

Seacon Invest ApS

Sigerstedvej 27, 4100 Ringsted

Company reg. no. 41 23 93 44

Annual report

1 January - 31 December 2021

The annual report was submitted and approved by the general meeting on the 25 May 2022.

Rafal Wolski
Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

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Management's statement

Today, the Managing Director has approved the annual report of Seacon Invest ApS for the financial year 1 January - 31 December 2021.

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

I consider the chosen accounting policy to be appropriate, and in my 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.

The Managing Director consider the conditions for audit exemption of the 2021 financial statements to be met.

Further, in my opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Ringsted, 25 May 2022

Managing Director

Rafal Wolski

Independent practitioner's report on review of the financial statements

To the Shareholder of Seacon Invest ApS

We have reviewed the financial statements of Seacon Invest ApS for the financial year 1 January - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies.

Management's Responsibility 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.

Practitioner's Responsibility

Our responsibility is to express a conclusion on the financial statements. We conducted our review in accordance with International Standard relating to Engagements to Review Historical Financial Statements and additional requirements under Danish Auditor regulation. This requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements, taken as a whole, are not prepared in all material respects in accordance with the applicable financial reporting framework. This requires us also to comply with relevant ethical requirements.

A review of financial statements in accordance with the International Standard relating to Engagements to Review Historical Financial Statements is a limited assurance engagement. The practitioner performs procedures primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that these financial statements do not give a true and fair view of the company's assets, liabilities and financial position as at 31 December 2021 and of its financial performance for the financial year 1 January to 31 December 2021 in accordance with the Danish Financial Statements Act.

Copenhagen, 25 May 2022

BUUS JENSEN

State Authorised Public Accountants
Company reg. no. 16 11 90 40

Lotte Nørskov

State Authorised Public Accountant
mne32825

Company information

The company	Seacon Invest ApS Sigerstedvej 27 4100 Ringsted
	Company reg. no. 41 23 93 44 Established: 12 March 2020 Domicile: Ringsted Financial year: 1 January 2021 - 31 December 2021 2nd financial year
Managing Director	Rafal Wolski
Auditors	BUUS JENSEN, Statsautoriserede revisorer
Associate	Montera Seacon AB, Sweden
Participating interest	Montera Seacon AB (under reconstruction), Sweden

Management's review

The principal activities of the company

The principal activities are purchase of building plots, property development and construction in Poland and other services related to these businesses.

Development in activities and financial matters

The income or loss from ordinary activities after tax totals DKK -179.315 against DKK -7.220 last year. Management considers the net profit or loss for the year unsatisfactory.

With the loss for the year, the company has lost more than half of its working capital and is thus subject to the special capital loss rules in the Companies Act. The company's management refers to note 1 for a discussion of capital resources and going concern.

Income statement

All amounts in DKK.

<u>Note</u>	<u>1/1 - 31/12 2021</u>	<u>12/3 - 31/12 2020</u>
Other external costs	<u>0</u>	<u>-5.447</u>
Profit before net financials	0	-5.447
Income from investment in participating interest	-179.075	0
2 Other financial costs	<u>-308</u>	<u>-3.819</u>
Pre-tax net profit or loss	-179.383	-9.266
3 Tax on net profit or loss for the year	<u>68</u>	<u>2.046</u>
Net profit or loss for the year	-179.315	-7.220
Proposed appropriation of net profit:		
Allocated from retained earnings	<u>-179.315</u>	<u>-7.220</u>
Total allocations and transfers	-179.315	-7.220

Balance sheet at 31 December

All amounts in DKK.

Assets			
<u>Note</u>		<u>2021</u>	<u>2020</u>
Non-current assets			
4	Investment in participating interest	<u>0</u>	<u>179.075</u>
	Total investments	<u>0</u>	<u>179.075</u>
	Total non-current assets	<u>0</u>	<u>179.075</u>
Current assets			
	Tax receivables from group enterprises	<u>68</u>	<u>2.046</u>
	Total receivables	<u>68</u>	<u>2.046</u>
	Cash on hand and demand deposits	<u>11.226</u>	<u>221.533</u>
	Total current assets	<u>11.294</u>	<u>223.579</u>
	Total assets	<u>11.294</u>	<u>402.654</u>

Balance sheet at 31 December

All amounts in DKK.

