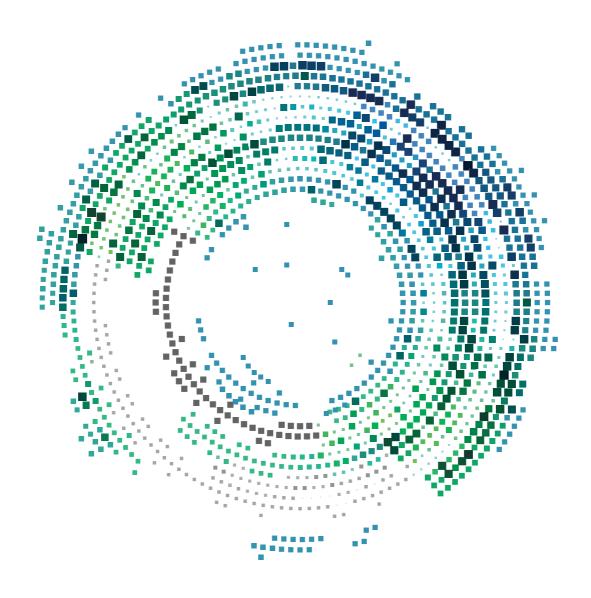
Deloitte.



Atlas Growers Denmark A/S

Toldbodgade 55 1253 København K CVR No. 40499881

Annual report 01.10.2019 - 30.09.2020

The Annual General Meeting adopted the annual report on 09.03.2021

Clinton Jack Weir

Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's extended review report	4
Management commentary	6
Income statement for 2019/20	7
Balance sheet at 30.09.2020	8
Statement of changes in equity for 2019/20	10
Notes	11
Accounting policies	13

Entity details

Entity

Atlas Growers Denmark A/S Toldbodgade 55 1253 København K

CVR No.: 40499881

Registered office: København

Financial year: 01.10.2019 - 30.09.2020

Board of Directors

Sheldon Croome, formand Jeffrey R. Gossain

Executive Board

Clinton Jack Weir, direktør

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab Dokken 8 P. O. Box 200 6701 Esbjerg

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Atlas Growers Denmark A/S for the financial year 01.10.2019 - 30.09.2020.

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 Entity's financial position at 30.09.2020 and of the results of its operations for the financial year 01.10.2019 - 30.09.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 09.03.2021

Executive Board

Clinton Jack Weir direktør

Board of Directors

Sheldon Croome formand

Jeffrey R. Gossain

Independent auditor's extended review report

To the shareholders of Atlas Growers Denmark A/S

Conclusion

We have performed an extended review of the financial statements of Atlas Growers Denmark A/S for the financial year 01.10.2019 - 30.09.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at. 30.09.2020 and of the results of its operations for the financial year 01.10.2019 - 30.09.2020 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. We are independent of the Entity 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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 Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity

personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the extended review or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with 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 the management commentary.

Esbjerg, 09.03.2021

Deloitte

Statsautoriseret Revisionspartnerselskab CVR No. 33963556

Mikael Grosbøl

State Authorised Public Accountant Identification No (MNE) mne33707

Management commentary

Primary activities

The company is without activities.

Description of material changes in activities and finances

The result for the year reflects that the activities in Denmark has stopped. The resultat has been negative affected by an impairment write down of rent deposits of DKK 6,300,000 and a write down of leasehold improvements of DKK 863,445.

Income statement for 2019/20

		2019/20	2019
	Notes	DKK	DKK
Gross profit/loss	2	(9,188,341)	(995,366)
Depreciation, amortisation and impairment losses	3	(863,445)	0
Operating profit/loss		(10,051,786)	(995,366)
Other financial expenses	4	(200,383)	(57,749)
Profit/loss for the year		(10,252,169)	(1,053,115)
Proposed distribution of profit and loss			
Retained earnings		(10,252,169)	(1,053,115)
Proposed distribution of profit and loss		(10,252,169)	(1,053,115)

Balance sheet at 30.09.2020

Assets

		2019/20	2019
	Notes	DKK	DKK
Leasehold improvements		0	863,445
Property, plant and equipment	5	0	863,445
Deposits		0	6,300,000
Financial assets	6	0	6,300,000
Fixed assets		0	7,163,445
Other receivables		8,578	43,755
Receivables		8,578	43,755
Cash		243,327	272,987
Current assets		251,905	316,742
Assets		251,905	7,480,187

Equity and liabilities

		2019/20	2019
	Notes	DKK	DKK
Contributed capital		400,000	400,000
Retained earnings		(11,305,284)	(1,053,115)
Equity		(10,905,284)	(653,115)
Trade payables		180,042	0
Payables to group enterprises		10,915,147	8,133,302
Other payables		62,000	0
Current liabilities other than provisions		11,157,189	8,133,302
Liabilities other than provisions		11,157,189	8,133,302
Equity and liabilities		251,905	7,480,187
Going concern	1		
Contingent liabilities	7		

Statement of changes in equity for 2019/20

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	400,000	(1,053,115)	(653,115)
Profit/loss for the year	0	(10,252,169)	(10,252,169)
Equity end of year	400,000	(11,305,284)	(10,905,284)

Notes

1 Going concern

The company has lost its share capital. The company's Management expects to liquidate the company in 2021. The company's parent company has signed a letter of subordination regarding its receivable and it is moreover their policy to support its subsidiaries. On this basis Management has presented the financial statements according to the going concern principle.

2 Gross profit/loss

Gross loss has been negative affected by an impairment write down of rent deposits of DKK 6,300,000.

3 Depreciation, amortisation and impairment losses

	2019/20 DKK	2019 DKK
Impairment losses on property, plant and equipment	863,445	0
	863,445	0
4 Other financial expenses		
	2019/20	2019
	DKK	DKK
Financial expenses from group enterprises	196,873	57,549
Other interest expenses	3,510	200
	200,383	57,749

5 Property, plant and equipment

	Leasehold improvements DKK
Cost beginning of year	863,445
Cost end of year	863,445
Impairment losses for the year	(863,445)
Depreciation and impairment losses end of year	(863,445)
Carrying amount end of year	0

6 Financial assets

	Deposits
	DKK
Cost beginning of year	6,300,000
Cost end of year	6,300,000
Impairment losses for the year	(6,300,000)
Impairment losses end of year	(6,300,000)
Carrying amount end of year	0

7 Contingent liabilities

	2019/20	2019/20 2019
	DKK	DKK
Other contingent liabilities	37,100,000	42,000,000
Contingent liabilities	37,100,000	42,000,000

After the balance date the contingent liability has been settled to zero.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises other external expenses.

Other external expenses

Other external expenses include cost of sales, advertising, administration, buildings, bad debts, operating lease expenses, etc.

Property costs

Property costs include costs incurred to operate the Entity's properties in the financial year, including repair and maintenance costs, property tax and electricity, water and heating, which are not charged directly from the lessee.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group

enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Balance sheet

Property, plant and equipment

Land and buildings, plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated. based on time spent on each asset.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Leasehold improvements

0-20 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.