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# *Norlys Infrastructure Holding A/S*

Tietgensvej 4, DK-8600 Silkeborg

## Annual Report for 2022

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CVR No. 42 43 53 84

The Annual Report was  
presented and adopted  
at the Annual General  
Meeting of the  
company  
on 20/4 2023

Christian Richard  
Paarsgaard Ibsen  
Chairman of the  
general meeting



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# Management's statement

The Executive Board and Board of Directors have today considered and adopted the Financial Statements of Norlys Infrastructure Holding A/S for the financial year 1 January - 31 December 2022.

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 2022 of the Company and of the results of the Company operations for 2022.

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

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

Silkeborg, 28 March 2023

## Executive Board

Torben Poulsen  
CEO

Stine Aare Jensen  
CFO

## Board of Directors

Jesper Barslund Jacobsen  
Chairman

Dennis van Alphen  
Vice chairman

Malte Larsen

Jess Julin Ibsen

Arvid Thorndahl

Gert Vinther Jørgensen

Jakobus Maarten Alfrink

Alexandre Edouard Jean Pieyre

# Independent Auditor's report

To the shareholder of Norlys Infrastructure 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 2022 and of the results of the Company'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 Norlys Infrastructure Holding A/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 Company 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 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.

# 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

# Independent Auditor's report

- 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.

Hellerup, 28 March 2023

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Michael Groth Hansen

State Authorised Public Accountant

mne33228

Line Borregaard

State Authorised Public Accountant

mne34353

## Company information

<b>The Company</b>	Norlys Infrastructure Holding A/S Tietgensvej 4 DK-8600 Silkeborg  CVR No: 42 43 53 84 Financial period: 1 January - 31 December Municipality of reg. office: Silkeborg
<b>Supervisory Board</b>	Jesper Barslund Jacobsen, chairman Dennis van Alphen, vice chairman Malte Larsen Jess Julin Ibsen Arvid Thorndahl Gert Vinther Jørgensen Jakobus Maarten Alfrink Alexandre Edouard Jean Pieyre
<b>Executive board</b>	Torben Poulsen Stine Aare Jensen
<b>Auditors</b>	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup

# Management's review

## Key activities

The company's activity this year has consisted of providing management services to subsidiaries as well as owning capital shares in subsidiaries and associated companies.

## Development in the year

The income statement of the Company for 2022 shows a loss of TDKK 15, and at 31 December 2022 the balance sheet of the Company shows positive equity of TDKK 21,410,113.

In 2022, the company has invested in Norlys Fiber Infrastruktur A/S, and owned subsidiary 100%.

## The past year and follow-up on development expectations from last year

The income statement of the Company for 2022 shows a loss of TDKK 15, and at 31 December 2022 the balance sheet of the Company shows positive equity of tDKK 21,410,113.

Result is considered satisfactory.

## Operating risks

The company has not assumed any special risks beyond those that are normal for the industry.

## Targets and expectations for the year ahead

The management expects a negative result before tax for 2023 in the range of TDKK -20 to TDKK -50.

## Statement of corporate social responsibility

Reference is made to the statement of social responsibility, which is included in the consolidated accounts for Norlys amba, CVR no. 26382645.

## Statement on gender composition

Reference is made to the explanation of the underrepresented gender, which is included in the consolidated accounts of Norlys amba, CVR no. 26382645

## Statement on data ethics

Reference is made to the statement of policy for data ethics, which is included in the consolidated financial statements for Norlys amba, CVR no. 26 38 26 45.

## 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

From the balance sheet date until today, no circumstances have arisen which would alter the assessment of the annual report.



## Income statement 1 January - 31 December

	Note	2022	2021
		TDKK	TDKK
<b>Gross profit/loss</b>		<b>-16</b>	<b>0</b>
Financial income		1	0
<b>Profit/loss before tax</b>		<b>-15</b>	<b>0</b>
Tax on profit/loss for the year		0	0
<b>Net profit/loss for the year</b>		<b>-15</b>	<b>0</b>

### Distribution of profit

	2022	2021
	TDKK	TDKK
<b>Proposed distribution of profit</b>		
Retained earnings	-15	0
	<b>-15</b>	<b>0</b>

## Balance sheet 31 December

### Assets

	Note	2022 TDKK	2021 TDKK
Investments in subsidiaries		21,409,728	0
<b>Fixed asset investments</b>		<b>21,409,728</b>	<b>0</b>
<b>Fixed assets</b>		<b>21,409,728</b>	<b>0</b>
Receivables from group enterprises		0	400
<b>Receivables</b>		<b>0</b>	<b>400</b>
Cash at bank and in hand		385	0
<b>Current assets</b>		<b>385</b>	<b>400</b>
<b>Assets</b>		<b>21,410,113</b>	<b>400</b>

## Balance sheet 31 December

### Liabilities and equity

	Note	2022	2021
		TDKK	TDKK
Share capital		40,000	400
Share premium account		21,370,128	0
Retained earnings		-15	0
<b>Equity</b>		<b>21,410,113</b>	<b>400</b>
<b>Debt</b>		<b>0</b>	<b>0</b>
<b>Liabilities and equity</b>		<b>21,410,113</b>	<b>400</b>

Staff	1
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## Statement of changes in equity

	Share capital	Share premium account	Retained earnings	Total
	TDKK	TDKK	TDKK	TDKK
Equity at 1 January	400	0	0	400
Cash capital increase	39,600	21,370,128	0	21,409,728
Net profit/loss for the year	0	0	-15	-15
<b>Equity at 31 December</b>	<b>40,000</b>	<b>21,370,128</b>	<b>-15</b>	<b>21,410,113</b>

## Notes to the Financial Statements

	<u>2022</u>	<u>2021</u>
<b>1. Staff</b>		
Average number of employees	<u>0</u>	<u>0</u>

## 2. Contingent assets, liabilities and other financial obligations

### Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Norlys Holding A/S, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

# Notes to the Financial Statements

## 3. Accounting policies

The Annual Report of Norlys Infrastructure Holding A/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 TDKK.

### 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.

### Income statement

#### Other external expenses

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

#### Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss comprises of other external expenses.

#### Income from investments in subsidiaries

Dividends from subsidiaries are recognised as income in the income statement when adopted at the General Meeting of the subsidiary. However, dividends relating to earnings in the subsidiary before it was acquired by the Parent Company are set off against the cost of the subsidiary.

#### 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

Tax for the year consists of current tax for the year and changes in 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 is jointly taxed with Norlys Holding A/S. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

# Notes to the Financial Statements

## Balance sheet

### Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

### 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.

### Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes 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 within the same legal tax entity.

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. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

### Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.