House of Makeen Energy A/S

Alsvej 21 DK-8940 Randers SV CVR no 39769360

Annual Report for 2019

The Annual Report has been presented and adopted at the Annual General Meeting of the Company on 31 August 2020.

Chairman Anders C. Anderson

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Management's Statement on the Annual Report

The Executive and Supervisory Boards have today considered and adopted the Annual Report of House of Makeen Energy A/S for the financial year 1 January – 31 December 2019.

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

In our opinion, the Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and of the results of the Company operations for 2019.

In our opinion, 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.

Randers, 31 August 2020

Executive Board

Søren Mikkelsen

CEO

Supervisory Board

Anders C. Anderson (chairman)

Søren Mikkelsen

1

Bent Lindrup Nielsen

Independent Auditors' report

To the Shareholder of House of Makeen Energy 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 2019, and of the results of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of House of Makeen Energy A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("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.

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 Consolidated Financial Statements and the Parent Company Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of the Company's 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.

Independent Auditors' report

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 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.

Independent Auditors' report

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.

Aarhus C, 31 August 2020

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR no 33 77 12 31

Thyge Belter

State Authorised Public Accountant

mne 3022

Company information

The Company

House of Makeen Energy A/S

Alsvej 21

DK-8940 Randers SV

CVR no 39769360

Financial period: 1 January - 31 December

Financial year: 2

Municipality of reg. office: Randers

Supervisory Board

Anders C. Anderson (chairman)

Søren Mikkelsen

Bent Lindrup Nielsen

Executive Board

Søren Mikkelsen

Auditors

PricewaterhouseCoopers

Nobelparken

Jens Chr. Skous Vej 1 DK-8000 Aarhus C

Review

Main activities

House of Makeen Energy A/S owns a rental property. The House of Makeen Energy is the Headquarter for the Group of Makeen Energy.

Development during the Year

For the year of 2019 the company has a net profit, which is considered to be satisfying. The Company has gotten more tenants during the year.

Capital Resources

The Company has per 31 December 2019 lost more than half of the share capital. The Company is subject to the rules of loss of capital of the Danish Company Act. With reference to note 1 the Company expects to reestablish the share capital through future profit, alternatively through capital increase or conversion of debt.

Expectations for the Year Ahead

For the financial year of 2020 the Company expects an operating profit equal to 2019.

Sofar the Company has not seen a significant impact from the COVID-19 pandemic, see also subsequent events disclosures in note 13. Management is not considering COVID-19 to have a significant impact on revenue and earnings in 2020 and expect existing liquidity and credit lines continues to be sufficient.

Basis of Preparation

The Annual Report of House of Makeen Energy A/S for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to small enterprises of reporting class B with addition of a few optional items from class C.

The accounting policies are unchanged compared to previous years.

The financial statement is presented in DKK.

Recognition and measurement

The financial statements have been prepared under the historical cost method.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised costs 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.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Danish kroner is used as the measurement currency. All other currencies are regarded as foreign currencies.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses 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.

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 transaction date rates are recognised in financial income and expenses in the income statement.

Income statements of foreign subsidiaries are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the exchange rates at the balance sheet date. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as a part of "Credit Institutions".

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

Hedge accounting

Changes in the fair values of financial instruments that are designated and qualify as fair value hedges of a recognised asset or a recognised liability are recognised in the income statement as are any changes in the fair value of the hedged asset or the hedged liability related to the hedged risk.

Changes in the fair values of derivative financial instruments that are designated and qualify as hedges of expected future transactions are recognised in retained earnings under equity as regards the effective portion of the hedge. The ineffective portion is recognised in the income statement. If the hedged transaction results in an asset or a liability, the amount deferred in equity is transferred from equity and recognised in the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount deferred in equity is transferred from equity to the income statement in the period in which the hedged transaction is recognised. The amount is recognised in the same item as the hedged transaction.

Changes in the fair values of financial instruments that are designated and qualify as hedges of net investments in independent foreign subsidiaries or associates are recognised directly in equity as regards the effective portion of the hedge, whereas the ineffective portion is recognised in the income statement.

Income Statement

Gross profit

Gross profit consists of revenue, other revenues and costs, cost of goods sold and other external costs. With reference to Danish Financial Statements Act § 32, revenue is not shown in the financial statement.

Revenue

Revenue from the sale of goods for resale and finished goods is recognised in the income statement when the sale is considered effected based on the following criteria:

- delivery has been made before year end;
- a binding sales agreement has been made;
- the sales price has been determined; and payment has been received or may with reasonable certainty be expected to be received.

