
Faxe Green Power K/S

Koldinghus Alle 1C, DK-4690 Haslev

Annual Report for 2022

CVR No. 40 76 48 95

The Annual Report was
presented and adopted
at the Annual General
Meeting of the limited
partnership
on 7/6 2023

Alexandra von
Bernstorff
Chairman of the
general meeting



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Management's statement

The Executive Board has today considered and adopted the Financial Statements of Faxe Green Power K/S for the financial year 1 January - 31 December 2022.

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 financial position at 31 December 2022 of the Limited Partnership and of the results of the Limited Partnership operations for 2022.

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

I recommend that the Financial Statements be adopted at the Annual General Meeting.

Haslev, 7 June 2023

Executive Board

Alexandra von Bernstorff
Manager

Independent Auditor's report

To the limited partners of Faxø Green Power K/S

Opinion

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

We have audited the Financial Statements of Faxø Green Power K/S for the financial year 1 January - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the 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 Limited Partnership in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable 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.

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, in our view, 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 in Management's Review.

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 Limited Partnership'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 Limited Partnership 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 Limited Partnership'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 Limited Partnership'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 Limited Partnership 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.

Ringsted, 7 June 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Martin Langhoff Hansen

State Authorised Public Accountant

mne36027

Nikolaj Frausing Borch

State Authorised Public Accountant

mne44062

Company information

The Company	Faxe Green Power K/S Koldinghus Alle 1C DK-4690 Haslev CVR No: 40 76 48 95 Financial period: 1 January - 31 December Incorporated: 1 September 2019 Financial year: 3rd financial year Municipality of reg. office: Faxe
Executive board	Alexandra von Bernstorff
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Eventyrvej 16 4100 Ringsted

Management's review

Key activities

The entity's primary activity is to carry out construction of a solar plant

Development in the year

The income statement of the Company for 2022 shows a loss of EUR 441,795, and at 31 December 2022 the balance sheet of the Company shows negative equity of EUR 472,541.

Capital resources

The company expects to be able to reestablish the share capital through future operations and support from the group if necessary.

Unusual events

The financial position at 31 December 2022 of the Company and the results of the activities and cash flows of the Company for the financial year for 2022 have not been affected by any unusual events.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income statement 1 January - 31 December

	Note	2022	2020/21
		EUR 12 months	EUR 18 months
Gross loss		-10,845	-2,553
Financial income		38	0
Financial expenses	1	-430,988	-5,138
Net profit/loss for the year		<u>-441,795</u>	<u>-7,691</u>

Distribution of profit

	2022	2020/21
	EUR	EUR
Proposed distribution of profit		
Retained earnings	-441,795	-7,691
	<u>-441,795</u>	<u>-7,691</u>

Balance sheet 31 December

Assets

	Note	2022	2020/21
		EUR	EUR
Plant and machinery		46,195,715	0
Property, plant and equipment in progress		0	1,097,028
Property, plant and equipment	2	46,195,715	1,097,028
Fixed assets		46,195,715	1,097,028
Trade receivables		31,858	0
Other receivables		2,883	2,413
Receivables		34,741	2,413
Cash at bank and in hand		8,717,500	9,203
Current assets		8,752,241	11,616
Assets		54,947,956	1,108,644

Balance sheet 31 December

Liabilities and equity

	Note	2022	2020/21
		EUR	EUR
Share capital		973	973
Retained earnings		-473,514	-31,719
Equity		-472,541	-30,746
Other provisions		258,345	0
Provisions		258,345	0
Payables to group enterprises		32,414,261	0
Long-term debt	3	32,414,261	0
Trade payables		22,741,022	987,375
Payables to group enterprises		6,869	140,097
Other payables		0	11,918
Short-term debt		22,747,891	1,139,390
Debt		55,162,152	1,139,390
Liabilities and equity		54,947,956	1,108,644
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Statement of changes in equity

