

The annual report has been presented and approved at the annual general meeting of the Company on 17 / 05 2016

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Henrik Rossing Lonberg (chairman)

## **Amminex Emissions Technology A/S**

Gladsaxevej 363 2860 Søborg Denmark CVR no. 34 72 69 73

**Annual Report 2015** 

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# **Company Information**

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The Company	Amminex Emissior Gladsaxevej 363 2860 Søborg Danmark	ns Technology A/S
	Registration no: Established: Registered office: Financial year:	34 72 69 73 31 October 2012 Gladsaxe 1 January - 31 December
Supervisory Board	Jean Marc Hannequ Christophe Schmitt Ulla Brockenhuus-S	
Executive Board	Annika Irene Isakss	son
Auditor	PricewaterhouseCo State Authorised Pu Strandvejen 44 DK-2900 Hellerup	

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## **Management's Review**

#### **Business Objective**

Amminex Emissions Technology is a Danish based company with a new and unique technology and solution for automotive emissions control. The technology, the Ammonia Storage and Delivery System (ASDS) significantly reduces the amount of NOx released by diesel cars and trucks with SCR catalysts, which is a focus area for the automotive industry today. The heart of the technology is based on the patented material AdAmmine, which is able to store Ammonia safely at very high density and release it again in gaseous form.

During the past few years Amminex has completed extensive tests for a number of automotive OEM's, all in search for the next generation of technology. As a part of commercialization of the technology, Amminex has built a factory in Nyborg with state of the art manufacturing equipment. The production plant was completed in 2015 and is now in operation. Amminex have established partnership with global leading automotive Tier1 suppliers of exhaust systems to the OEM's, to enable Amminex technology on the OEM's platforms.

#### Activities in the financial year 2015

In 2015 Amminex made a commercial breakthrough winning a retrofit contract with Copenhagen Traffic authority Movia to upgrade 300 city buses with Amminex' ASDS<sup>TM</sup> NOx reduction technology. More than half of the installations have successfully been carried out in 2015 and the remaining installations will be completed in 2016. Furthermore an online NOx tracker application and app was developed to transparently monitor NOx output from vehicles and to publicly communicate the advantages of the technology on public health. In 2015 a program was initiated with the aim to develop and demonstrate that Amminex' ASDS<sup>TM</sup> technology and components for buses and trucks can be adapted to work in small to medium sized engines in passenger cars, light commercial vehicles and vans as well.

The income statement of the Company for 2015 shows a loss of DKK 27.6 million and at 31 December 2015, the balance sheet of the Company shows equity of DKK 37.9 million.

The result is in all material aspects in accordance with Management expectations.

#### **Outlook for 2016**

The main focus in 2016 is to continue the development of ASDS with focus on Asian and European markets and to scale up the retrofit sales in Europe and Asia. Activities in 2016 will focus on product design improvements and cost reductions together with improvement of production processes to increase competitiveness and enable full volume scale-up. Amminex will furthermore develop its core components specifically to meet the upcoming sharpened Euro 6d real world driving emissions legislations enforced in 2019/21, the global off-road emissions legislations expected in 2019, and global legislations for commercial vehicles.

Due to continued investments in 2016 Management is expecting a loss before income tax in 2016.

#### Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

## **Management's Statement**

The Executive and Supervisory Boards have today considered and adopted the Annual Report of Amminex Emissions Systems A/S for the financial year 1 January – 31 December 2015.

The Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and Danish disclosure requirements in the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position at 31 December 2015 and of the results of the operations and cash flows for the financial year 1 January - 31 December 2015.

In our opinion, Management's Review includes a true and fair account of the development in the operations and financial circumstances of the Company, of the results for the year and of the financial position of the Company as well as a description of the most significant risks and elements of uncertainty facing the Company.

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

Copenhagen, 7th April 2016

**Executive Board** 

Annileo

Annika Irene Isaksson

Supervisory Board

Jean Marc Hannequin (chairman)

Ulla Brockenhuus-Schack

Christophe Schmitt

## **Independent Auditor's Report**

#### To the Shareholders of Amminex Emissions Technology A/S

#### **Report on the Financial Statements**

We have audited the Financial Statements of Amminex Emissions Technology A/S for the financial year 1 January - 31 December 2015, which comprise income statement, statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes, including summary of significant accounting policies. The Financial Statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act.

#### 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 International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of 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.

#### Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Statements 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 whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the Financial Statements 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 Management, as well as evaluating the overall presentation of the Financial Statements.

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

The audit has not resulted in any qualification.

#### Opinion

In our opinion, the Financial Statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2015 in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act.

## **Independent Auditor's Report**

#### Statement on Management's Review

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Financial Statements. On this basis, in our opinion, the information provided in Management's Review is consistent with the Financial Statements.

