



# etrion

Audited Consolidated Financial Statements  
Year Ended December 31, 2020



At a Glance

# Etrion Corporation

Etrion Corporation is a renewable energy development company. We are committed to contributing to the diversification of the energy mix by leveraging the abundance of renewable resources to generate clean, reliable and cost-effective solar energy.

Active in Japan since 2012, we have built a best in class family of solar assets together with a strong local team and have secured invaluable partnerships with developers, general contractors and local lenders.

The revenue streams from our operating solar assets in Japan are secured by long-term fixed price Power Purchase Agreements with the Japanese power utilities.

Etrion has engaged Mitsubishi UFJ Morgan Stanley Securities Co., Ltd as financial advisor to assist with the potential sale of the Company's 57-megawatt operating solar portfolio and its 45-megawatt solar park under construction in Japan.

**11**  
Solar plants

**61m**  
Kilowatt-hours produced for Japan in 2020



For more information about our Company, take a look on our website at: [www.etrion.com](http://www.etrion.com)



**KEY**

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- ETX TOKYO HQ
- OPERATING PROJECTS
- PROJECT UNDER CONSTRUCTION

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# FINANCIAL STATEMENTS

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## *Independent auditor's report*

To the Shareholders of Etrion Corporation

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### *Our opinion*

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Etrion Corporation and its subsidiaries (together, the Company) as at December 31, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

### **What we have audited**

The Company's consolidated financial statements comprise:

- the consolidated statement of net income (loss) and comprehensive net income (loss) for the years ended December 31, 2020 and 2019;
- the consolidated balance sheet as at December 31, 2020 and 2019;
- the consolidated statement of changes in equity for the years then ended;
- the consolidated statement of cash flow for the years then ended; and
- the notes to the consolidated financial statements, which include significant accounting policies and other explanatory information.

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### *Basis for opinion*

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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Telephone: +41 58 792 91 00, Facsimile: +41 58 792 91 10, [www.pwc.ch](http://www.pwc.ch)*

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## Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2020. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p><b>Classification of the Company's Japanese solar assets as held-for-sale and presentation as discontinued operations</b></p> <p><i>Refer to note 6 – Discontinued operations and assets held for sale to the consolidated financial statements.</i></p> <p>In the third quarter of 2020, Etrion's management determined that the Japanese solar assets and Solar Japan Segment have met the definition and criteria as assets held-for-sale and discontinued operations. As a result of management's conclusion, there are requirements concerning the allocation, valuation and classification of the underlying assets and liabilities as "held for sale", the allocation of income and expenses to the discontinued operations, and the presentation within the consolidated financial statements.</p> <p>Management concluded that the planned sale of the solar power plants met the requirements to be reported in the 2020 consolidated financial statements in accordance with IFRS 5 "Non-current Assets held for Sale and Discontinued Operations".</p> <p>We determined that this is a key audit matter due to the fact that the transaction and its accounting are non-routine and significant management judgments are involved. These judgments include, among others, the date of classification of the non-current assets as "held for sale", the valuation of the assets held-for-sale as of the balance sheet date and the presentation within the financial statements.</p>	<p>Our approach to addressing the matter included the following procedures, among others:</p> <ul style="list-style-type: none"><li>• Assessed the conclusion that the disposal group met the criteria to be classified as "held for sale" and met the definition of a discontinued operation.</li><li>• Assessed the valuation of the disposal group at the lower of carrying amount and fair value less costs of disposal, and management's conclusion as to whether an impairment was necessary at the time the disposal group was classified as "held for sale".</li><li>• Assessed that the subsequent measurement requirements were adhered to.</li><li>• Assessed the presentation of the results as discontinued operations and disclosure in accordance with IFRS 5.</li></ul>

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## *Responsibilities of management and those charged with governance for the consolidated financial statements*

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated 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 unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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## *Auditor's responsibilities for the audit of the consolidated financial statements*

Our objectives are to obtain reasonable assurance about whether the consolidated 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 Canadian generally accepted auditing standards 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 consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 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 consolidated 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 content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Corinne Pointet Chambettaz.

