

Vilaplano Construction ApS

Industrivej 21
4000 Roskilde

CVR No. 39006928

Annual Report 2022

5. financial year

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 3 July 2023

Hugo Miguel Ramos da Silva
Chairman

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Management's Statement

Today, Management has considered and adopted the Annual Report of Vilaplano Construction ApS for the financial year 1 January 2022 - 31 December 2022.

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

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January 2022 - 31 December 2022.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

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

Lisbon, 26 June 2023

Executive Board

David Sousa
Manager

Mario Da Silva
Manager

Independent Auditors' Report

To the shareholders of Vilaplano Construction ApS

Opinion

We have audited the financial statements of Vilaplano Construction ApS for the financial year 1 January 2022 - 31 December 2022, which comprise an income statement, balance sheet and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2022 and of the results of its operations for the financial year 1 January 2022 - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in the "Auditors' responsibility 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 (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statement 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.

Emphasis of matter in the financial statements

Going concern

Without modifying our conclusion, we draw attention to the fact that it is likely that the company will not be able to continue operations once the last construction contract has been fulfilled. We refer to note 1 in the financial statements, which states that management recognizes that there is a high probability that the company will go bankrupt.

Receivables from sales and services

Without modifying our conclusion, we refer to the financial statements note 4, which states that the assessment of the Company's receivables from sales and services is subject to some uncertainty.

Liquidation costs, etc.

Without modifying our conclusion, we refer to the section of the accounting policy on changed accounting policies, which states that no amount is set aside for expected liquidation costs.

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 considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

Independent Auditors' Report

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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 whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Independent Auditors' Report

Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of opinion providing assurance regarding the Management's review.

Our responsibility in connection with our audit of the financial statements is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Helsingør (Elsinore), 26 June 2023

Osmark ApS | statsautoriseret revisor

CVR-no. 27135730

Johnny Osmark
State Authorised Public Accountant
mne9542

Company details

Company	Vilaplano Construction ApS Industrivej 21 4000 Roskilde
CVR No.	39006928
Date of formation	10 October 2017
Registered office	Roskilde
Financial year	1 January 2022 - 31 December 2022
Executive Board	David Sousa Mario Da Silva
Auditors	Osmark ApS statsautoriseret revisor Allégade 10 D 3000 Helsingør CVR-no.: 27135730

Management's Review

The Company's principal activities

The Company's principal activities consist in carrying out construction related services.

Development in activities and the financial situation

The Company's Income Statement of the financial year 1 January 2022 - 31 December 2022 shows a result of DKK -2.927.037 and the Balance Sheet at 31 December 2022 a balance sheet total of DKK 12.402.251 and an equity of DKK -4.291.894.

The management consider the result unsatisfactory.

Expectations for the future

It is expected that the company will not be able to continue operations. Reference is made to the reference in note 1..

Net profit/loss for the year compared with expected developments in the most recently published annual report

Last year, management assumed that the company's equity could be restored through future earnings. Unfortunately, developments in 2022 showed that this assumption could not be realized.

The activity in 2022 has not proceeded as expected. There have been some difficulties with certain partners, which has resulted in significant losses. It has also proved difficult to recover all receivables on time, which has had a negative impact on cash flow.

These conditions, among other things, have the effect that the company's owners and management do not have other realistic alternative but to stop the operation.

Accounting Policies

Reporting Class

The annual report of Vilaplano Construction ApS for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

Risk of non-continued concern

There is a high probability that the company will have to go into liquidation with a subsequent bankruptcy as a result.

Changed accounting policies

Accounting policies have been changed from a prerequisite of continued operations to a premise of termination.

The assets are written down to their expected realizable value. No funds have been set aside to cover liquidation costs and unknown claims against the company.

Reporting currency

The annual report is presented in Danish kroner.

General information

Basis of recognition and measurement

The financial statement have been prepared under the historical cost principle.

Income is recognised in the income statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortized cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortization, 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 accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the financial statement, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Income statement

Revenue

Revenue is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end and if the revenue can be reliably calculated and expected to be received. Revenue is recognised excluding VAT and all discounts granted are recognised in revenue.

Other external expenses

Other external expenses include expenses for distribution, sales, advertising, administration, premises and bad debts.