Copenhagen, 7<sup>th</sup> April 2016 PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab CVR No 33 77 12 31

Claus Christensen

State Authorized Public Accountant

Allan Wøhlk Høgh State Authorized Public Accountant

	Note	2015 (DKK'000)	<b>2014</b> (DKK '000)
Revenue	15	32,115	10,390
Production cost	6,16	-17,744	0
Gross profit / loss		14,371	10,390
Research and development expenses	6, 16	-24,799	-23,172
Administration expenses.	6, 16	-19,564	-15,494
Operating profit / loss		-29,992	-28,276
Financial income	17	120	172
Financial expenses	18	-3,524	-3,366
Profit / loss for the year before tax		-33,396	-31,470
Tax on profit / loss for the year	19	5,828	5,793
Profit / loss for the year		-27.568	<u> </u>
Profit/loss attributable to:			
Shareholders of Amminex Emissions Technology A/S		-27,568	-25,677
Profit / loss for the year		-27,568	-25.677

# Income Statement for the period 1 January - 31 December

# Statement of comprehensive income

	Note	<b>2015</b> (DKK′000)	<b>2014</b> (DKK′000)
Profit / loss for the year		-27,568	-25,677
Items that will not be reclassified to profit or loss Items that may be subsequently reclassified to profit or loss . <b>Other comprehensive income, total</b>		0 0 0	0 0
Total comprehensive income for the year		-27,568	-25,677
Attributable to: Shareholders of Amminex Emissions Technology A/S		-27,568	-25,677
Total comprehensive income for the year		-27,568	-25,677

	Note	2015 (DKK'000)	<b>2014</b> (DKK '000)
Assets			
Proprietary software		269	72
Patents		18,493	19,514
Intangible fixed assets	4	18,762	19,586
Land and buildings		7,185	7,555
Plant and machinery		25,306	0
Assets under construction		0	23,064
Tangible fixed assets	5	32,491	30,619
Total non-current assets		51,253	50,205
Inventories	7	7,332	1,393
Trade receivables	8	9,813	3,227
Other receivables	9	8,545	8,146
Prepayments	10	347	387
Cash	11	35,129	32,983
Total current assets		61,166	46,136
Total assets		112.419	96,341

## **Balance sheet at 31 December**

## **Balance sheet at 31 December**

	Note	2015 (DKK'000)	2014 (DKK '000)
Equity and liabilities		()	()
Share capital		12,302	9,452
Retained earnings		25,614	26,752
Total equity	12	37,916	36,204
Borrowings	13	57,635	0
Non-current liabilities		57,635	0
Borrowings	13	0	55,113
Payables to related parties		2,051	0
Trade payables		8,765	1,818
Provisions	14	3,625	2,664
Other liabilities		2,427	542
Current liabilities		16,868	60,137
Total liabilities		74,503	60,137
Total equity and liabilities		112,419	96,341

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# Statement of changes in equity

	Share capital (DKK'000)	Share premium (DKK'000)	Retained earnings (DKK'000)	Total equity (DKK'000)
Equity at 1 January 2014	7.217	0	31,592	38,809
Capital increase	2,235	20,114	-	22,349
Resolution of share premium		-20,114	20,114	-
Profit / loss for the year	-	-	-25,677	-25,677
income for the year	-	-	-	-
Share-based payment, warrants			723	723
	2,235	0		-2,605
Equity at 31 December 2014	9,452	0	26,752	36,204
Equity at 1 January 2015	9,452	0	26,752	36,204
Capital increase	2,850	25,650	-	28,500
Resolution of share premium		-25,650	25,650	-
Profit / loss for the year	-	-	-27,568	-27,568
income for the year	-	-	-	-
Share-based payment, warrants		-	780	780
	2,850		-1,138	1,712
Equity at 31 December 2015	12,302	:	25.614	<u> </u>

## Statement of cash flow

	Note	2015 (DKK'000)	2014 (DKK'000)
Operating profit / loss		-29,992	-28,276
Financial income payments		120	172
Financial expenses paid		-3,524	-3,366
Tax on profit / loss for the year		5,828	5,793
Profit / loss for the year		-27,568	-25,677
Adjustments	24	-2,174	-1,507
Changes in working capital	23	3,827	
Cash flow generated from operating activities		-25,915	-31,686
Purchase of intangible fixed assets		-635	-644
Purchase of tangible fixed assets		-2,326	-734
Cash flow generated from investing activities		-2,961	-1,378
Capital increase		28,500	22,349
Borrowings		2,522	2,490
Cash flow generated from financing activities total		31,022	24,839
Cash flow generated from operating, investing, and financ-			
ing activities in the year		2,146	-8,225
Cash at 1 January		32,983	41,208
Cash at 31 December		35.129	32,983

The Statement of Cash Flow cannot be derived directly from the Balance Sheet and Income Statement.

#### Note 1 - Accounting policies

The financial statements for the financial year 1 January -31 December 2015 are presented in accordance with the International Financial Reporting Standards (IFRS) as approved by the EU and additional disclosure requirements for financial statements in accordance with the Danish Financial Statements Act regarding "class B"-companies.

The accounting policies are consistent with those applied in the financial statements for 2014.

#### Translation of foreign currency

The functional currency for Amminex Emissions Technology A/S is DKK. The amounts in the financial statements are denominated in DKK.

Transactions denominated in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising between the rate on the date of transaction and the rate on the payment day are recognized in the income statement as a financial item.

Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated by applying the exchange rates at the balance sheet date. Differences arising between the rate at the balance sheet date and the rate at the date of the arising of the receivable or payable are recognized in the income statement under financial income and expenses.