PricewaterhouseCoopers SA



Corinne Pointet Chambettaz

March 12, 2021



Colin Johnson  
QES Qualified electronic signature - Swiss law  
Signed on Skribble.com



## Consolidated statement of net income (loss) and comprehensive net income (loss)

For the years ended December 31, 2020 and 2019  
Expressed in US\$'000

	Note	2020	2019 Restated*
<b>Continuing operations</b>			
Gain on sale of solar project rights	7	33,401	2,761
General and administrative expenses	8	(8,167)	(5,241)
Other income	9	3,318	30
Other expense	10	(1,867)	-
<b>Operating profit (loss)</b>		<b>26,685</b>	<b>(2,450)</b>
Finance income	11	118	611
Finance costs	11	(4,444)	(3,123)
<b>Net finance costs</b>		<b>(4,326)</b>	<b>(2,512)</b>
<b>Income (loss) before income tax</b>		<b>22,359</b>	<b>(4,962)</b>
Income tax expense	12	(2,814)	(1,858)
<b>Income (loss) from continuing operations</b>		<b>19,545</b>	<b>(6,820)</b>
Profit from discontinued operations, net of tax	6	3,041	2,132
<b>Net income (loss)</b>		<b>22,586</b>	<b>(4,688)</b>
<b>Other comprehensive income</b>			
<b>Items that may be reclassified to profit and loss:</b>			
Gain on currency translation	20	2,270	447
(Loss) gain on cash flow hedges, net of tax – discontinued operations		(394)	42
Hedging losses reclassified to profit or loss		46	27
<b>Items that will not be reclassified to profit and loss:</b>			
Actuarial loss on post-employment benefits, net of tax		(94)	(317)
<b>Total other comprehensive income</b>		<b>1,828</b>	<b>199</b>
<b>Total comprehensive net income (loss)</b>		<b>24,414</b>	<b>(4,489)</b>
<b>Income (loss) attributable to:</b>			
Owners of the parent		22,586	(4,883)
Non-controlling interests		-	195
<b>Total</b>		<b>22,586</b>	<b>(4,688)</b>
<b>Total comprehensive income (loss) attributable to:</b>			
Owners of the parent		24,414	(4,681)
Non-controlling interests		-	192
<b>Total</b>		<b>24,414</b>	<b>(4,489)</b>
<b>Total comprehensive income (loss) attributable to owners of the Company:</b>			
Continuing operations		21,721	(6,690)
Discontinued operations		2,693	2,009
<b>Total</b>		<b>24,414</b>	<b>(4,681)</b>
<b>Basic and diluted earnings (loss) per share from continuing operations</b>	<b>13</b>	<b>\$0.06</b>	<b>\$(0.02)</b>
<b>Basic and diluted earnings (loss) per share for the period</b>	<b>13</b>	<b>\$0.07</b>	<b>\$(0.01)</b>

The accompanying notes are an integral part of these consolidated financial statements.

\*See note 6 for details regarding the restatement as a result of discontinued operations.

## Consolidated balance sheet

As at December 31, 2020

Expressed in US\$'000

	Note	December 31 2020	December 31 2019
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	14	18	191,796
Intangible assets	15	1,110	14,755
Deferred income tax assets	12	171	2,839
Trade and other receivables	17	2	3,949
<b>Total non-current assets</b>		<b>1,301</b>	<b>213,339</b>
<b>Current assets</b>			
Derivative financial instruments	22	120	-
Trade and other receivables	17	1,773	10,240
Cash and cash equivalents	16	45,964	123,382
		47,857	133,622
Assets held for sale	6	332,467	-
<b>Total current assets</b>		<b>380,324</b>	<b>133,622</b>
<b>Total assets</b>		<b>381,625</b>	<b>346,961</b>
<b>Equity</b>			
<b>Attributable to common shareholders</b>			
Share capital	18	111,304	111,304
Contributed surplus		13,641	13,443
Other reserves	20	1,916	(12,799)
Reserves of a disposal group held for sale	6	(12,793)	-
Accumulated losses		(92,556)	(115,048)
<b>Total equity</b>		<b>21,512</b>	<b>(3,100)</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Borrowings	21	-	301,464
Derivative financial instruments	22	-	8,782
Lease Liabilities	23	-	9,673
Provisions	24	1,221	6,175
<b>Total non-current liabilities</b>		<b>1,221</b>	<b>326,094</b>
<b>Current liabilities</b>			
Trade and other payables	26	2,639	12,917
Current tax liabilities	12	2,990	1,676
Borrowings	21	41,406	7,585
Derivative financial instruments	22	-	1,429
Lease Liabilities	23	-	319
Other liabilities		-	41
		47,035	23,967
Liabilities directly associated with the assets held for sale	6	311,857	-
<b>Total current liabilities</b>		<b>358,892</b>	<b>23,967</b>
<b>Total liabilities</b>		<b>360,113</b>	<b>350,061</b>
<b>Total equity and liabilities</b>		<b>381,625</b>	<b>346,961</b>

The accompanying notes are an integral part of these consolidated financial statements.