Accounting Policies

Staff costs

Staff costs include wages and salaries including compensated absence and pension to the Companies employees, as well as other social security contributions etc. The item is deducted from refunds from public authorities.

Financial income and expenses

Financial income and expenses are recognised in the income statement based at the amounts that concern the financial year. Financial expenses include interest and expenses and surcharges under the advance-payment of tax scheme.

Tax on net profit for the year

To the extent that a change in deferred tax will result in a tax asset, the change is not calculated, as no tax is expected on future positive income against which the asset could be offset.

Balance sheet

Receivables

Receivables are measured at amortized cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Impairment of accounts receivables past due is established on individual assessment of receivables.

Equity

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

Other payables

Other payables are measured at amortized cost, which usually corresponds to the nominal value.

Income Statement

	Note	2022 kr.	2021 kr.
Gross profit		22.814.500	57.832.651
Employee benefits expense	2	-23.088.555	-61.188.384
Writedowns of current assets, that exceed normal writedowns		-1.107.777	0
Profit from ordinary operating activities		-1.381.832	-3.355.733
Finance expences		-784.688	-340.684
Profit from ordinary activities before tax		-2.166.520	-3.696.417
Tax income/expense on ordinary activities	3	-760.517	760.517
Profit		-2.927.037	-2.935.900
 Proposed distribution of results			
Retained earnings		-2.927.037	-2.935.900
Distribution of profit		-2.927.037	-2.935.900

Balance Sheet as of 31 December

	Note	2022 kr.	2021 kr.
Assets			
Deposits, investments		256.199	349.120
Investments		256.199	349.120
Fixed assets		256.199	349.120
Short-term trade receivables	4	6.000.000	26.467.754
Contract work in progress		873.197	0
Deferred tax asset		0	760.517
Other short-term receivables		158.329	108.000
Deferred income		0	2.095.237
Receivables		7.031.526	29.431.508
Cash and cash equivalents		5.114.526	4.775.644
Current assets		12.146.052	34.207.152
Assets		12.402.251	34.556.272

Balance Sheet as of 31 December

	Note	2022 kr.	2021 kr.
Liabilities and equity			
Contributed capital		50.000	50.000
Retained earnings		-4.341.894	-1.414.856
Equity		-4.291.894	-1.364.856
Other payables		0	21.362.560
Long-term liabilities other than provisions		0	21.362.560
Trade payables		71.293	4.896.225
Payables to associates		0	2.000.000
Other payables		15.995.602	7.662.343
Deferred income, liabilities		627.250	0
Short-term liabilities other than provisions		16.694.145	14.558.568
Liabilities other than provisions within the business		16.694.145	35.921.128
Liabilities and equity		12.402.251	34.556.272

Uncertainties relating to going concern

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Notes

1. Uncertainties relating to going concern

In 2022, the company realized a loss of DKK 2,937,024. This loss is affected by an impairment charge on receivables of DKK 1,107,777. cf. note 4.

At the balance sheet date, the Company's debt exceeds the Company's assets by DKK 4,291,894.

The company is in the process of completing the only contract that has not yet been completed. Low or no earnings are expected on this contract. No new construction contracts have been concluded, nor are new contracts planned. Therefore, it cannot be expected that the company will be able to pay off its debt with future earnings.

Since the owners of the company do not want, or do not have the opportunity to, inject new capital into the company, there is therefore a high probability that the company is expected to go bankrupt

2. Employee benefits expense

	2022	2021
Wages and salaries	20.657.926	55.685.495
Post-employment benefit expense	1.597.163	4.162.090
Social security contributions	668.517	1.082.908
Other employee expense	164.949	257.891
	<u>23.088.555</u>	<u>61.188.384</u>
Average number of employees	<u>56</u>	<u>135</u>

3. Tax expense

	2022	2021
Change in deferred tax	760.517	-760.517
	<u>760.517</u>	<u>-760.517</u>

4. Short-term trade receivables

	2022	2021
Ordinary receivables	0	11.214.816
Retention receivables on work progress	7.107.777	15.252.938
Impairment	-1.107.777	0
	<u>6.000.000</u>	<u>26.467.754</u>

The assessment of the expected payments is subject to some uncertainty.