Fixed assets purchased in foreign currencies are measured at the rate of the date of transaction.

#### The income statement

## Revenue

Revenue is recognized in the income statement if delivery and transfer of risk have taken place before the end of the year and if the income can be measured reliably and is expected to be paid in fully. Revenue is measured less VAT and taxes related to the sale and comprise sale of products and services including prototypes and expert advice in connection with test of prototypes.

Grants received for research and development are recognized when the grant has been received and the costs related to the project related to the grant have been incurred.

#### Production cost

Production cost comprises expenses related to creating revenue for the year. Among these are cost of sales and indirect production cost, amortization / depreciation, wages and salaries and share based remuneration.

#### Distribution expenses

Distribution expenses comprise expenses for sales personnel, advertising and exhibition cost etc. including amortization / depreciation and wages.

#### Research and development expenses

Research and development expenses comprise expenses for research and development which do not meet the criteria for capitalization, including amortization / depreciation, wages, salaries and share-based remuneration.

#### Note 1 - Accounting policies (continued)

#### Administration expenses

Administration expenses comprise expenses for administrative personnel, management, office premises, office expenses etc. including amortization / depreciation, wages and salaries and share-based remuneration.

#### Net financials

Financial income and financial expenses are recognized in the income statement with the amounts related to the financial year. Financial income and financial expenses include interest receivable and payable, exchange gains and losses on debt and transactions denominated in foreign currencies and extra charges related to the Danish Scheme for Payment of Tax on Account etc.

#### Tax on profit / loss for the year

Tax on profit / loss for the year which comprises current tax and changes in deferred tax is recognized in the income statement with the portion of taxes related to the taxable income for the year whereas the portion attributable to entries on equity is recognized directly in equity. Furthermore, any changes relating to previous years are recognized.

#### The statement of financial position

#### Intangible assets with a limited useful life

Intangible assets with a limited useful life are measured at cost with deduction of accumulated amortization or recoverable value, if lower.

Acquired intangible assets consisting of patents are measured at cost with deduction of accumulated amortization and impairment. Patents are amortized over the remaining life of the patent which generally is 20 years from the registration of the patent.

Proprietary software is depreciated over the expected financial useful life from the completion of the product.

Intangible assets with a limited useful life are amortized under the straight-line method over the expected useful lives of the assets. The amortization periods are as follows:

Proprietary software	3 years
Patents, up to	20 years

Intangible assets with a limited useful life are tested for impairment on a yearly basis.

#### Tangible assets

Land and buildings, plant and machinery and assets under construction are measured at cost less accumulated depreciation. Land is not depreciated.

Cost comprises acquisition price and costs directly related to acquisition as well as expenses for preparation of the asset until the time when the Company starts using the asset less any received grants.

### Note 1 - Accounting policies (continued)

The basis of depreciation is cost less expected residual value after completed useful life. The residual value is determined at the time of acquisition and is assessed annually. If residual value exceeds the asset's carrying amount the depreciation stops.

Assets under construction are transferred to the relevant asset groups when the construction of the asset is completed and the asset is entered into service and depreciation commences.

Assets are depreciated under the straight-line method over the expected useful lives of the assets. The depreciation periods are as follows:

Buildings	20 years
Plant and machinery	7 years

In case of changes in the depreciation period or the residual value the effect of the depreciation is recognized as a change in accounting estimates.

Leases related to tangible assets of which the Company assumes all material risks and rewards of ownership (finance leases) are measured in the statement of financial position as assets. On initial recognition, the assets are valued at computed cost equal to fair value or (if lower) at the (net) present value of future lease payments. In the computation of the (net) present value either the interest rate implicit in the lease is applied as the discount rate or an approximated value. Assets held under finance leases are depreciated as other similar tangible assets, though the asset is depreciated over the lease term. All other leases are considered operational leasing. Services in connection with operational leasing are recognized on a linear basis in the income statement during the leasing period.

The capitalized residual lease obligation is recognized in the statement of financial position as a liability other than provisions and the interest element in the lease payment is recognized in the income statement over the lease term.

Operational leases are not recognized in the statement of financial position. Costs related to operational leases are recognized in the income statement under productions costs, distributions expenses, research and development expenses and administration expenses depending on the nature and use of the leased machinery.

Gains or losses arising from the disposal of tangible assets is determined as the difference between the selling price less selling cost and the carrying amount at the time of sale. Profit or loss is recognized in the income statement as production cost, research and development expenses, distribution expenses and administrative expenses respectively.

#### Impairment of long-term assets

The carrying amount of intangible and tangible assets is examined annually to determine if there is indication of impairment apart from that which is expressed through normal amortization/depreciation. If this is the case impairment is made at the lower recoverable amount.

#### Note 1 - Accounting policies (continued)

The recoverable amount is determined as the highest value of the net selling price and the value in use. If it is not possible to determine a recoverable amount for each asset, the assets are assessed collectively in the smallest group of assets in which a reliable recoverable amount can be determined (CGU – Cash Generating Unit).

#### Inventories

Inventories are measured at the lower of cost and net realizable value. Cost is determined using the firstin, first-out (FIFO) method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related overheads. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

#### Receivables

Receivables are measured at amortized cost which usually equals nominal value. Provisions are made for losses when it is assessed to be an objective indication that a receivable or a portfolio of receivables has been impaired. The impairment is recognized in the income statement as administrative expenses.

