

IV3 AQUA HOLDING A/S ANNUAL REPORT 2023



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MANAGEMENT REVIEW

The objective of the company is to conduct trade, provide service and operate in the industry, to own shares in other companies, and other business related hereto.

RESULT FOR THE YEAR

Loss for the year after tax amounted to USD 4.5m (USD 3.6m).

The result for the year is proposed distributed to retained earnings. No dividend is proposed for 2023.

As of 31 December 2023, the equity amounted to USD 10.4m (USD 11.5m).



INCOME STATEMENT FOR 1 JANUARY TO 31 DECEMBER

Note	Amounts in USD	2023	2022
	Other external expenses	- 219,992	- 4,086,087
1	Staff costs	- 80,000	- 253,333
	Result before financial items	- 299,992	- 4,339,420
	Income from affiliates	1,733,859	798,613
	Impairment on investments	- 6,240,552	0
	Other financial income	125,383	46,178
	Other financial expenses	- 8,290	- 56,693
	Result before tax	- 4,689,592	- 3,551,322
	Tax on result for the year	162,932	-43,292
	Result for the year	- 4,526,660	- 3,594,614
	Distribution of result for the year		
	Retained earnings	- 4,526,660	- 3,594,614
	Result for the year	- 4,526,660	- 3,594,614

BALANCE SHEET AS OF 31 DECEMBER

Assets

Note	Amounts in USD	2023	2022
Non-current assets			
	Investments in subsidiaries	0	2
	Investments in associated companies	7,213,137	9,746,996
	Total non-current assets	7,213,137	9,746,998
Current assets			
	Receivables from affiliates	2,152,263	0
	Tax receivables	19,453	48,509
	Prepayments	32,259	486,515
	Total receivables	2,203,975	535,024
	Cash and bank balances	1,028,290	1,219,517
	Total current assets	3,232,265	1,754,541
	Total assets	10,445,402	11,501,539

Equity and Liabilities

Note	Amounts in USD	2023	2022
Equity			
	Share capital	887,235	737,027
	Retained earnings	9,500,821	10,718,926
	Total equity	10,388,056	11,455,953
Current liabilities			
	Trade payables	31,849	4,898
	Payables to affiliates	14,208	0
	Other payables	11,289	40,688
	Total current liabilities	57,346	45,586
	Total liabilities	57,346	45,586
	Total equity and liabilities	10,445,402	11,501,539

- 2 Related parties
- 3 Contingent assets
- 4 Contingent liabilities
- 5 Accounting policies



STATEMENT OF CHANGES IN EQUITY

Amounts in USD	Share capital	Retained earnings	Total
Equity as of 1 January 2022	128,127	1,183,257	1,311,384
Capital increase	608,900	13,130,283	13,739,183
Result for the year	0	-3,594,614	-3,594,614
Equity as of 31 December 2022	737,027	10,718,926	11,455,953
Capital increase	150,208	3,308,555	3,458,763
Result for the year	0	-4,526,660	-4,526,660
Equity as of 31 December 2023	887,235	9,500,821	10,388,056

Note 1: Staff costs

Apart from the Executive Board, Iv3 Aqua Holding A/S has not had any employees in 2023.

The Board of Directors has received USD 80,000 (USD 253,333) in board fees. The Executive Board has not received any remuneration from the company. The Executive Board and member of the Board of Directors employed by A.P. Møller Holding A/S are remunerated directly from the company or from A.P. Møller Holding A/S.

Note 2: Related parties

The company has not entered into any transactions with related parties that were not on an arm's length basis.

CONSOLIDATED FINANCIAL STATEMENTS

Iv3 Aqua Holding A/S is included in the consolidated financial statements for A.P. Møller Holding A/S, Copenhagen, Denmark, Business Registration No 25 67 92 88. The consolidated financial statement of A.P. Møller Holding A/S can be required at www.cvr.dk.

Note 3: Contingent assets

The value of tax losses carried forward amounts to USD 1.9m. The tax asset is not recognised in the balance sheet, as it is unknown when the company will be able to use the tax asset for tax purposes.

Note 4: Contingent liabilities

The company is included in national joint taxation with Danish companies in the A.P. Møller Holding group. The company is jointly and severally liable for the payment of taxes and withholding tax.

Note 5: Accounting policies

The financial statements for 2023 for Iv3 Aqua Holding A/S have been prepared on a going concern basis and in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, with a selection of certain requirements from reporting class C.

The accounting policies applied to the financial statements are consistent with those applied last year. The financial statements are presented in USD.

Year-end exchange rate USD/DKK 2023: 6.7438 (2022: 6.9672)

FOREIGN CURRENCY TRANSLATION

Transactions in currencies other than the functional currency are translated at the exchange rate prevailing on the date of the transaction. Monetary items in foreign currencies not settled at the balance sheet date are translated at the exchange rate as per the balance sheet date. Foreign exchange rate gains and losses are included in the income statement as financial income or expenses.

INCOME STATEMENT

Other external expenses

Other external expenses comprise expenses for administration, office supplies, etc.

Staff costs

Staff costs comprise board fees.

Note 5: Accounting policies - continued

Other financial income and expenses

Other financial items comprise interest, bank fees, exchange rate adjustments, etc.

Tax

Tax comprises an estimate of current and deferred income tax as well as adjustments to previous years of those.

Tax is recognised in the income statement to the extent it arises from items recognised in the income statement.

BALANCE SHEET

Investments in subsidiaries and associated companies

Investments in subsidiaries and associated companies are measured at cost. The investments are written down to recoverable amount i.e., the higher of fair value less costs of disposal and value in use, if lower than the carrying amount.

Dividends received from subsidiaries and associates are recognised in the income statement under Income from affiliates and subsequently, the investments are tested for impairment in accordance with the IFRS method.

Receivables

Receivables are generally recognised at nominal value, substantially corresponding to amortised cost and impaired for expected losses. Impairment of receivables are based on the expected loss model as described in IFRS 9.

Prepayments

Prepayments comprise prepaid advisory fees to the company's subsidiary.

Cash and bank balances

Cash and bank balances comprise cash in bank deposits.

Liabilities

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



MANAGEMENT'S STATEMENT

Copenhagen, 8 March 2024

Executive Board

Brighton Mudzingwa

Board of Directors

Douglas Richard Brown
Chair

Jan Thorsgaard Nielsen
Vice Chair

Kim Fejfer

Kwok Hing Frederick Hung

Olaf Nicolai Krohg

Paul Thaddeus Hanrahan

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Iv3 Aqua Holding A/S for the financial year 1 January – 31 December 2023.

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 financial position at 31 December 2023 of the company and of the results of the company's operations for 2023.

In our opinion, management review includes a true and fair account of the result for the year and of the financial position of the company.

We recommend that the Annual Report be adopted at the Annual General Meeting.

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Iv3 Aqua 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 2023, and of the results of the company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Iv3 Aqua Holding A/S for the financial year 1 January - 31 December 2023, 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'

International 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 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 REVIEW

Management is responsible for Management Review.

Our opinion on the financial statements does not cover Management 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 Review and, in doing so, consider whether Management 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 Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management 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 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 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.

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, 8 March 2024

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Statsautoriseret Revisionspartnerselskab
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