

**DP CLEANTECH GLOBAL
ENGINEERING SERVICES ApS
Central Business Registration No
35140492
Marielundvej 43 A
DK-2730 Herlev**

Annual report 2015

The Annual General Meeting adopted the annual report on 31.05.2016

Chairman of the General Meeting

Name: Jens Schaltz Bertelsen

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Entity details

Entity

DP CLEANTECH GLOBAL ENGINEERING SERVICES ApS

Marielundvej 43 A

DK-2730 Herlev

Central Business Registration No: 35140492

Founded: 13.03.2013

Registered in: Herlev

Financial year: 01.01.2015 - 31.12.2015

Executive Board

Jens Schaltz Bertelsen, CEO

Bank

Jyske Bank

Herlev Hovedgade 108

DK-2730 Herlev

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

P.O. Box 1600

0900 Copenhagen C

Statement by Management on the annual report

The Executive Board has today considered and approved the annual report of DP CLEANTECH GLOBAL ENGINEERING SERVICES ApS for the financial year 01.01.2015 - 31.12.2015.

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

In my opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

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

Herlev, 31.05.2016

Executive Board

Jens Schaltz Bertelsen
CEO

Independent auditor's reports

To the owner of DP CLEANTECH GLOBAL ENGINEERING SERVICES ApS

Report on the financial statements

We have audited the financial statements of DP CLEANTECH GLOBAL ENGINEERING SERVICES ApS for the financial year 01.01.2015 - 31.12.2015, which comprise the accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared in accordance with 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 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 about 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 misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Entity's preparation of 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 Entity'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 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 adverse opinion.

Qualification

Basis for adverse opinion

The financial statements are presented under the going concern assumption. It is uncertain when the Company's receivables will be paid. Therefore, it is our assessment that significant uncertainties are related to the Company's ability to continue as a going concern.

The Company's Management has not been able to present convincing documentation as to the Company's ability to generate the liquidity necessary from operations or otherwise in the coming financial year to support the going concern assumption. We therefore qualify our opinion in relation to the financial statements being presented under a going concern assumption.

In addition, we qualify our opinion as the financial statements do not account for the uncertainty related to the Company's ability to continue as a going concern.

Adverse opinion

In our opinion, due to the significance of the matters discussed in the basis for adverse opinion paragraph, the financial statements do not give a true and fair view of the Company's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015 in accordance with the Danish Financial Statements Act.

Independent auditor's reports

Statement on the management commentary

Pursuant to the Danish Financial Statements Act, we have read the management commentary. We have not performed any further procedures in addition to the audit of the financial statements.

On this basis, and due to the significance of the matter discussed in the basis for adverse opinion paragraph, it is our opinion that the information provided in the management commentary is not consistent with the financial statements.

Copenhagen, 31.05.2016

Deloitte

Statsautoriseret Revisionspartnerselskab

Peter Z. Skanborg

State Authorised Public Accountant

Ulrik Vassing

State Authorised Public Accountant

CVR-nr. 33963556

Management commentary

Primary activities

The Company's material activities comprise sales, project, and engineering activities related to biomass power plant solutions in the renewable energy sector.

Development in activities and finances

For the financial year 1 January 2015 – 31 December 2015, the Company's income statement shows a profit of DKK 422,111.

At 31 December 2015, the Company's balance sheet shows a balance sheet total of DKK 7,376,287, and equity of DKK 522,111.

Outlook

The Company complies with the prepared budget for 2016. Management expects an operating profit for the 2016 financial year.

Particular risks

The Company is not exposed to any particular business or financial risks apart from, to a small extent, being exposed to changes in currency levels on transactions in foreign currency.

Events after the balance sheet date

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

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

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

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

In accordance with the provisions of section 32 of the Danish Financial Statements Act, the Entity has chosen to aggregate certain items in the income statement, following which revenue for the Entity has not been disclosed.

Gross profit or loss comprises revenue, production costs and external expenses.

Revenue

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

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

Accounting policies

Other external expenses

Other external expenses include expenses relating to the Entity’s ordinary activities, including expenses for sale, premises, and administration as well as operational lease of operating equipment.

Staff costs

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

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital gains on securities, payables and transactions in foreign currencies.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, payables and transactions in foreign currencies.

