Ørsted Onshore Holding A/S

Annual report for 2021

CVR no. 39 19 29 85

(4th Financial year)

Adopted at the annual general meeting on 30 June 2022

Ulrik Jarlov
chairman

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Statement by management on the annual report

The board of directors and executive board have today discussed and approved the annual report of Ørsted Onshore Holding A/S 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 company's financial position at 31 December 2021 and of the results of the company's operations for the financial year 1 January - 31 December 2021.

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

Skærbæk, 29 June 2022

Executive board

Jeppe Hoff Nielsen
Director

Board of Directors

Mikkel Kvist Thomsen chairman	Neil Joseph O'Donovan deputy chairman	Ingrid Maryanne Till Reumert

Independent auditor's report

To the shareholder of Ørsted Onshore Holding A/S

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 Ørsted Onshore Holding A/S for the financial year 1 January - 31 December 2021, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes ("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' 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.

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.

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 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.

- 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.

Independent auditor's report

- 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.

Copenhagen, 29 June 2022

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Anders Stig Lauritsen State Authorised Public Accountant MNE no. mne32800	Morten Jacobsen State Authorised Public Accountant MNE no. mne44140

Company details

The company	Ørsted Onshore Holding A/S Kraftværksvej 53 Skærbæk 7000 Fredericia	
	Telephone: Fax:	+45 99 55 11 11 +45 99 55 00 02
	Website:	www.orsted.com
	CVR no.:	39 19 29 85
	Reporting period: Financial year:	1 January - 31 December 2021 4th financial year
	Domicile:	Fredericia
Board of Directors	Mikkel Kvist Thomsen, chairman Neil Joseph O'Donovan, deputy chairman Ingrid Maryanne Till Reumert	
Executive board	Jeppe Hoff Nielsen	
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup	
Consolidated financial statements	The company is included in the consolidated financial statements of the ultimate parent company Ørsted A/S, CVR nr. 36 21 37 28 The Group Annual Report of Ørsted A/S, CVR nr. 36 21 37 28 may be obtained at the following address: www.orsted.com/en/investors/ir-material/financial-reports-and-presentations	

Accounting policies

The annual report of Ørsted Onshore Holding A/S for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied are consistent with those of last year.

The annual report for 2021 is presented in TDKK.

Pursuant to sections §112, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

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 expenses
Other external expenses include expenses related to administration.

Financial income and expenses
Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Accounting policies

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Ørsted Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed Danish entities in proportion to their taxable income. Danish entities with tax losses receive joint taxation contributions from the ultimate parent company (the management company), Ørsted A/S equivalent to the tax base of the tax losses utilised (full allocation), while Danish entities that utilise tax losses in other entities pay joint taxation contributions to the Ørsted A/S equivalent to the tax base of the utilised losses.

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

Investments in subsidiaries

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

Cost is written down to the extent that dividend distributed exceeds the accumulated earnings after the date of takeover.

Where the parent company has a legal or constructive obligation to cover the companies´ negative balances or obligations, such obligation is recognised in liabilities.

Impairment of fixed assets

The carrying amount of investments in subsidiaries is tested for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets. Write-down is made to the lower of the recoverable amount and the carrying amount.

The recoverable amount is the higher of the net present value and the value in use less expected costs to sell. The net present value is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Accounting policies

Receivables
Receivables are measured at amortised cost.

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. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

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

Accounting policies

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 instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement 1 January - 31 December

	Note	2021 TDKK	2020 TDKK
Revenue		**0**	**0**
Other external expenses		-59.957	-5
Gross profit		**-59.957**	**-5**
Staff costs	2	0	0
Profit/loss before net financials		**-59.957**	**-5**
Income/expenses from investments in subsidiaries	3	0	-24.714
Financial income		16.309	0
Financial costs	4	-29.621	-61
Profit/loss before tax		**-73.269**	**-24.780**
Tax on profit/loss for the year	5	2.993	15
Profit/loss for the year		**-70.276**	**-24.765**

Distribution of profit

	2021	2020
Retained earnings	-70.276	-24.765
	-70.276	**-24.765**

Balance sheet 31 December

	Note	2021 TDKK	2020 TDKK
Assets			
Investments in subsidiaries		5.061.689	5.286
Receivables from subsidiaries		91.507	0
Fixed asset investments		**5.153.196**	**5.286**
Total non-current assets		**5.153.196**	**5.286**
Other receivables		7.815	0
Corporation tax		2.993	15
Receivables		**10.808**	**15**
Total current assets		**10.808**	**15**
Total assets		**5.164.004**	**5.301**

Balance sheet 31 December

	Note	2021 TDKK	2020 TDKK
Equity and liabilities			
Share capital		150.500	20.500
Retained earnings		2.806.231	-23.493
Equity	6	**2.956.731**	**-2.993**
Payables to group companies		2.000.000	0
Total non-current liabilities		**2.000.000**	**0**
Trade payables		238	0
Payables to group companies		207.035	8.294
Total current liabilities		**207.273**	**8.294**
Total liabilities		**2.207.273**	**8.294**
Total equity and liabilities		**5.164.004**	**5.301**
Main activity	1		
Contingent assets, liabilities and other financial obligations	7		

Statement of changes in equity

	Share capital	Share premium account	Retained earnings	Total
	TDKK	TDKK	TDKK	TDKK
Equity at 1 January 2021	20.500	0	-23.493	-2.993
Cash capital increase	130.000	2.900.000	0	3.030.000
Net profit/loss for the year	0	0	-70.276	-70.276
Transfer from share premium account	0	-2.900.000	2.900.000	0
Equity at 31 December 2021	**150.500**	**0**	**2.806.231**	**2.956.731**

Notes

1 Main activity

The objects for which the Company is established are to acquire, own or dispose shares in companies with activity in the renewable energy sector and to undertake any other activity which the Board of Directors finds is related there to.

	2021	2020
	TDKK	TDKK
2 Staff costs		
Average number of employees	1	1

The executive board and board of directors have not been paid remuneration.

	2021	2020
3 Income/expenses from investments in subsidiaries		
Impairment of investments in subsidiaries	0	-24.714
	0	**-24.714**

	2021	2020
4 Financial costs		
Financial expenses, group companies	8.698	59
Other financial costs	6	2
Exchange adjustments costs	-41	0
Exchange loss	20.958	0
	29.621	**61**

	2021	2020
5 Tax on profit/loss for the year		
Current tax for the year	-2.993	-15
	-2.993	**-15**

Notes

6 Equity

The share capital consists of 1.505.000 shares of a nominal value of TDKK 0,1. No shares carry any special rights.

The share capital has developed as follows:

	2021	2020	2019	2018	2017
	TDKK	TDKK	TDKK	TDKK	TDKK
Share capital at 1 January 2021	20.500	20.500	20.500	20.500	0
Additions for the year	130.000	0	0	0	0
Share capital	**150.500**	**20.500**	**20.500**	**20.500**	**0**

7 Contingent assets, liabilities and other financial obligations

Liability in joint taxation

The group's danish companies are jointly and severally liable for tax on group jointly taxes income, etc. Reference is made to the annual report for Ørsted A/S, the administration company in relation to joint taxation. The group's danish companies are also jointly and severally liable for Danish withholding taxes on dividends, royalties and interests within the group of jointly taxed entities. Any subsequent corrections to income and withholding taxes may result in an increase in the entities' liability.

The group’s danish entities have joint and several liability for joint VAT registration.