## Consolidated statement of changes in equity

For the years ended December 31, 2020 and 2019

Expressed in US\$'000

	Attributable to owners of the parent						Non-controlling interests	Total equity
	Share capital	Contributed surplus	Other reserves	Accumulated losses	Reserve of disposal group held for sale	Total		
<b>Balance at January 1, 2019</b>	<b>111,304</b>	<b>13,281</b>	<b>(12,940)</b>	<b>(109,848)</b>	-	<b>1,797</b>	<b>1,132</b>	<b>2,929</b>
Comprehensive (loss) income:								
(Loss) Income for the period	-	-	-	(4,883)	-	(4,883)	195	(4,688)
Other comprehensive income (loss):								
Cash flow hedges (net of tax)	-	-	86	-	-	86	(17)	69
Currency translation	-	-	433	-	-	433	14	447
Actuarial loss on post-employment benefits	-	-	-	(317)	-	(317)	-	(317)
<b>Total comprehensive income (loss)</b>	<b>-</b>	<b>-</b>	<b>519</b>	<b>(5,200)</b>	<b>-</b>	<b>(4,681)</b>	<b>192</b>	<b>(4,489)</b>
Transactions with owners in their capacity as owners:								
Share-based payments	-	162	-	-	-	162	-	162
Acquisition of non-controlling interests	-	-	(378)	-	-	(378)	(1,324)	(1,702)
<b>Balance at December 31, 2019</b>	<b>111,304</b>	<b>13,443</b>	<b>(12,799)</b>	<b>(115,048)</b>	<b>-</b>	<b>(3,100)</b>	<b>-</b>	<b>(3,100)</b>
<b>Balance at January 1, 2020</b>	<b>111,304</b>	<b>13,443</b>	<b>(12,799)</b>	<b>(115,048)</b>	<b>-</b>	<b>(3,100)</b>	<b>-</b>	<b>(3,100)</b>
Comprehensive income:								
Income for the period	-	-	-	22,586	-	22,586	-	22,586
Other comprehensive (loss) income:								
Cash flow hedges (net of tax)	20	-	(348)	-	-	(348)	-	(348)
Discontinued operations	6	-	12,793	-	(12,793)	-	-	-
Currency translation	20	-	2,270	-	-	2,270	-	2,270
Actuarial loss on post-employment benefits	25	-	-	(94)	-	(94)	-	(94)
<b>Total comprehensive income (loss)</b>	<b>-</b>	<b>-</b>	<b>14,715</b>	<b>22,492</b>	<b>(12,793)</b>	<b>24,414</b>	<b>-</b>	<b>24,414</b>
Transactions with owners in their capacity as owners:								
Share-based payments	19	-	198	-	-	198	-	198
<b>Balance at December 31, 2020</b>	<b>111,304</b>	<b>13,641</b>	<b>1,916</b>	<b>(92,556)</b>	<b>(12,793)</b>	<b>21,512</b>	<b>-</b>	<b>21,512</b>

The accompanying notes are an integral part of these consolidated financial statements.