Balance sheet

Property, plant and equipment

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

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

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

Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	10 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Accounting policies

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

Receivables

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

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

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

Income statement for 2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Gross profit		8,067,582	6,524,089
Staff costs	1	(7,454,368)	(7,790,208)
Depreciation, amortisation and impairment losses		<u>(58,323)</u>	<u>(58,322)</u>
Operating profit/loss		554,891	(1,324,441)
Other financial income	2	59,239	21
Other financial expenses	3	<u>(192,019)</u>	<u>(298,096)</u>
Profit/loss for the year		<u>422,111</u>	<u>(1,622,516)</u>
Proposed distribution of profit/loss			
Retained earnings		<u>422,111</u>	<u>(1,622,516)</u>
		<u>422,111</u>	<u>(1,622,516)</u>

Balance sheet at 31.12.2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Other fixtures and fittings, tools and equipment		92,554	146,064
Leasehold improvements		35,296	40,109
Property, plant and equipment	4	<u>127,850</u>	<u>186,173</u>
Other receivables		78,009	76,106
Fixed asset investments		<u>78,009</u>	<u>76,106</u>
Fixed assets		<u>205,859</u>	<u>262,279</u>
Trade receivables		95,435	20,933
Receivables from associates		6,577,484	3,626,342
Other short-term receivables		291,612	265,585
Prepayments		0	29,846
Receivables		<u>6,964,531</u>	<u>3,942,706</u>
Cash		<u>205,897</u>	<u>434,575</u>
Current assets		<u>7,170,428</u>	<u>4,377,281</u>
Assets		<u>7,376,287</u>	<u>4,639,560</u>

Balance sheet at 31.12.2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Contributed capital	5	100,000	90,000
Retained earnings		<u>422,111</u>	<u>(1,632,516)</u>
Equity		<u>522,111</u>	<u>(1,542,516)</u>
Payables to group enterprises	6	<u>5,856,793</u>	<u>4,441,162</u>
Non-current liabilities other than provisions		<u>5,856,793</u>	<u>4,441,162</u>
Trade payables		96,463	139,084
Debt to associates		0	364,802
Other payables		<u>900,920</u>	<u>1,237,028</u>
Current liabilities other than provisions		<u>997,383</u>	<u>1,740,914</u>
Liabilities other than provisions		<u>6,854,176</u>	<u>6,182,076</u>
Equity and liabilities		<u><u>7,376,287</u></u>	<u><u>4,639,560</u></u>
Related parties with control	7		
Ownership	8		

Statement of changes in equity for 2015

	Contributed capital DKK	Retained ear- nings DKK	Total DKK
Equity beginning of year	90,000	(1,632,516)	(1,542,516)
Increase of capital	10,000	1,632,516	1,642,516
Profit/loss for the year	0	422,111	422,111
Equity end of year	100,000	422,111	522,111

Notes

	2015	2014
	DKK	DKK
1. Staff costs		
Wages and salaries	7,337,443	7,292,815
Pension costs	0	5,760
Other social security costs	28,830	19,350
Other staff costs	88,095	472,283
	7,454,368	7,790,208
	2015	2014
	DKK	DKK
2. Other financial income		
Exchange rate adjustments	59,239	0
Other financial income	0	21
	59,239	21
	2015	2014
	DKK	DKK
3. Other financial expenses		
Financial expenses from group enterprises	191,007	255,114
Exchange rate adjustments	0	39,974
Other financial expenses	1,012	3,008
	192,019	298,096
	Other fixtures and fittings, tools and equipment	Leasehold improvements
	DKK	DKK
4. Property, plant and equipment		
Cost beginning of year	226,222	48,131
Cost end of year	226,222	48,131
Depreciation and impairment losses beginning of the year	(80,158)	(8,022)
Depreciation for the year	(53,510)	(4,813)
Depreciation and impairment losses end of the year	(133,668)	(12,835)
Carrying amount end of year	92,554	35,296

Notes

	2015	2014	2013
	DKK	DKK	DKK
5. Contributed capital			
Changes in contributed capital			
Contributed capital beginning of year	90,000	80,000	0
Increase of capital	<u>10,000</u>	<u>10,000</u>	<u>80,000</u>
Contributed capital end of year	<u>100,000</u>	<u>90,000</u>	<u>80,000</u>

The Company was established on 13 March 2013 with capital of DKK 80,000.

6. Long-term debt to group enterprises

Debt to the Parent of DKK 5,856,793 falls due within 5 years.

7. Related parties with control

DP CleanTech (Hong Kong) Limited, Hong Kong – Immediate Parent

Silverrock Group Limited, British Virgin Islands – Ultimate Parent

8. Ownership

The Company has registered the following shareholder to hold more than 5% of the voting share capital:

DP CleanTech (Hong Kong) Limited, 33/F Shui On Centre, No 6-8 Harbour Road, Wanchai, Hong Kong