	Share capital	Retained earnings	Total
	EUR	EUR	EUR
Equity at 1 January	973	-31,719	-30,746
Net profit/loss for the year	0	-441,795	-441,795
Equity at 31 December	973	-473,514	-472,541

Notes to the Financial Statements

	2022	2020/21
	EUR	EUR
1. Financial expenses		
Interest paid to group enterprises	388,824	4,330
Other financial expenses	42,164	627
Exchange adjustments, expenses	0	181
	<u>430,988</u>	<u>5,138</u>

2. Property, plant and equipment

	Plant and machinery	Property, plant and equipment in progress
	EUR	EUR
Cost at 1 January	0	1,097,028
Additions for the year	0	45,098,687
Transfers for the year	46,195,715	-46,195,715
Cost at 31 December	<u>46,195,715</u>	<u>0</u>
Carrying amount at 31 December	<u>46,195,715</u>	<u>0</u>

3. Long-term debt

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

The debt falls due for payment as specified below:

	2022	2020/21
	EUR	EUR
Payables to group enterprises		
After 5 years	32,414,261	0
Long-term part	<u>32,414,261</u>	<u>0</u>
Within 1 year	0	0
Other short-term debt to group enterprises	6,869	140,097
Short-term part	<u>6,869</u>	<u>140,097</u>
	<u>32,421,130</u>	<u>140,097</u>

Notes to the Financial Statements

4. Contingent assets, liabilities and other financial obligations

Rental and lease obligations

The Company has entered into 2 land lease agreements until 2062. The land lease depends on the revenue so the total commitment cannot be measured reliably but is estimated to be approximately EUR 710 thousand per year.

Additionally, the Company has an operation and maintenance agreement with a duration until at least 2042. The operation and maintenance agreement cost mainly depends on the installed capacity and is divided into a fixed fee and a variable fee. The fixed fee is EUR 15 thousand per year. The variable fee is estimated to be approximately EUR 363 thousand per year. From 2032 the annual fee will increase with approximately EUR 204 thousand.

Furthermore, the company has entered into a technical and commercial agreement with an annual fee of total EUR 35 thousand.

Other contingent liabilities

The Entity has entered into a binding agreement with a contractor, for the construction of a 3 solar parks in Tureby, Haslev and Freerslev, on leased land. The solar parks is estimated to be approximately between 39% to 76% completed at 31 December 2023. As the solar parks are plugged in at 31 December 2023 the solar parks is recognized as property, plant and equipment with a corresponding debt liability recognized as trade payables with the difference between the completion rate and invoiced amount. The total contract price depends on the total capacity of the plant, but is expected to amount to approximately EUR 51,2 million.

As the solar park is build before the takeover deadline, the contractor will receive 50% of any solar park revenues generated between take over date in december and the take over deadline 1 November 2023. The estimated amount from 1 January 2023 to 1 November 2023 is recognized in the cost of the solar parks with a corresponding debt liability. The management expect the earn out in this period to amount to EUR 9.604.878 based on Nasdaq futures and expected production per month based on the total capacity of the park and preliminary yield assessments.

Notes to the Financial Statements

5. Accounting policies

The Annual Report of Faxe Green Power K/S for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2022 are presented in EUR.

Recognition and measurement

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

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences 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. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

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 rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income statement

Net sales

Revenue from the sale of electricity is recognised when the risks and rewards relating to the electricity sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise expenses for premises, sales as well as office expenses, etc.

Notes to the Financial Statements

Gross loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of other external expenses.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

The Company is not an independent tax-subject. As such, no tax on profit/loss is recognized.

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.

Interest expenses on loans contracted directly for financing the construction of property, plant and equipment are recognised in cost over the construction period.

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:

Plant and machinery	15-40 years
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The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by depreciation.

If so, the asset is written down to its lower recoverable amount.

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

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Limited partnership has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

Other provisions include warranty obligations in respect of repair work within the warranty period of 1-5 years. Provisions are measured and recognised based on experience with guarantee work.

Financial debts

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