

VRP Holdings ApS

Tietgensvej 17
3400 Hillerød

CVR no. 39 18 89 61

Annual report for 2018/19

(2nd Financial year)

Adopted at the annual general meeting
on 18 February 2020

Neil Gordon Smith
chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of VRP Holdings ApS for the financial year 1 October 2018 - 30 September 2019.

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

In my opinion, the financial statements give a true and fair view of the company's financial position at 30 September 2019 and of the results of the company's operations for the financial year 1 October 2018 - 30 September 2019.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Hillerød, 18 February 2020

Executive board

Neil Gordon Smith
CEO

Independent auditor's report

To the shareholder of VRP Holdings ApS

Opinion

We have audited the financial statements of VRP Holdings ApS for the financial year 1 October 2018 - 30 September 2019, which comprise income statement, balance sheet, notes and summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 30 September 2019 and of the results of the company's operations for the financial year 1 October 2018 - 30 September 2019 in accordance with the Danish Financial Statements Act.

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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We wish to note, that the Company's ability to continue as a going concern is associated with material uncertainty. We refer to note 1 in the financial statements, that the company's longterm creditors have accepted a stand still agreement. Management is confident, that the company has the necessary funding to continue operations at least until the next balance date, why the financial statements have been prepared on a going concern basis. We have not modified our opinion in respect of this matter.

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 the 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.

Independent auditor's report

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 judgment and maintain professional skepticism 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.
- 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.

Independent auditor's report

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 Financial Statements Act.

Based on the work we have performed, we conclude that 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 of management's review.

Hellerup, 18 February 2020

CVR no. 33 25 68 76



Søren Jonassen
Statsautoriseret revisor
MNE no. mne18488

Company details

The company

VRP Holdings ApS
Tietgensvej 17
3400 Hillerød

CVR no.: 39 18 89 61

Reporting period: 1 October 2018 - 30 September 2019

Incorporated: 22. December 2017

Domicile: Hillerød

Executive board

Neil Gordon Smith, CEO

Auditors

Crowe
Statsautoriseret Revisionsinteressentskab v.m.b.a.
Rygårds Allé 104
2900 Hellerup

Management's review

Business review

The purpose of the company is to conduct trading and financial business, including the acquisition and possession of shares as a holding company in Danish and foreign companies, and other affiliated companies, in accordance with the decision of the Executive Board.

Financial review

The company's income statement for the year ended 30 September 2019 shows a loss of EUR 73.423, and the balance sheet at 30 September 2019 shows negative equity of EUR 75.498.

The Company's ability to continue as a going concern is associated with material uncertainty. The company's longterm creditors have accepted a stand still agreement. Management is confident, that the company has the necessary funding to continue operations at least until the next balance date, why the financial statements have been prepared on a going concern basis.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of VRP Holdings ApS for 2018/19 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

As 2018/19 is the company's first reporting period, no comparatives have been presented.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Other external costs

Other external costs include expenses related to administration etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, foreign currency transactions and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Other securities and investments, fixed assets

Investments are measured at fair value.

Accounting policies

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Equity

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Income statement
1 October 2018 - 30 September 2019

	<u>Note</u>	<u>2018/19</u> EUR	<u>2017/18</u> TEUR
Gross profit		-8.424	-9
Impairment losses on financial assets		-64.999	0
Profit/loss before tax		-73.423	-9
Tax on profit/loss for the year		0	0
Profit/loss for the year		<u>-73.423</u>	<u>-9</u>
 Recommended appropriation of profit/loss			
Retained earnings		-73.423	-9
		<u>-73.423</u>	<u>-9</u>

Balance sheet at 30 September 2019

	<u>Note</u>	<u>2018/19</u> EUR	<u>2017/18</u> TEUR
Assets			
Other fixed asset investments		<u>1</u>	<u>65</u>
Fixed asset investments		<u>1</u>	<u>65</u>
Total non-current assets		<u>1</u>	<u>65</u>
Prepayments		<u>1.093</u>	<u>1</u>
Receivables		<u>1.093</u>	<u>1</u>
Total current assets		<u>1.093</u>	<u>1</u>
Total assets		<u><u>1.094</u></u>	<u><u>66</u></u>

Balance sheet at 30 September 2019

	<u>Note</u>	<u>2018/19</u> EUR	<u>2017/18</u> TEUR
Equity and liabilities			
Share capital		6.711	7
Retained earnings		-82.209	-9
Equity	2	<u>-75.498</u>	<u>-2</u>
Trade payables		900	1
Payables to group companies		73.942	65
Other payables		1.750	2
Total current liabilities		<u>76.592</u>	<u>68</u>
Total liabilities		<u>76.592</u>	<u>68</u>
Total equity and liabilities		<u><u>1.094</u></u>	<u><u>66</u></u>
Uncertainty about the continued operation (going concern)	1		

Notes

1 Uncertainty about the continued operation (going concern)

The Company's ability to continue as a going concern is associated with material uncertainty. The company's longterm creditors have accepted a stand still agreement. Management is confident, that the company has the necessary funding to continue operations at least until the next balance date, why the financial statements have been prepared on a going concern basis.

2 Equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 October 2018	6.711	-8.786	-2.075
Net profit/loss for the year	0	-73.423	-73.423
Equity at 30 September 2019	<u>6.711</u>	<u>-82.209</u>	<u>-75.498</u>