#### Prepayments

Prepayments recognized under assets comprise incurred expenses related to the following financial year.

#### Equity

Proposed dividend is recognized as a liability on approval by the annual general meeting.

Dividends expected to be distributed for the year are shown as a separate item under equity.

#### Share-based payment

The Supervisory Board, the Executive Board and employees are included in an incentive programme. The significant terms of the programme are disclosed in note 16.

Equity based remuneration plans are measured at fair value at the time of the granting and are recognized in the income statement as staff cost during the period in which the rights to the equity instruments are earned. The counter-entry is recognized directly in equity.

In connection with initial recognition of the plan, the number of equity instruments the employees is expected to acquire the right to is estimated. Subsequently, adjustments are only made in the estimated number of employees who will acquire the right to the equity instruments.

Fair value is measured using the Black & Scholes model with the parameters stated in note 16.

#### Tax payable and deferred tax

Current tax liabilities and current tax receivable are recognized in the statement of financial position as tax calculated on the taxable income for the year adjusted for tax on previous years' taxable income and taxes paid on account / prepaid.

#### Note 1 - Accounting policies (continued)

Deferred tax is measured according to the balance sheet liability method in respect of temporary differences between the carrying amount and the tax base of assets and liabilities.

Deferred tax assets including the tax value of tax loss carry-forwards are measured at the expected realisable value, either by elimination in tax on future earnings or by set-off against deferred tax liabilities. Any deferred net tax assets are measured at net realisable value.

Deferred tax is measured on the basis of the tax rules and tax rates in force at the balance sheet date when the deferred tax is expected to materialise as current tax. Any changes in deferred tax as a consequence of amendments to tax rates are recognized in the income statement.

#### Liabilities other than provisions

Financial liabilities other than provisions are initially recognized at cost equalling proceeds received net of transaction expenses incurred. In subsequent periods, financial liabilities other than provisions are measured at amortized cost corresponding to the capitalized value using the effective interest method; consequently the difference between the proceeds and the nominal value is recognized in the income statement over the maturity period of the loan.

Other payables are measured at amortized cost corresponding to nominal value.

#### Provisions

Provisions are measured at the present value of the anticipated expenditure for settlement of the legal or constructive obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognized as interest expense.

#### Cash flow statement

The cash flow statement shows the Company's cash flow for the year from operating, investment and financing activities for the year, total change of cash for the year and cash at the beginning and end of the year.

Cash flow from operating activities is computed as operating profit adjusted for non-cash operating items, change in working capital and income taxes paid.

Cash flow from investment activities comprises payments in connection with acquisition and divestment of intangible and tangible assets.

Cash flow from financing activities comprises changes in the size or composition of the Company's share capital and costs involved, rising of loans, repayment on interest-bearing debt and payment of dividend to shareholders.

Cash comprises cash and deposits in credit institutions.

#### Note 2 - Accounting estimates and assumptions

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Valuation of the Company's assets and liabilities has been made under Management's assumption that the Company is a going concern. If the Company is not a going concern valuation of assets and liabilities may be significantly different.

#### **Impairment of assets**

In 2014 and 2015 Management examined the necessity of potential impairment of the acquired intangible and tangible assets and according to Management, there is no indication on impairment based on the assumptions below.

All assets (including patents) were acquired at the end of 2012. This was a transaction between two independent parties and therefore, they represent a true and fair valuation of the assets in Management's opinion. Over the past three years, the Company has continued to develop the ASDS technology and in 2016 the Company is preparing to upscale production. The first commercial sales were achieved in 2015 and it is still the long-term objective of the Company to establish partnerships with global leading automotive Tierl suppliers of exhaust systems to the OEM's. Currently the technology is being tested for potential large scale launch during 2017. Hence, Management believes that the recoverable amount is well above the recognized value.

#### Note 3 - Going Concern

There is no material uncertainty concerning the Company's ability to continue its operations as a going concern.

A capital increase was conducted in December 2015 securing sufficient financing for business activities in 2016. Furthermore, the Company's loan financing with Jyske Bank was extended. The current loan financing with Jyske Bank terminates on 31 December 2017.

It is Management's belief that the outcome of ongoing negotiations with potential customers will result in further commercial orders regarding delivery of ASDS Retrofit systems with a corresponding positive impact on operations during 2016.

As a result of the above, Management has prepared the Annual Report for the financial year 2015 on a going concern basis.