## Consolidated statement of cash flow

For the years ended December 31, 2020 and 2019

Expressed in US\$'000

	Note	2020	2019 Restated*
<b>Operating activities:</b>			
<b>Net income (loss) for the year</b>		<b>22,586</b>	<b>(4,688)</b>
Less: net income from discontinued operations		3,041	2,132
<b>Income (loss) for the year from continuing operations</b>		<b>19,545</b>	<b>(6,820)</b>
Adjustments for:			
Depreciation and amortization	8	138	142
Income tax expense	12	2,814	1,858
Share-based payment expense	8/19	198	225
Interest expense on corporate bond	11	3,214	4,187
Foreign exchange loss (gain)	11	1,150	(614)
Gain on sale of solar project rights	7	(33,401)	-
Other expense		398	158
<b>Sub-total</b>		<b>(5,944)</b>	<b>(864)</b>
Changes in working capital:			
Trade and other receivables		5,790	2,338
Trade and other payables		7,381	17,415
Income tax paid		(1,608)	(845)
<b>Net cash inflow from continuing operations</b>		<b>5,619</b>	<b>18,044</b>
Net cash inflow/(outflow) from discontinued operations		5,715	(2,124)
<b>Total cash flow generated from operating activities</b>		<b>11,334</b>	<b>15,920</b>
<b>Investing activities:</b>			
Purchases of intangible assets	15	(318)	(9,616)
Acquisition of financial asset		-	(2,625)
Proceeds from the sale of solar project rights	7	34,270	-
<b>Net cash inflow/(outflow) from continuing operations</b>		<b>33,952</b>	<b>(12,241)</b>
Net cash outflow from discontinued operations		(47,162)	(26,718)
<b>Total cash flow used in investing activities</b>		<b>(13,210)</b>	<b>(38,959)</b>
<b>Financing activities:</b>			
Interest paid	21	(2,936)	(2,726)
Acquisition of non-controlling interests		-	(1,702)
<b>Net cash outflow from continuing operations</b>		<b>(2,936)</b>	<b>(4,428)</b>
Net cash (outflow)/inflow from discontinued operations		(11,975)	127,195
<b>Total cash flow used in (generated from) financing activities</b>		<b>(14,911)</b>	<b>122,767</b>
<b>Net increase (decreased) in cash and cash equivalents</b>		<b>(16,787)</b>	<b>99,728</b>
Effect of exchange rate changes on cash and cash equivalents		3,084	(1,073)
<b>Cash and cash equivalents at the beginning of the year</b>		<b>123,382</b>	<b>24,727</b>
<b>Cash and cash equivalents at the end of the year</b>	16	<b>109,679</b>	<b>123,382</b>
From continuing operations		45,964	123,382
From discontinued operations		63,715	-

The accompanying notes are an integral part of these consolidated financial statements.

\*See note 6 for details regarding the restatement as a result of discontinued operations.

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## Notes to the consolidated financial statements

As at and for the years ended December 31, 2020 and 2019  
Expressed in US\$'000 unless otherwise stated

### 1. General information

Etrion Corporation ("Etrion" or the "Company" or, together with its subsidiaries, the "Group") is incorporated under the laws of the Province of British Columbia, Canada. The address of its registered office is 2200 HSBC Building, 885 West Georgia Street, Vancouver, British Columbia V6C 3E8, Canada. The Company is listed on the Toronto Stock Exchange in Canada and the NASDAQ OMX Stockholm Stock Exchange in Sweden under the same ticker symbol, "ETX".

Etrion is an independent power producer that develops, builds, owns and operates solar power generation plants. The Company owns 57 megawatts ("MW") of installed solar capacity in Japan and 45 MW of project under construction (the "Niigata Project").

The Company engaged Mitsubishi UFJ Morgan Stanley Securities Co., Ltd ("MUMSS") in summer of 2020 as financial advisor to assist with the potential sale of the Japanese solar assets. During the third quarter of 2020, the Company received several non-binding proposals from strategic and financial investors regarding the potential purchase of the solar projects and a short-listed group of interested parties were selected to engage in detailed due diligence of the subject assets. Following such due diligence, the Company received various binding offers and in the fourth quarter the Board of Directors selected two preferred bidders, one for the four operating solar projects and another one for Project Niigata. Following the selection of the preferred bidders, the Company entered into negotiation of formal transaction agreements. Formal agreements are expected to be signed between end of March and end of April 2021, although no assurance can be given in this regard. Completion of the sale of the Japanese assets will be subject to all necessary shareholder and regulatory approvals as applicable. The Company's management has concluded that, since September 30, 2020, the Japanese solar assets and the entire Solar Segment have met the definition of assets held-for-sale and discontinued operations as per IFRS 5. [Note 6](#)

These consolidated financial statements are presented in United States ("US") Dollars ("\$"), which is the Group's presentation currency. The Company's Board of Directors approved these consolidated financial statements on March 12, 2021.

### 2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all periods presented unless otherwise stated.

#### (a) Basis of preparation

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and the IFRS Interpretations Committee ("IFRIC") that are effective or available for early adoption for accounting periods beginning on January 1, 2020. The consolidated financial statements have been prepared under the historical cost convention, except for certain financial assets and financial liabilities, such as derivative financial instruments, which are measured at fair value. The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires the Company's management to exercise judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where the assumptions and estimates are significant to the consolidated financial statements, are disclosed in [Note 3](#).

