PKF Munkebo Vindelev
Statsautoriseret Revisionsaktieselskab

Accountants &
business advisers

BU Power Systems Denmark ApS

Bygmestervej 7B, 5750 Ringe

Company reg. no. 38 11 80 99

Annual report

2021

The annual report was submitted and approved by the general meeting on the 29 June 2022.

Franz Klemens Focks
Chairman of the meeting

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Notes:
- To ensure the greatest possible applicability of this document, IAS/IFRS 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 %.

Management's statement

Today, the executive board has presented the annual report of BU Power Systems Denmark ApS for the financial year 2021.

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

We consider the accounting policies appropriate and, in our opinion, the financial statements provide a fair presentation of the company's assets, equity and liabilities, and financial position at 31 December 2021 and of the company's results of activities in the financial year 1 January – 31 December 2021.

We are of the opinion that the management commentary presents a fair account of the issues dealt with.

We recommend that the annual report be approved at the Annual General Meeting.

Ringe, 29 June 2022

Executive board

Franz Klemens Focks

Henning Dalhoff Larsen

Independent auditor's report

To the Shareholder of BU Power Systems Denmark ApS

Opinion

We have audited the financial statements of BU Power Systems Denmark ApS for the financial year 1 January - 31 December 2021, which comprise accounting policies, income statement, statement of financial position, statement of changes in equity and notes. The financial statements have been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements present a fair view of the company's assets, equity and liabilities, and financial position at 31 December 2021 and of the results of the company's activities for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the section “Auditor’s responsibilities for the audit of the financial statements”. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation of financial statements that provide a fair view in accordance with the Danish Financial Statements Act. Management is also responsible for such internal control as the 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 unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing, and the additional requirements applicable in Denmark, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent auditor's report

As part of an audit conducted in accordance with international standards on auditing, and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's preparation of the financial statements using the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists arising from events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and contents of the financial statements, including disclosures in notes, and whether the financial statements reflect the underlying transactions and events in a manner that presents a fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control that we identify during our audit.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we express no assurance opinion thereon.

Independent auditor's report

In connection with our audit of the financial statements, it is our responsibility to read the management commentary and to consider whether the management commentary is materially inconsistent with the financial statements or the evidence obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that management commentary is consistent with the financial statements and that it has been prepared in accordance with the provisions of the Danish Financial Statement Act. We did not discover any material misstatement in the management commentary.

Glostrup, 29 June 2022

PKF Munkebo Vindelev
State Authorised Public Accountants
Company reg. no. 14 11 92 99

Kasper Vindelev
State Authorised Public Accountant
mne29389

Company information

The company	BU Power Systems Denmark ApS Bygmestervej 7B 5750 Ringe	
	Company reg. no.	38 11 80 99
	Established:	13 October 2016
	Domicile:	Faaborg-Midtfyn Municipality
	Financial year:	1 January - 31 December 5th financial year
Executive board	Franz Klemens Focks Henning Dalhoff Larsen	
Auditors	PKF Munkebo Vindelev, Statsautoriseret Revisionsaktieselskab Hovedvejen 56 2600 Glostrup	
Bankers	Sydbank A/S, Sdr. Boulevard 39-41, 5000 Odense C	
Parent company	BU Power Group GmbH	

Financial highlights

DKK in thousands.	2021	2020	2019	2018	2017
Income statement:					
Gross profit	1.870	2.629	2.646	3.241	1.859
Profit from operating activities	-676	155	47	413	-1.510
Net financials	-47	5	-36	-21	-113
Net profit or loss for the year	-949	124	6	303	-1.268
Statement of financial position:					
Balance sheet total	2.128	3.198	2.703	2.591	3.661
Investments in property, plant and equipment	0	33	0	266	1.903
Equity	-244	705	581	574	271
Employees:					
Average number of full-time employees	5	5	5	6	6

The financial highlights for 2017 comprise the period 13 October 2016 - 31 December 2017.

Management´s review

The principal activities of the company

Like previous years, the activities are sales of engines, spare parts and supply of tech and support services.

Development in activities and financial matters

The gross profit for the year totals DKK 1.870.000 against DKK 2.629.000 last year. Income or loss from ordinary activities after tax totals DKK -949.000 against DKK 124.000 last year. Management considers the net profit or loss for the year unsatisfactory.

The company has lost more than 50 % of the equity, and is thereby in the regulation of the Danish Company Act. art. 119. The management has presented the annual report on going concern assumption. It is the management's expectation, that the share capital will be reestablished via future earnings.

Events occurring after the end of the financial year

No events have occured subsequent to the balance sheet date, which would have material imact on the financial position of the company.

Accounting policies

The annual report for BU Power Systems Denmark ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Foreign currency translation

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. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, other operating income, and external costs.

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

Cost of sales comprises costs concerning purchase of manufactured and trade goods less discounts and changes in inventories.