### Note 4 – Intangible assets

	Proprietary Software (DKK'000)	Patents (DKK'000)	<b>Total</b> (DKK'000)
Cost at 1 January 2014	1,239	21,474	22,713
Addition	75	569	644
Disposal	-1,239	0	-1,239
Cost at 31 December 2014	75	22,043	22,118
Depreciation and impairment at 1 January 2014	1,239	1,158	2,397
Amortization for the year	3	1,371	1,374
Impairment for the year	0	0	0
Impairment related to disposals	0	0	0
Disposal	-1,239	0	-1,239
Amortization and impairment at 31 December 2014.	3	2,529	2,532
Carrying amount 31 December 2014	72	<u> </u>	<u> </u>
Cost at 1 January 2015	75	22,043	22,118
Addition	252	383	635
Disposal	0	0	0
Cost at 31 December 2015	327	22,426	22,753
Depreciation and impairment at 1 January 2015	3	2,529	2,532
Amortization for the year	55	1,404	1,459
Impairment for the year	0	0	0
Impairment related to disposals	0	0	0
Disposal	0	0	0
Amortization and impairment at 31 December 2015.	58	3,933	3,991
Carrying amount 31 December 2015	269	<u> </u>	18,762

As of 31<sup>st</sup> December 2015 and 31<sup>st</sup> December 2014, a possible impairment has been examined for all intangible assets. All assets are considered having a value which as a minimum equals the carrying amount, and as such no impairment has been registered by Management (further information on impairment in Note 2).

The Company has pledged its patent portfolio with a carrying amount as of 31<sup>st</sup> December 2015 of TDKK 18,493 (2014: TDKK 19,514).

#### Note 5 - Tangible assets

	Land and Buildings (DKK '000)	Plant and Machinery (DKK '000)	Assets under Construction (DKK '000	Total (DKK '000)
Cost at 1 January 2014	8,001	0	22,594	30,595
Addition	264	. 0	470	734
Disposal	0	0	0	0
Cost at 31 December 2014	8,265	0	23,064	31,329
Depreciation and impairment at 1 January 2014	341	0	0	341
Depreciation for the year	369	0	0	369
Impairment for the year	0	0	0	0
Disposal	0	0	0	0
Depreciation and impairment at 31 December 2014	710	0	0	710
Carrying amount 31 December 2014	7,555	0	23,064	30,619
Cost at 1 January 2015	8,265	0	23,064	31,329
Addition	31	0	2,295	2,326
Transfer	0	25,359	-25,359	0
Disposal	0	0	0	0
Cost at 31 December 2015	8,296	25,359	0	33,655
Depreciation and impairment at 1 January 2015	710	0	0	710
Depreciation for the year	401	53	0	454
Impairment for the year	0	0	0	0
Disposal	0	0	0	0
Depreciation and impairment at 31 December 2015	1,111	53	0	1,164
Carrying amount 31 December 2015	7,185	25,306	0	32,491

Leased assets (finance leases) are included in the above-mentioned assets with a carrying amount of TDKK 0. (2014: TDKK 0)

Assets under construction, TDKK 25,359 (2014: TDKK 23,064), have been transferred to Plant and Machinery in 2015, as these have been completed and entered into service during 2015 and therefore depreciation has commenced.

Interest expenses relating to and accumulated under tangible assets amount to TDKK 0 (2014: TDKK 0).

As security for the Company's borrowings a mortgage has been issued relating to land and buildings, plant and machinery and assets under construction amounting to TDKK 114,475 (2014: TDKK 114,475). The carrying value of the mortgaged assets constitutes TDKK 32,491 (2014: TDKK 30,619).

Under the going concern assumption, Management has not identified impairment indicators in 2015 and 2014 regarding tangible assets (further information on impairment in Note 2).

	2015 (DKK'000)	2014 (DKK'000)
Note 6 – Amortization / depreciation and impairment		
Amortization and impairment, intangible assets	1,460	1,374
Depreciation and impairment, tangible assets	454	369
Amortization / depreciation and impairment, total	1,914	1,743
Amortization and depreciation are included under these functions:		
Productions costs	53	0
Research and development expenses	0	0
Administration expenses	1,861	1,743
Amortization / depreciation and impairment, total	<u> </u>	1,743
Note 7 – Inventories		
Raw materials	3,224	1,102
Work in progress	0	0
Finished goods	4,108	291
Carrying amount 31 December	7,332	<u> </u>
Note 8 - Trade receivables		
Trade receivables	9,813	3,227
Provisions for the year	0	0
Provisions as of 31 December	0	0
Carrying amount 31 December	9,813	3,227
Trade receivables are allocated as follows:		
Not yet due	6,794	2,629
Up to 30 days overdue	2,680	476
Between 30 and 90 days overdue	151	122
More than 90 days overdue	188	0
Carrying amount 31 December	9,813	3,227

Securities for trade receivables have not been received.

Management has examined the Company's trade receivables for indication of impairment. After individual assessment of the receivables, provisions for losses have not been made.

## Note 9 - Other receivables

Other receivables consist primarily of Company Tax, VAT receivable and deposits regarding leased premises. After individual assessments of the receivables or portfolios of receivables, provisions for loss-es have not been made.

## Note 10 - Prepayments

Prepayments recognized under assets comprise paid incurred expenses related to the following financial year.

	2015 (DKK'000)	2014 (DKK'000)
Note 11 – Cash		
Bank deposits.	35,129	32,983
Fixed term deposit, 1 month or more	-	-
Fixed term deposit, shorter than 1 month		
Carrying amount 31 December	35.129	32,983
Note 12 - Equity		(DKK)
Share capital movements during the last four year:		
Capital as of 31 <sup>st</sup> October 2012		80,000
Capital increase 14 <sup>th</sup> November 2012		3,567,000
Capital increase 2 <sup>nd</sup> September 2013		3,569,792
Capital increase 29 <sup>th</sup> October 2014		2,234,940
Capital increase 1 <sup>st</sup> December 2015		2,849,970

The Company's share capital has been issued in shares of DKK 1 or multiplication hereof. Only one class of shares exist.