#### (b) Going concern

The Company's consolidated financial statements for the year ended December 31, 2020, have been prepared on a going concern basis, which assumes that the Group will be able to realize its assets and discharge its liabilities in the normal course of business as they become due in the foreseeable future. At December 31, 2020, the Group had cash and cash equivalents from continuing operations of \$46.0 million including \$37.0 million restricted cash to pay the corporate bond (December 31, 2019: unrestricted \$10.6 million). During 2020, the Group recognized a net income of \$22.6 million (2019: loss \$4.7 million). The Company's management is confident that the Group will be able to fund its working capital requirements for at least 12 months from the date of these consolidated financial statements. These consolidated financial statements for the year ended December 31, 2020, do not include the adjustments that would result if the Group were unable to continue as a going concern.

#### (c) Changes in accounting policies and disclosures

During the year ended December 31, 2020, the Group applied the amended accounting standards, interpretations and annual improvement points that are effective as of January 1, 2020. The application of the amendments did not have a material impact on the consolidated financial statements. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. There are no other IFRS or interpretations that are not yet effective and that would be expected to have a material impact on the Group.



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#### (d) Assets held for sale and discontinued operations

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is considered as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification.

Property, plant and equipment and intangible assets are not depreciated or amortized once classified as held for sale.

Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and: (1) represents a separate major line of business or geographical area of operations, (2) is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations or (3) is a subsidiary acquired exclusively with a view to resale.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the consolidated statement of net income. Additional disclosures are provided in [Note 6](#). All other notes to the financial statements include amounts for continuing operations, unless indicated otherwise.

#### (e) Basis of consolidation

##### *Subsidiaries*

Subsidiaries are all entities (including structured entities) over which the Group has control and are consolidated. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. Subsidiaries are deconsolidated from the date that control ceases in accordance with IFRS 10, ("Consolidated Financial Statements"). Non-controlling interests' share of total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance. Inter-company transactions, balances and unrealized gains or losses on transactions between Group companies are eliminated. The accounting policies used by subsidiaries, where different from those of the Group, are amended where necessary to ensure consistency with the accounting policies adopted by the Group.

##### *Transactions with non-controlling interests*

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the Group's share of the carrying value of the net assets is recorded within equity. Gains or losses recognized on the disposal of non-controlling interests are also recorded in equity.

#### (f) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Board of Directors is the Chief Operating Decision-Maker ("CODM") responsible for making strategic decisions, allocating resources and assessing the performance of the operating segments.

## Notes to the consolidated financial statements

As at and for the years ended December 31, 2020 and 2019

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### (g) Foreign currency translation

#### *Functional currency and presentation currency*

The consolidated financial statements are presented in \$, which is the Group's presentation currency, due to the Company's listing in North America. Foreign exchange gains and losses are presented within finance income and costs.

In preparing the consolidated financial statements, the individual financial statements of the Company's subsidiaries are translated into the functional currency of the Company, the Japanese yen. Once the financial statements have been consolidated, they are then translated into the presentation currency, the US dollar.

#### *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or, where items are remeasured at the dates of valuations. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies translated at the year-end exchange rate are recognized in profit or loss, except when deferred in other comprehensive income as qualifying cash flow hedges.

#### *Group companies*

The results and financial position of all Group entities that have a functional currency different from the presentation currency of the Group are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet item are translated at the closing exchange rates prevailing at the balance sheet date;
- income and expenses for each statement of comprehensive income item are translated at the exchange rate at the transaction date (or the annual average exchange rate if this represents a reasonable approximation); and
- all resulting exchange differences are recognized in other comprehensive income.

Exchange differences arising from the translation of monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation) are recognized initially in other comprehensive income. On the disposal or partial disposal of the net investment (reduction in ownership percentage), the amounts recognized in other comprehensive income are reclassified from equity to profit or loss. Management does not consider the repayment of quasi-equity loans designated as 'net investment' to qualify as a disposal and therefore no reclassification of exchange differences is made from equity to profit or loss when such repayment occurs. Where, as a result of a change in circumstances, a previously designated 'net investment' loan is settled (monetary items receivable from or payable to a foreign operation are actually repaid), the loan is de-designated and then exchange differences arising from the translation are accounted for in profit or loss from that point forward.