Cost of sales

Cost of sales comprises costs incurred to achieve revenue for the year. Cost comprises purchases for projects, raw materials, consumables, direct labour costs and indirect production costs such as maintenance and depreciation, etc, as well as operation, administration and management of factories.

Administrative expenses

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc.

Financial income and expenses

Financial income and expenses comprise interest, realised and unrealised exchange adjustments, price adjustment of securities as well as extra payments and repayment under the on-account taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and 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 assesses for Danish tax purposes jointly with the Danish consolidated company. Foreign subsidiaries are not part of the joint taxation.

The effect of the joint taxation is divided among the involved companies according to the taxable profit or loss of each company. The companies that are part of the joint taxation are entered into the tax prepayment scheme.

Balance Sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use. In the case of assets of own construction, cost comprises direct and indirect expenses for labour, materials, components and sub-suppliers.

Interest expenses on loans raised directly for financing the construction of property, plant and equipment are recognised in cost over the period of construction. All indirectly attributable borrowing expenses are recognised in the income statement.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Land and buildings 20-40 years
Other fixtures and fittings, tools and equipment 2-10 years

Assets costing less than DKK 20,000 are expensed in the year of acquisition.

Impairment of fixed assets

The carrying amounts of property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation. If so, an impairment test is carried out to determine whether the recoverable amount is lower than the carrying amount, and the asset is written down to its lower recoverable amount.

The recoverable amount of the asset is calculated as the higher of net selling price and value in use. Where a recoverable amount cannot be determined for the individual asset, the assets are assessed in the smallest group of assets for which a reliable recoverable amount can be determined based on a total assessment.

Assets for which a separate value in use cannot be determined as the asset does not on an individual basis generate future cash flows are reviewed for impairment together with the Group of assets to which they are attributable.

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. Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company's experience from previous years.

Prepayments

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

Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes and other items - apart from business acquisitions - where temporary differences have arisen at the time of acquisition without affecting the profit for the year or the taxable income.

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. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, 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.

Deferred tax assets and liabilities are offset within the same legal tax jurisdiction.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on taxable incomes for prior years. Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

Financial debts

Fixed-interest loans, such as 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.

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

Other payables

Other payables comprise guilty deposits paid by the tenants.

Prepayments

Prepayments comprises of pre-invoiced rent for the future period.

Income Statement 1. January - 31 December 2019

	Note	2019	2018
		DKK	DKK
Gross profit		4.167.363	-366.859
Profit/loss before financial income and expenses	7	4.167.363	-366.859
Depreciations	6	-1.923.404	0
Financial income	2	74.940	0
Financial expenses	3	-1.220.280	-355.222
Profit/loss before tax		1.098.619	-722.081
Tax on profit/loss for the year	4	-289.079	157.980
Net profit/loss for the year		809.540	-564.101
Distribution of profit	5		

Balance Sheet 31 December 2019

Assets

	Note	2019	2018
		DKK	DKK
Land and buildings	6	65.208.827	64.926.991
Other fixtures and fittings, tools and equipment	6	229.600	0
Property, plant and equipment		65.438.427	64.926.991
Fixed assets		65.438.427	64.926.991
Trade receivables		267.497	61.875
Receivables from group enterprises		1.824.685	0
Corporation tax	4	468.847	72.988
Deferred tax asset	4,7	0	84.992
Other receivables		77.943	0
Prepayments	0.4	35.769	0
Receivables		2.674.741	219.855
Cash at bank and in hand		2.460.240	1.555.753
Current assets		5.134.981	1.775.608
Assets		70.573.408	66.702.599

Liabilities and equity

manufacture and			
	Note	2019	2018
		DKK	DKK
Share capital	8	400.000	400.000
Retained earnings	O	-1.978.799	-564.101
Equity		-1.578.799	-164.101
Provision for deferred tax	7	4.970	0
Provisions		4.970	0
Credit institutions	9	62.624.534	0
Other payables	9	2.747.078	2.507.625
Long-term debt		65.371.612	2.507.625
Current portion of long-term debt	9	4.799.192	0
Credit institutions		0	60.917.969
Trade payables		283.014	0
Payables to group enterprises		89.834	931.722
Other payables		201.119	1.280.322
Prepayments	0-1	1.402.466	1.229.062
Short-term debt		6.775.625	64.359.075
Debt		72.147.237	66.866.700
Liabilities and equity		70.573.408	66.702.599
	Note		
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Statement of changes in equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 January 2019	400.000	-564.101	-164.101
Fair value adjustment of hedging instruments, end of year	0	-2.851.587	-2.851.587
Tax on equity adjustments	0	627.349	627.349
Net profit/loss for the year	0	809.540	809.540
Equity at 31 December 2019	400.000	-1.978.799	-1.578.799

1 Going concern

The Annual report is prepared under the condition of going concern. The Company has per 31 December 2019 lost more than half of the share capital. The Company expects to reestablish the share capital through future profit, alternatively through capital increase or conversion of debt.

