
BE Shark Holding ApS

Lysholt Allé 10, DK-7100 Vejle

Annual Report for 1 January - 31 December 2021

CVR No 38 78 09 48

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
28/6 2022

Jens Peter Hoeck
Chairman of the General
Meeting



Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Company Information	
Company Information	5
Management's Review	6
Financial Statements	
Income Statement 1 January - 31 December	7
Balance Sheet 31 December	8
Statement of Changes in Equity	10
Notes to the Financial Statements	11

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of BE Shark Holding ApS for the financial year 1 January - 31 December 2021.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2021 of the Company and of the results of the Company operations for 2021.

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

Vejle, 28 June 2022

Executive Board

Jens Holmegaard

Board of Directors

Jens Peter Hoeck
Chairman

Steen Nielsen

Christian Møller Christensen

Ian Micheal Nolan

Independent Auditor's Report

To the Shareholders of BE Shark Holding ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2021 and of the results of the Company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of BE Shark Holding ApS for the financial year 1 January - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. 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.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

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

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Independent Auditor's Report

Management's responsibilities 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.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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 that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs 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.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement 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 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.

Independent Auditor's Report

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to 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 the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and 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 internal control that we identify during our audit.

Hellerup, 28 June 2022

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Rasmus Friis Jørgensen

statsautoriseret revisor

mne28705

Jacob Brinch

statsautoriseret revisor

mne35447

Company Information

The Company

BE Shark Holding ApS
Lysholt Allé 10
DK-7100 Vejle

CVR No: 38 78 09 48
Financial period: 1 January - 31 December
Municipality of reg. office: Vejle

Board of Directors

Jens Peter Hoeck, Chairman
Steen Nielsen
Christian Møller Christensen
Ian Micheal Nolan

Executive Board

Jens Holmegaard

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Management's Review

Key activities

The company's purpose is to own shares in other companies, including making wealth investments, and to conduct trading and production business within cleantech as well as related business.

Market overview

Development in the year

The income statement of the Company for 2021 shows a loss of EUR 75,570, and at 31 December 2021 the balance sheet of the Company shows equity of EUR 16,121,932.

Subsequent events

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

Income Statement 1 January - 31 December

	<u>Note</u>	<u>2021</u> EUR	<u>2020</u> EUR
Other external expenses		-8,068	-175,886
Gross profit/loss		-8,068	-175,886
Financial income	1	3,963	106,833
Financial expenses	2	-93,923	-75,553
Profit/loss before tax		-98,028	-144,606
Tax on profit/loss for the year	3	22,458	-5,079
Net profit/loss for the year		-75,570	-149,685

Distribution of profit

Proposed distribution of profit

Retained earnings		-75,570	-149,685
		-75,570	-149,685

Balance Sheet 31 December

Assets

	Note	2021 EUR	2020 EUR
Investments in subsidiaries	4	18,676,886	18,671,111
Fixed asset investments		18,676,886	18,671,111
Fixed assets		18,676,886	18,671,111
Receivables from group enterprises		642,497	1,218
Deferred tax asset		23,783	1,325
Corporation tax		49,613	49,598
Prepayments		1,345	0
Receivables		717,238	52,141
Cash at bank and in hand		1,868	0
Currents assets		719,106	52,141
Assets		19,395,992	18,723,252

Balance Sheet 31 December

Liabilities and equity

	Note	2021 EUR	2020 EUR
Share capital		31,536	31,536
Retained earnings		16,090,396	16,160,959
Equity		16,121,932	16,192,495
Credit institutions		2,252,257	2,227,359
Payables to owners and Management		1,011,657	0
Long-term debt	5	3,263,914	2,227,359
Credit institutions	5	0	297,708
Other payables		10,146	5,690
Short-term debt		10,146	303,398
Debt		3,274,060	2,530,757
Liabilities and equity		19,395,992	18,723,252
Contingent assets, liabilities and other financial obligations	6		
Accounting Policies	7		

Statement of Changes in Equity

	<u>Share capital</u>	<u>Retained</u>	<u>Total</u>
	EUR	earnings	EUR
	EUR	EUR	EUR
Equity at 1 January	31,536	16,160,959	16,192,495
Exchange adjustments	0	5,007	5,007
Net profit/loss for the year	0	-75,570	-75,570
Equity at 31 December	31,536	16,090,396	16,121,932

Notes to the Financial Statements

	2021 EUR	2020 EUR
1 Financial income		
Interest received from group enterprises	3,963	106,833
	3,963	106,833
2 Financial expenses		
Interest paid to group enterprises	11,151	3,003
Other financial expenses	82,772	72,550
	93,923	75,553
3 Tax on profit/loss for the year		
Current tax for the year	0	5,079
Deferred tax for the year	-18,920	0
Adjustment of deferred tax concerning previous years	-3,538	0
	-22,458	5,079
4 Investments in subsidiaries		
Cost at 1 January	18,671,111	13,257,804
Exchange adjustment	5,775	0
Additions for the year	0	5,413,307
Cost at 31 December	18,676,886	18,671,111
Value adjustments at 1 January	0	0
Value adjustments at 31 December	0	0
Carrying amount at 31 December	18,676,886	18,671,111

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
Shark Solutions ApS	Denmark	1,073,709	100%
Purgos ApS	Denmark	13,446	100%

Notes to the Financial Statements

5 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>2021</u> EUR	<u>2020</u> EUR
Credit institutions		
Between 1 and 5 years	2,252,257	2,227,359
Long-term part	2,252,257	2,227,359
Other short-term debt to credit institutions	0	297,708
	<u>2,252,257</u>	<u>2,525,067</u>
Payables to owners and Management		
Between 1 and 5 years	1,011,657	0
Long-term part	1,011,657	0
Within 1 year	0	0
	<u>1,011,657</u>	<u>0</u>

6 Contingent assets, liabilities and other financial obligations

Charges and security

Share in group enterprises with a book value of EUR 18,677k have been pledged as collateral for the company's bank debt amounting to EUR 2,252k.

Contingent liabilities

The company has provided a guarantee for group enterprises' debt to credit institutions. The guarantee is unlimited. The group enterprises' debt to the credit institutions concerned amounts to EUR 2,814k at the balance sheet date.

Notes to the Financial Statements

7 Accounting Policies

The Annual Report of BE Shark Holding ApS for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2021 are presented in EUR.

Going concern assumptions

The Company has experienced a firm commitment and support from its current investors throughout its growth and development, and they intend to support the Company with the needed liquidity to continue its and its investments operations. To support the intended growth and accelerated business development of its main investment in Shark Solutions ApS, Management has initiated an external capital raise which is expected to be completed during the summer of 2022. On this basis it is Management's assessment that the uncertainty of the Company's ability to continue its operations is not material.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Notes to the Financial Statements

7 Accounting Policies (continued)

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Notes to the Financial Statements

7 Accounting Policies (continued)

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance Sheet

Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Notes to the Financial Statements

7 Accounting Policies (continued)

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Loans, such as mortgage loans and loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

Other debts are measured at amortised cost, substantially corresponding to nominal value.