Exchange rates for the relevant currencies of the Group with respect to the US dollar are as follows: (CHF refers to Swiss francs)

	¥/\$	€/€	CAD/\$	\$/CHF
December 31, 2020	0.0097	1.23	0.78	0.88
December 31, 2019	0.0092	1.12	0.77	0.97
December 31, 2018	0.0091	1.15	0.73	0.99
Average 2020	0.0094	1.14	0.75	0.94
Average 2019	0.0092	1.12	0.75	1.00

### (h) Property, plant and equipment

#### *Recognition and measurement*

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Costs include expenditure directly attributable to the acquisition of the asset and, for self-constructed assets, the costs include material costs, direct labor and any other costs directly attributable to bringing the asset into working condition for its intended use. The cost of dismantling and removing items of property, plant and equipment and site restoration are also included as part of the cost of the relevant asset.

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized. Capitalization of borrowing costs commences when the activities to prepare the asset for its intended use are undertaken and continues until the date in which development of the relevant asset is complete. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items within property, plant and equipment.

Subsequent costs are included in the carrying amount of an item of property, plant and equipment or as a separate asset, as appropriate, only if it is probable that the future economic benefits embodied within the item will flow to the Group and its cost can be measured reliably. The carrying amount of any replaced items of property, plant and equipment are derecognized and the costs of maintenance and repairs are charged to profit or loss during the financial period in which they are incurred. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss within other income and expenses.

### *Depreciation*

Depreciation is recognized within operating expenses for operating solar power projects and within general and administrative expenses for all other items of property, plant and equipment. In order to expense the cost of assets less their residual values over their useful lives the straight-line method is used. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period with the effect of any changes in estimates accounted for on a prospective basis. Land is not depreciated. The estimated useful lives are as follows:

	2020	2019
Solar power plants - Japan	20 years	20 years
Equipment and furniture	1-5 years	1-5 years

### *(i) Intangibles*

#### *Recognition and measurement*

Intangible assets are measured at cost less accumulated amortization and accumulated impairment losses. Costs include expenditures directly attributable to the acquisition of the asset and, for self-constructed assets, the costs include material costs, direct labor and any other costs directly attributable to prepare the asset for its intended use. The Company capitalizes all the internally generated qualifying costs that are incurred during the development, construction and financing phases of the project life. Costs incurred outside of these phases are expensed, unless there is an activity that improves the performance or functionality of the asset that will result in additional economic benefits.

#### *Licenses and permits*

Costs of licenses and permits for projects internally developed include all the associated expenditures and internally generated costs incurred by the Group to successfully meet all the technical and environmental requirements of the local authorities where the Group operates that are necessary to build and operate solar power projects. Project permits and licenses acquired through business combinations or through the acquisition of a project company accounted for as an asset acquisition are recognized at their fair values at the date of acquisition Note 2(e). Project permits and licenses have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method. The estimated useful life of project permits and licenses is based on the life of the applicable energy supply contracts which is generally 20 years. The amortization expense recognized in relation to intangible assets is included within operating expenses. The amortization expense of permits and licenses related to the construction of solar power projects is capitalized as assets under construction within property, plant and equipment during the construction phase.

### *(j) Impairment of tangibles assets and intangible assets*

At the end of each reporting period, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any indication of impairment exists, the recoverable amount of the asset is estimated in order to determine the extent of any impairment loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the Cash Generating Unit ("CGU") to which the asset belongs. CGUs are identified for each operating solar power project.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the asset may be impaired. The recoverable amount of the asset is the higher of the fair value less costs of disposal and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the asset. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount and an impairment loss is recognized immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.



## Notes to the consolidated financial statements

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### (k) Investments and other financial assets

#### *Classification*

The Group classifies its financial assets in the following categories: those to be measured subsequently at fair value (either through OCI or through profit or loss), and those to be measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will be recorded either in profit or loss or in other comprehensive income. For investments in equity instruments that are not held for trading, gain and losses will be recorded in profit and loss, unless, the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Group reclassifies debt investments when and only when its business model for managing those assets changes.

#### *Recognition and measurement*

Regular purchases and sales of financial assets are recognized on the trade date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments: Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains and losses together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss. FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in other gains and losses.

Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains and losses and impairment expenses are presented as separate line item in the statement of profit or loss. FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains and losses in the period in which it arises. The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established. Changes in the fair value of financial assets at FVPL are recognised in other gains and losses in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

#### *Offsetting financial instruments*

Financial assets and liabilities are offset and shown net in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the asset and settle the liability simultaneously.