Makeen Energy A/S who owns 100 % of the share capital has issued a limited parent guarantee which expire at the next annual general meeting. The guarantee secures the needed cash flow to ensure going concern of the Company.

		2019	2018
		DKK	DKK
2	Financial income		
	Interest on mortgages	72.107	0
	Capital gain on loan	2.833	0
		74.940	0
3	Financial expenses		
	Bank charges	1.220.280	355.222
		1.220.280	355.222
4	Tax on profit/loss for the year		
	Current tax for the year	428.232	72.988
	Deferred tax asset for the year	-89.962	84.992
	Total tax for the year	338.270	157.980
	which breaks down as follows:		
	Tax on profit/loss for the year	-289.079	157.980
	Tax on changes in equity	627.349	0
		338.270	157.980
5	Distribution of profit		
	Proposed distribution of profit		
	Retained earnings	809.540	-564.101
		809.540	-564.101

6 Property, plant and equipment

			Other
			fixtures and fittings,
		Land and	tools and
		buildings	equipment
		DKK	DKK
Co	ost at 1. January	64.926.991	0
A	dditions for the year	2.171.350	263.490
Co	ost at 31 December 2019	67.098.341	263.490
In	pairment losses and depreciation at 1. January	0	0
D	epreciation for the year	1.889.514	33.890
20	019	1.889.514	33.890
C	arrying amount at 31 December 2019	65.208.827	229.600
D	epreciated over	20-40 years	2-10 years
		2019	2018
		DKK	DKK
7 Pı	rovision for deferred tax		
Fi	xed asset	7.036	0
C	urrrent assets	-2.066	0
		4.970	0
D	eferred tax		
Та	ax asset carry-foward	0	84.992
		0	84.992

Based on the budgets for the next three years, management has considered it likely that prior years tax losses and unused tax credits can be utilized within 3-5 years.

8 Equity

The share capital consists of 4.000 shares of a nominal amount of DKK 100. No shares carry any special rights.

9 Long-term debt

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

The debt falls due for payment as specified below:

	2019	2018
	DKK	DKK
Credit institutions		
After 5 years	43.501.018	0
Between 1 and 5 years	19.123.516	0
Long-term part	62.624.534	0
Within 1 year	4.799.192	0
Short-term part	4.799.192	0
	67.423.726	0
Other payables		
After 5 years	2.747.078	2.507.625
Long-term part	2.747.078	2.507.625
Within 1 year	0	0
	2.747.078	2.507.625

10 Contingent assets, liabilities and other financial obligations

The Company has issued a mortgage bond with security in land and buildings with carrying amount of total DKK 65.209k.

The Company has issued surety guarantee for Kosan Crisplant A/S' engagement with Nordea Bank of total DKK 7,000k.

The Danish companies in the Group are subject to mandatory Danish national joint taxation. The jointly taxed companies share the liability for the Danish income tax

11 Related parties and Group Annual Report

Transactions

The Company has chosen only to disclose transactions which have not been made on arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

In 2019 the Company had no transactions with related parties, which are not on arm's length basis.

Group Annual Report

The Company is included in the Group Annual Report for the parent company Makeen Energy A/S and Ultimate parent company Al Ayuni Investment & Contracting Company.

The Group Annual Report can be obtained from the following address:

Makeen Energy A/S Alsvej 21 8940 Randers SV Denmark

12 Derivative financial instruments

Fair value of derivatives recognised in the balance sheets as of 31 December:

	2019	2018
	DKK	DKK
Interest rate swaps	-2.851.587	0
	-2.851.587	0
Cash flow hedges	-2.851.587	0
	-2.851.587	0
Liabilities	-2.851.587	0
	-2.851.587	0

13 Subsequent events

The implications of COVID-19 with many governments across the world deciding to lock-down their countries will have great impact on the global economy. Management considers the implications of COVID-19 a subsequent event occurred after the balance sheet date (31 December 2019), which is therefore a non-adjusting event to the Company.

At present time the Company has not recorded a decrease in activities and the tenants paid according to the rental agreements. As such, the Company has not seen a significant impact from the COVID-19.

Management is monitoring developments closely and at present time COVID-19 is not considered to have a significant impact revenue and earnings in 2020.