<u>Note</u>	<u>2021</u>	<u>2020</u>
Equity and liabilities		
Equity		
Contributed capital	40.000	40.000
Retained earnings	-184.535	-5.220
Total equity	-144.535	34.780
 Liabilities other than provisions		
Payables to group enterprises	155.829	367.874
Total short term liabilities other than provisions	155.829	367.874
Total liabilities other than provisions	155.829	367.874
 Total equity and liabilities	 11.294	 402.654

- 1 **Uncertainties concerning the enterprise's ability to continue as a going concern**
- 5 **Contingencies**

Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 January 2021	40.000	-5.220	34.780
Retained earnings for the year	0	-179.315	-179.315
	40.000	-184.535	-144.535

Notes

All amounts in DKK.

	1/1 - 31/12 2021	12/3 - 31/12 2020
1. Uncertainties concerning the enterprise's ability to continue as a going concern		
With the loss for the year, the company has lost more than half of its working capital and is thus subject to the special capital loss rules in the Companies Act.		
Following the write-down of the company's assets, the company is without activity and the management is therefore of the opinion that the company's capital resources are sufficient for the coming year. The financial statements are therefore presented in accordance with the going concern principle.		
2. Other financial costs		
Other financial costs	308	3.819
	308	3.819
3. Tax on net profit or loss for the year		
Tax on net profit or loss for the year	-68	-2.046
	-68	-2.046

Notes

All amounts in DKK.

	<u>31/12 2021</u>	<u>31/12 2020</u>
4. Investment in participating interest		
Cost 1 January 2021	179.075	0
Additions during the year	<u>0</u>	<u>179.075</u>
Cost 31 December 2021	<u>179.075</u>	<u>179.075</u>
Revaluations, opening balance 1 January 2021	0	0
Write-down of investment	<u>-179.075</u>	<u>0</u>
Revaluation 31 December 2021	<u>-179.075</u>	<u>0</u>
Carrying amount, 31 December 2021	<u>0</u>	<u>179.075</u>
Participating interest:		
	Domicile	Equity interest
Montera Seacon AB (under reconstruction)	Sweden	50 %

5. Contingencies

Joint taxation

With A.R. Holding ApS, company reg. no 37 25 90 71 as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.

The company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

The jointly taxed enterprises' total known net liability to the Danish tax authorities emerges from the financial statements of the administration company.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

Accounting policies

The annual report for Seacon Invest ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Income statement

Other external costs

Other external costs comprise costs incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Accounting policies

Results from participating interest

After full elimination of intercompany profit or loss less amortised of consolidated goodwill, the investment in the participating interest is recognised in the income statement as a proportional share of the participating interests' post-tax profit or loss.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Statement of financial position

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets as well as equity investment in participating interest are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Investments

Participating interest

Participating interest is recognised and measured by applying the equity method. The equity method is used as a method of consolidation.

Accounting policies

Participating interest is recognised in the statement of financial position at the proportionate share of the enterprise's equity value. This value is calculated in accordance with the accounting policies of the owner company with deductions or additions of unrealised intercompany gains and losses as well as with additions or deductions of the remaining value of positive or negative goodwill calculated in accordance with the acquisition method. Negative goodwill is recognised in the income statement at the time of acquisition of the equity investment. If the negative goodwill relates to contingent liabilities acquired, negative goodwill is not recognised until the contingent liabilities have been settled or lapsed.

Consolidated goodwill is amortised over its estimated useful life, which is determined on the basis of the management's experience with the individual business areas. Consolidated goodwill is amortised on a straight-line basis over the amortisation period, which represent 5-20 years. The depreciation period is determined on the basis of an assessment that these are strategically acquired enterprises with a strong market position and a long-term earnings profile.

In relation to material assets and liabilities recognised in participating interest but are not represented in the owner company, the following accounting policies have been applied.

Participating interest with a negative equity value is measured at DKK 0, and any accounts receivable from these enterprises are written down to the extent that the account receivable is uncollectible. To the extent that the owner company has a legal or constructive obligation to cover a negative balance that exceeds the account receivable, the remaining amount is recognised under provisions.

To the extent the equity exceeds the cost, the net revaluation of participating interest transferred to the reserve under equity for net revaluation according to the equity method. The reserve is adjusted by other equity movements in participating interest.

Newly acquired or newly established companies are recognised in the financial statement as of the time of acquisition. Sold or liquidated companies are recognised until the date of disposal.

On the acquisition of enterprises, the acquisition method, the uniting-of-interests method or the book value method is applied, cf. the above description under Business combinations.

Cash on hand and demand deposits

Cash on hand and demand deposits comprise cash at bank and on hand.

Liabilities other than provisions

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.