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets.

Other external costs comprise costs incurred for sales, vehicles, administration and premises.

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members. Staff costs are less government reimbursements.

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation on, amortisation of, and writedown for impairment of intangible and tangible assets, respectively.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

Statement of financial position

Intangible assets

Development projects, patents, and licences

Software licenses are measured at cost less accrued amortisation. Software licenses are amortised over 5 years.

Goodwill

Acquired goodwill is measured at cost less accumulated amortisation. Given that it is impossible to make a reliable estimate of the useful life, the amortisation period is set at 10 years.

Plant, machinery and equipment

Plant, machinery and equipment are measured at cost less accrued depreciation and writedown for impairment.

The depreciable amount is cost less any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, the depreciation is discontinued.

If the amortisation period or the residual value is changed, the effect on amortisation will, in future, be recognised as a change in the accounting estimates.

The cost comprises acquisition cost and costs directly associated with the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life:

	Useful life
Plant and machinery	5 years
Other fixtures and fittings, tools and equipment	2-7 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Accounting policies

Leases

The enterprise will be applying IAS 17 as its base of interpretation for recognition of classification and recognition of leases.

At their initial recognition in the statement of financial position, leases concerning property, plant, and equipment where the company holds all essential risks and advantages associated with the proprietary right (finance lease) are measured either at fair value or at the present value of the future lease payments, whichever value is lower. When calculating the present value, the discount rate used is the internal rate of return of the lease or, alternatively, the borrowing rate of the enterprise. Hereafter, assets held under a finance lease are treated in the same way as other similar property, plant, and equipment.

The capitalised residual lease commitment is recognised in the statement of financial position as a liability other than provisions, and the interest part of the lease is recognised in the income statement for the term of the contract.

All other leases are regarded as operating leases. Payments in connection with operating leases and other lease agreements are recognised in the income statement for the term of the contract. The company's total liabilities concerning operating leases and lease agreements are recognised under contingencies, etc.

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Inventories

Inventories are measured at cost on the basis of weighted measured average prices. In cases when the net realisable value is lower than the cost, the latter is written down for impairment to this lower value.

Inventories of engines are measured at cost by using separate valuation specified by serial numbers. In case the net realisable value of the inventories is lower than the cost, writedwn takes place to this lower value.

Costs of manufactured and trade comprise acquisition costs plus delivery costs.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired.If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

Prepayments and accrued income

Prepayments and accrued income recognised under assets comprise incurred costs concerning the following financial year.

Cash on hand and demand deposits

Cash on hand and demand deposits comprise cash at bank and on hand.

Income tax and deferred tax

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

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Accounting policies

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Liabilities other than provisions

Financial liabilities other than provisions related to borrowings are recognised at the received proceeds less transaction costs incurred. In subsequent periods, the financial liabilities are recognised at amortised cost, corresponding to the capitalised value when using the effective interest rate. The difference between the proceeds and the nominal value is recognised in the income statement during the term of the loan.

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Income statement 1 January - 31 December

All amounts in DKK.

Note		2021	2020
	Gross profit	**1.869.593**	**2.628.692**
1	Staff costs	-2.253.047	-2.157.155
	Depreciation, amortisation, and impairment	-292.920	-316.858
	Operating profit	**-676.374**	**154.679**
	Other financial income	177	19.236
2	Other financial costs	-46.819	-14.128
	Pre-tax net profit or loss	**-723.016**	**159.787**
3	Tax on net profit or loss for the year	-225.810	-35.664
	Net profit or loss for the year	**-948.826**	**124.123**
	Proposed appropriation of net profit:		
	Transferred to retained earnings	0	124.123
	Allocated from retained earnings	-948.826	0
	Total allocations and transfers	**-948.826**	**124.123**

Balance sheet at 31 December

All amounts in DKK.

Note	Assets	2021	2020
	Non-current assets		
4	Concessions, patents, licenses, trademarks, and similar rights acquired	150.302	208.521
5	Goodwill	17.500	20.992
	Total intangible assets	167.802	229.513
6	Plant and machinery	0	14.058
7	Other fixtures and fittings, tools and equipment	205.899	423.050
	Total property, plant, and equipment	205.899	437.108
	Total non-current assets	**373.701**	**666.621**
	Current assets		
	Manufactured goods and goods for resale	521.453	296.233
	Total inventories	521.453	296.233
	Trade receivables	890.841	958.944
8	Deferred tax assets	0	225.810
	Other receivables	98.159	19.735
	Prepayments and accrued income	23.793	15.258
	Total receivables	1.012.793	1.219.747
	Cash on hand and demand deposits	219.858	1.015.119
	Total current assets	**1.754.104**	**2.531.099**
	Total assets	**2.127.805**	**3.197.720**

Balance sheet at 31 December

All amounts in DKK.