Note 13 – Borrowings	2015 (DKK'000)	2014 (DKK'000)
Long-term debt		
Bank loans	57,635	55,113
The liabilities are due in this order:		
Within a year	-	55,113
Between one and five years	57,635	-
More than five years		
Carrying amount 31 December	57,635	55,113

The borrowings carry a fixed interest of 1,65% (2014: 1,65%). In addition, the loan carries a fixed rolled up interest of 4,5% until 31 December 2015 and 5,0% from 1 January 2016. The interest rate is fixed until 31 December 2017.

12,301.702

#### Note 13 - Borrowings (continued)

As security for the borrowings a mortgage has been issued relating to land and buildings, plant and machinery and assets under construction amounting to TDKK 114,475 (2014: TDKK 114,475) with a carrying amount of TDKK 32,491 (2014: TDKK 30,619).

Furthermore, a floating charge (virksomhedspant) has been registered as security for the borrowings.

The Company's bank loan is subject to certain loan covenants.

	2015 (DKK'000)	<b>2014</b> (DKK'000)
Note 14 – Provisions		
Carrying amount at 1 January 2014	2,664	2,094
Additional provisions / fair value adjustments	961	570
Carrying amount at 31 December	3,625	2,664

Provisions consist of holiday pay as at 31 December relating to employees with paid holiday.

Note 15 – Revenue		
Sale of goods	25,995	4,341
Grants received	6,120	6,049
Total revenue	32,115	10.390

During the year, the Company received grants from the European Commission, the Danish Market Development Fund and Region Syddanmark, to cover costs incurred during the year.

There are no liabilities or unfulfilled conditions related to the recognized grants.

Note 16 – Staff cost		
The total staff cost consist of:		
Wages and salaries	24,544	19,405
Expenses related to social security	158	146
Other staff cost.	1,011	776
Share based remuneration, warrants	780	723
	26.493	21.050
Average number of employees	37	28
Staff cost is included in the income statement in the following functions:		
Production cost.	566	-
Research and development expenses	14,491	13,755
Administration expenses.	11,436	7,295
	26,493	21.050

	2015 (DKK'000)	2014 (DKK'000)
Note 16 – Staff cost (continued)		
Remuneration for the Supervisory Board and the Executive Board constitute. Supervisory Board		
Basic salary	596	683
Share based remuneration, warrants	88	79
	684	762
Executive Board		
Fee	1,521	1,471
Share based remuneration, warrants	263	238
	1,784	1.709

#### Share based remuneration

The Supervisory Board in Amminex Emissions Technology A/S has adopted a policy for remuneration and incentive programmes, which has been approved by the general assembly. The overall purpose of the policy is to encourage focus on profitable growth and the Company's long-term goals. The Supervisory Board wants the Company to offer warrants to board members, executives and employees. Furthermore, it is the opinion of the Supervisory Board that it would be natural for a Company such as Amminex Emissions Technology A/S to offer warrants as a part of the remuneration for the Supervisory Board. The granting of shares to the Supervisory Board takes place after approval at the Company's general assembly.

During the financial years 2012/13 and during 2015, the Company implemented incentive programmes for the Supervisory Board, the Executive Board and to employees. The incentive programmes includes warrants.

#### Warrants granted

During 2013, authorization was given to grant 557,397 warrants to the Supervisory Board, the Executive Board and other employees. Out of these 557,397 warrants have been distributed. The rate was determined at DKK 10.00 with the right to sign 577,397 shares until 31<sup>st</sup> December 2017.

0 warrants of the distributed 577,397 warrants have been exercised during 2015 (2014: 0 warrants).

During 2015, authorization was given to grant another 97,112 warrants to the Supervisory Board, the Executive Board and other employees. Out of these 97,112 warrants have been distributed. The rate was determined at DKK 10.00 with the right to sign 97,112 shares until 31<sup>st</sup> December 2020.

0 warrants of the distributed 97,112 warrants have been exercised during 2015 (2014: 0 warrants).

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## Notes

## Note 16 - Staff cost (continued)

Accounting treatment

The warrant program is recognized in the financial statements in accordance with the regulations in IFRS 2. The total recognized present value of the warrant program constitutes TDKK 1,912 (2014: TDKK 1,648).

The calculated present values of the warrant program are based on the Black & Scholes model for measurement of options. The assumption for the determination of the present value of outstanding share program at the time of granting is as follows:

Share price	The warrant rate is used at the time of granting
Exercise price	DKK 10.00, cf. the table below.
Expected volatility	Approximately 50 %
Expected life	2-3.3 years
Expected dividend per share	0 %
Risk-free interest	- 0.35 - 1,18 %

Outstanding warrants in Amminex Emissions Technology A/S:

	Supervisory Board (number)	Executive Board (number)	Other employees (number)	Total (number)	Average exercise price (DKK / warrant)	Market value (DKK / warrant)	Total market value (DKK)
Granted 1th May 2013	-	-	70,208	70,208	10.00	2.53	177,583
Granted 28 <sup>st</sup> November 2013 .	79,385	238,154	169,650	487,189	10.00	3.02	1,471,162
Granted 27th March 2015	8,195	24,584	64,333	97,112	10.00	2.71	263,623
Exercised	-	-	-	-	-	-	-
Expired	-	-	-	-	-	-	-
Reclassified						-	-
Outstanding at the end of 2015	87.580	262.738	304.191	<u> </u>	10.00	2.92	1.912,368
Number of warrants, that can be exercised at the end of 2015	72.215	262,738	304.191 _	639,144	10.00	2.92	1.862.808

The average utilization period remaining constitutes approximately 0.5 years as of 31<sup>st</sup> December 2015.

