3. Equity investments in associated enterprises</b>		
Acquisition sum, opening balance 1 January 2015	413.227	276
Additions during the year	0	137
<b>Cost 31 December 2015</b>	<b>413.227</b>	<b>413</b>
Revaluation, opening balance 1 January 2015	-88.362	-88
Write Down	-324.865	0
<b>Writedown 31 December 2015</b>	<b>-413.227</b>	<b>-88</b>
<b>Book value 31 December 2015</b>	<b>0</b>	<b>325</b>

### The financial highlights for the enterprises according to the latest approved annual reports

	Share of ownership	Equity DKK	Results for the year DKK	Book value at Ra Power Pro ApS DKK
SolarDrive Distribution USA, LLC, USA	50 %	-107.467	-47.519	0

SolarDrive Distribution USA LLC have not on the signing date finalized the annual report.

**Notes**

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

	<u>31/12 2015</u>	<u>31/12 2014</u>
<b>4. Other securities and equity investments</b>		
Cost 1 January 2015	52.343	52
Additions during the year	<u>100.056</u>	<u>0</u>
<b>Cost 31 December 2015</b>	<b><u>152.399</u></b>	<b><u>52</u></b>
Revaluations for the year	<u>-106.864</u>	<u>0</u>
<b>Revaluation 31 December 2015</b>	<b><u>-106.864</u></b>	<b><u>0</u></b>
<b>Book value 31 December 2015</b>	<b><u>45.535</u></b>	<b><u>52</u></b>
<b>5. Contributed capital</b>		
Contributed capital 1 January 2015	110.000	80
Cash capital increase	<u>0</u>	<u>30</u>
	<b><u>110.000</u></b>	<b><u>110</u></b>
Within the latest 5 years, the following changes in the share capital have taken place:		
2012: Cash deposits at the foundation, DKK 80,000, rate 100.00		
2014: Capital increase by debt conversion, DKK 8,000 to rate 42,511.00		
2014: Capital increase by debt conversion, DKK 11,000 to rate 3,945.50		
2014: Capital increase by debt conversion, DKK 11,000 to rate 9,090.90		
<b>6. Results brought forward</b>		
Results brought forward 1 January 2015	-3.200.064	-7.829
Profit or loss for the year brought forward	-865.586	-176
Share premium	<u>0</u>	<u>4.805</u>
	<b><u>-4.065.650</u></b>	<b><u>-3.200</u></b>

## Notes

---

Amounts concerning 2015: DKK.

Amounts concerning 2014: DKK in thousands.

### 7. Mortgage and securities

For bank debts, t.DKK 2.031, the company has provided security in company assets representing a nominal value of t.DKK 1.500. This security comprises the below assets, stating the book values:

Inventories	DKK 0
Receivable from sales and services	DKK 89.267

### 8. Contingencies

#### Joint taxation

Oak 88 ApS, company reg. no 25828992 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.