Note	Equity and liabilities	2021	2020
	Equity		
	Contributed capital	50.000	50.000
	Retained earnings	-293.854	654.972
	Total equity	**-243.854**	**704.972**
	Liabilities other than provisions		
	Other payables	117.947	201.898
9	Total long term liabilities other than provisions	117.947	201.898
	Trade payables	664.543	766.603
	Payables to group enterprises	813.192	209.942
	Other payables	775.977	1.314.305
	Total short term liabilities other than provisions	2.253.712	2.290.850
	Total liabilities other than provisions	**2.371.659**	**2.492.748**
	Total equity and liabilities	**2.127.805**	**3.197.720**

10 Contingencies

Statement of changes in equity

All amounts in DKK.

	Contributed capital	Retained earnings	Total
Equity 1 January 2020	50.000	530.849	580.849
Profit or loss for the year brought forward	0	124.123	124.123
Equity 1 January 2021	50.000	654.972	704.972
Profit or loss for the year brought forward	0	-948.826	-948.826
	50.000	**-293.854**	**-243.854**

Notes

All amounts in DKK.

		2021	2020
1.	**Staff costs**		
	Salaries and wages	1.922.812	1.798.362
	Pension costs	287.842	321.967
	Other costs for social security	17.042	17.041
	Other staff costs	25.351	19.785
		2.253.047	**2.157.155**
	Average number of employees	5	5
2.	**Other financial costs**		
	Financial costs, group enterprises	14.965	12.593
	Other financial costs	31.854	1.535
		46.819	**14.128**
3.	**Tax on net profit or loss for the year**		
	Adjustment for the year of deferred tax	225.810	35.664
		225.810	**35.664**
4.	**Concessions, patents, licenses, trademarks, and similar rights acquired**		
	Cost 1 January 2021	291.077	291.077
	Cost 31 December 2021	**291.077**	**291.077**
	Amortisation and writedown 1 January 2021	-82.556	-24.344
	Amortisation for the year	-58.219	-58.212
	Amortisation and writedown 31 December 2021	**-140.775**	**-82.556**
	Carrying amount, 31 December 2021	**150.302**	**208.521**

Notes

All amounts in DKK.

		31/12 2021	31/12 2020
5.	**Goodwill**		
	Cost 1 January 2021	35.000	35.000
	Cost 31 December 2021	**35.000**	**35.000**
	Amortisation and writedown 1 January 2021	-14.008	-10.504
	Amortisation for the year	-3.492	-3.504
	Amortisation and writedown 31 December 2021	**-17.500**	**-14.008**
	Carrying amount, 31 December 2021	**17.500**	**20.992**
6.	**Plant and machinery**		
	Cost 1 January 2021	71.000	71.000
	Cost 31 December 2021	**71.000**	**71.000**
	Depreciation and writedown 1 January 2021	-56.942	-42.746
	Depreciation for the year	-14.058	-14.196
	Depreciation and writedown 31 December 2021	**-71.000**	**-56.942**
	Carrying amount, 31 December 2021	**0**	**14.058**
7.	**Other fixtures and fittings, tools and equipment**		
	Cost 1 January 2021	1.491.291	1.458.612
	Additions during the year	0	32.679
	Cost 31 December 2021	**1.491.291**	**1.491.291**
	Depreciation and writedown 1 January 2021	-1.068.241	-827.295
	Depreciation for the year	-217.151	-240.946
	Depreciation and writedown 31 December 2021	**-1.285.392**	**-1.068.241**
	Carrying amount, 31 December 2021	**205.899**	**423.050**

Notes

All amounts in DKK.

	31/12 2021	31/12 2020
8. Deferred tax assets		
Deferred tax assets 1 January 2021	225.810	261.474
Deferred tax of the results for the year	-225.810	-35.664
	0	**225.810**
The following items are subject to deferred tax:		
Intangible assets	0	-47.193
Plant, machinery and equipment	0	11.663
Current assets	0	3.587
Losses carried forward from previous years	0	257.753
	0	**225.810**

9. Liabilities other than provision

	Total payables 31 Dec 2021	Current portion of long term payables	Long term payables 31 Dec 2021	Outstanding payables after 5 years
Other payables	117.947	0	117.947	0
	117.947	**0**	**117.947**	**0**

10. Contingencies

Contingent assets

A deferred tax asset of t.DKK 385 has not been recognized due to uncertainty regarding the timing in future usage.

Contingent liabilities

Rental liabilities

The company has entered into one separate tenancy agreement. The rental commitment is t.DKK 125 as of 31 December 2021.

PENNEO

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"Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument."

Franz Focks
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Henning Dalhoff Larsen
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Kasper Vindelev
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Penneo dokumentnøgle: 5AWXS-OHABT-NE6FF-BPXVN-NXAE8-E7CQK