	2015 (DKK'000)	2014 (DKK'000)
Note 17 – Financial income		
Gain on exchange rate	118	117
Gain on receivables	2	55
	120	172

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	2015 (DKK'000)	2014 (DKK'000)
Note 18 – Financial expenses		
Interest, bank	3,366	3,326
Exchange rate adjustment	8	9
Interest, other.	150	31
	3,524	3,366
Note 19 – Tax on profit / loss for the year		
Tax on profit / loss	0	0
Adjustment on deferred tax	-5,828	-5,793
Adjustment on tax, previous years	0	0
Tax on equity movements	0	0
Tax on profit / loss for the year, total	-5,828	-5,793

The corporate tax rate constitutes 23,5 % (2014: 24,5 %)

The Company's effective tax rate is -17,5 % as a consequence of the deferred tax asset not being capitalized fully, as it is uncertain whether the tax asset will be utilized within a period of 3-5 years. The deferred tax asset is recognized in the statement of financial position with the portion that is expected to be used within a period of 3-5 years. The deferred tax asset is recognized in the statement of financial position as of 31<sup>st</sup> December 2015 with TDKK 5,828 (2014: TDKK 5,793). Deferred tax asset primarily relates to taxable losses. The tax losses can be carried forward indefinitely.

The Company has not recognized a contingent asset consisting of a deferred tax asset with a potential value of TDKK 8,518 (2014: TDKK 8,232). The deferred tax asset has not been recognized, as it is uncertain whether the tax asset can be used within a period of 3-5 years.

## Note 20 - Assets charged or otherwise provided as security

As of 31<sup>st</sup> December 2015, the Company has made a bank guarantee towards a third party of TDKK 621 (2014: TDKK 621).

The Company has pledged its patent portfolio with a carrying amount as at 31 December 2015 of TDKK 18,493 (2014: TDKK 19,514).

As security for the Company's borrowings a mortgage amounting to TDKK 114,475 (2014: TDKK 114,475) has been issued relating to land and buildings, plant and machinery and assets under construction with a carrying amount of TDKK 32,491 (2014: TDKK 30,619).

Furthermore, a floating charge (virksomhedspant) has been registered as security for the borrowings.

#### Note 21 - Contingent assets and liabilities

## **Contingent liabilities**

#### **Operational leases**

As a part of the operation, the Company has entered into a number of operational leases which are due as stated below:

	2015 (DKK'000)	<b>2014</b> (DKK'000)
Due within a year Due within one – five years   Due after five years Due after five years	2,078	1,442 2,957 0
Total operational leases	3,646	4,399

The Company's lease obligations regarding housing are related to office buildings with an administrative purpose in Gladsaxe.

The Company's other lease obligations comprise operational leases related to cars and office furniture etc.

#### Note 22 - Related parties

Amminex Emissions Technology A/S' related parties with considerable influence comprise members of the Supervisory Board and the Executive Board as well as persons related to these. Furthermore, related parties also comprise companies in which the above-mentioned group of people have significant interests.

During the financial year 2015 Amminex Emissions Technology A/S has not entered into agreements or in other ways completed transactions in which the Company's Supervisory Board or Executive Board have financial interest apart from transactions related to the terms of employment and the share-based remuneration program.

#### **Controlling** influence

None of the Company's related parties have controlling influence.

#### Ownership

At the date of this annual report the following shareholders are registered in the Company's register of shareholders as being owners of minimum 5% of the voting rights or minimum 5% of the share capital:

SEED Capital Management I/S, Kgs. Lyngby, Denmark Faurecia Exhaust International SAS, Nanterre, France Nordea-fonden, Copenhagen, Denmark

#### Note 22 - Related parties (continued)

	2015 (DKK'000)	2104 (DKK'000)
Significant transactions with related parties Sale of products and services to Faurecia Exhaust International SAS	8.644	2.677
Receivables from Faurecia Exhaust International SAS 31 December	2,912	2,677

The above-mentioned transactions have been entered into on market terms.

A capital increase of DKK 28.5 mio. was made in 2015 (2014: DKK 22.3 mio.) by the existing owners according to Note 12 and Statement of changes in equity.

In 2015, some of the owners borrowed the company a loan at DKK 2 mio. (2014: DKK 0 mio.).

No other transactions with related parties have been made in the financial year, which are either significant or not entered into on market terms.

Note 23 – Changes in working capital	<b>2015</b> (DKK'000)	<b>2014</b> (DKK'000)
Decrease (+) / Increase (-) in inventories	-5,939	-1,393
Decrease (+) / Increase (-) in receivables	-1,157	-3,308
Decrease (-) / Increase (+) in payables.	10,883	300
Decrease (-) / Increase (+) in prepayments		- 101
Changes in working capital	3.827	-4.502
Note 24 – Adjustments		
Amortization / depreciation and impairment	1,913	1,743
Tax on profit / loss for the year	-5,828	-5,793
Company tax paid / received	0	1,250
Share based payments, warrants	780	723
Provisions	961	570
Adjustments	-2,174	-1.507

#### Note 25 - Financial and operational risk

#### Financial risk

As a consequence of the Company's operation, investments and financing, the Company is exposed to changes in exchange rates and interest rate levels. The Company's financial risks are controlled by the daily management.

The extent and nature of the company's financial instruments appear from the income statement and the balance sheet position in accordance with the applied accounting policies. Below is information regarding circumstances which may affect amounts, payment dates or the reliability of future payments, when these do not appear directly in the financial statements or is a result of common practice.

Present note addresses the Company's financial risks, which are related directly to the Company's financial instruments.

At present, the Company does not use embedded derivatives.

#### Currency risk

There is no significant currency risk at the balance sheet date as the majority of the Company's receivables and payables are booked in either DKK or EUR.

#### Interest risk

The Company has loan financing with a fixed interest rate and therefore the Company is not exposed to interest risks compared to the return on the Company's cash and cash equivalents.

The Company's current loan financing terminates at 31 December 2017 and new loan financing may have to be negotiated before the current loan financing terminates.

#### Credit risk

The company's credit risk is related to the financial assets mentioned below, which is presented in the statement of financial position:

	2015 (DKK'000)	2014 (DKK'000)
Trade receivables	9,813	3,227
Other receivables	8,545	8,146
Cash and cash equivalents.	35,129	32,983
Total	53,487	44.356

The above-mentioned financial assets have been assessed for impairment. Provisions for loss or impairment have not been made in this connection as impairment indicators have not been identified by Management. All receivables are due within one year.

It is the Management's opinion that the Company as of 31 December 2015 is not exposed to any significant credit risks as the majority of the Company's trade receivables are related to receivables from ap-

#### Note 25 - Financial and operational risk (continued)

proved grants or counterparties who are either public companies or shareholders in Amminex Emissions Technology A/S with an assessed high credit rating.

#### Liquidity risk

The Company is monitoring liquidity risk and liquidity needs by monitoring planned payments and by means of monthly cash flow budgets and monitoring of both ingoing and outgoing day-to-day payments. Long-term liquidity needs on a yearly basis are identified on a monthly basis.

Net capital requirement is assessed regularly in correlation with the Company's credit limit and loan covenants to identify any additional capital requirement.

Management is monitoring the liquidity needs on a regular basis and is of the opinion that the Company has sufficient financing to ensure a positive development of the Company and sustain an adequate level of quality in commercial activities and in research and development activities. However, we refer to Note 3 regarding financing issues.

The Company made its first commercial sales during 2015 and is expecting to scale up production further during 2016. From a management viewpoint there is sufficient liquidity to carry out the planned activities during 2016. However, as long as a profitable large-scale commercial production with positive cash flow has not commenced, the Company will be dependent on further capital increases from the shareholders at the beginning of 2017 at the latest.

The Company's capital structure is aimed towards:

- Ensuring the Company's ability to continue as going concern
- Ensuring a sufficient return to the shareholders on a longer term

Amminex Emissions Technology A/S' capital structure is characterized by a significant equity ratio. The equity ratio constitutes 33.7 % at 31 December 2015 (31 December 2014: 37.5 %), calculated as equity compared to total assets. A significant portion of the Company's assets except for cash and cash equivalents constitute intangible and tangible assets, whose valuation is conditional on the Company's future activities proceeding as planned and with the expected positive commercial results.

#### **Operational** risk

Since commercial sales activities will be at an expected low level during 2016 the operational risk is still regarded as low at present.

#### Note 26 - Events after the balance sheet date

No significant events have occurred after the balance sheet date.

### Note 27 - New accounting regulations

The International Accounting Standards Board (IASB) has issued a number of changes in the international accounting standards, just as the International Financial Reporting Interpretations Committee (IFRIC) has issued a number of interpretations, which have not yet come into effect and therefore are not applicable for the preparation of the financial statements for 2015. None of these are expected to have significant influence on the Company's future presentation of the financial statements.

No new standards or interpretations were implemented during 2015.

IASB has issued the following amendments or interpretations that are relevant to Amminex Emissions Technology, but not yet endorsed by the EU:

- *IFRS 9: Financial Instruments*. The standard replaces IAS 39, Financial instrument, recognition and measurement.
- IFRS 15: Revenue from Contracts with Customers. This will replace IAS 18, which covers contracts for goods and services and IAS 11, which covers construction contracts.
- *IFRS 16: "Leases"*. The standard amends the rules for the lessees's accounting treatment of operating leases. In future, operating leases must therefore be recognised in the balance sheet as lease assets and similar lease liabilities.

These standards and interpretations will be applied when they become effective. Amminex Emissions Technology A/S is investigating the effect of the standard, if any.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on Amminex Emissions Technology A/S.