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### (l) Derivative financial instruments and hedging activities

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

- hedges of a particular risk associated with a recognized asset or liability or a highly probable forecasted transaction; or
- hedges of the fair value of recognized assets and liabilities or a firm commitment; or
- hedges of a net investment in a foreign operation.

The Group documents at the inception of the transaction, the relationship between hedging instruments and the hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of the hedged items. The fair values of various derivative financial instruments used for hedging purposes are disclosed in [Note 22](#). Movements on the hedging reserve in other comprehensive income are shown in [Note 22](#). The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than twelve months and as a current asset or liability when the remaining maturity of the hedged item is less than twelve months. Trading derivatives are classified as current assets or liabilities.

### *Cash flow hedge*

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in other comprehensive income. The gain or loss relating to the ineffective portion is recognized immediately within finance income or costs. Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss. When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognized when the forecast transaction is ultimately recognized in profit or loss. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to profit or loss finance income or costs.

### (m) Trade receivables

Trade receivables are amounts due for solar energy produced by the Group and sold to the electricity grid operator in accordance with electricity sale contracts. If collection is expected in one year or less, they are classified as current assets. If not, they are recognized as non-current assets and discounted to factor the time value of money. Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest rate method less any provision for impairment. The simplified approach has been applied for impairment and the full lifetime expected credit losses model has been applied.

### (n) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly liquid investments with maturities of three months or less. Restricted cash relates to cash and cash equivalents held at the project level that are restricted by the lending banks to future repayment of interest and principal and working capital requirements related to the specific project. Restricted cash and cash equivalents can be distributed from the Group's projects, subject to approval from the lending banks, either through repayment of shareholder loans or through dividend distributions.

### (o) Share capital

Common shares are classified as equity. Incremental costs directly attributable to the issuance of new shares or share options are shown in equity as a deduction, net of tax, from the proceeds.

### (p) Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date. Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

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### (q) Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost using the effective interest rate method, with any difference between the proceeds (net of transaction costs) and the redemption value recognized in profit or loss within finance costs. Transaction costs incurred in acquiring a floating rate instrument are amortized using the straight-line amortization method. Fees paid on the establishment of loan facilities are recognized as transaction costs to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the drawdown occurs. If there is no evidence to indicate that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

General and specific borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized within property plant and equipment. Capitalization of borrowing costs commences when the activities to prepare the asset for its intended use are undertaken and continue to be capitalized until the date on which development of the relevant asset is complete. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

### (r) Current and deferred income tax

The tax expense for the period comprises current and deferred income tax. Tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group operates and generates taxable income. The Company's management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the consolidated financial statements. However, deferred income tax liabilities are not recognized if they arise from the initial recognition of goodwill, and deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the Group controls the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

### (s) Provisions

Provisions are recognized when the Group has a present obligation as a result of a past event, it is probable that the Group will be required to settle the obligation and a reliable estimate of the obligation can be made. The Group recognizes a provision for the future costs expected to be incurred in relation to the decommissioning, dismantling and site restoration associated with its solar power projects Japan with a corresponding increase in the relevant asset. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the project, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Period charges for changes in the net present value of the provision arising from discounting are included within finance costs.

### (t) Revenue recognition

Revenue is recognized upon delivery of electricity produced to the local operator of the electricity grid and when applicable, when customers receive electricity from the offtake point in accordance with existing contracts. Revenues from the sale of electricity are recognized at the time the electricity is supplied on the basis of periodic meter readings. Revenues are recognized net of value added tax ("VAT") and rebates. Revenues are measured at the fair value of the consideration received or receivable, which is calculated based on the price of electricity established in the contract. Revenues obtained from solar power plants that are still within the testing period (the time interval to bring the asset to the intended use conditions) are deducted from capitalized costs.



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#### (u) Interest income

Interest income is recognized using the effective interest method. When a loan or receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans and receivables is recognized using the original effective interest rate.

#### (v) Share-based payment

##### *Restricted share units (RSUs)*

The Company operates an equity-settled, share-based compensation plan under which the entity receives services from employees, consultants, directors and officers as consideration for equity instruments of the Company. The Board of Directors of the Company has, in its sole discretion, the option to settle the RSUs in treasury shares, in cash or through open market share purchases. The total amount to be expensed within general and administrative expenses is determined by reference to the fair value of the options granted. The fair value of non-market performance and service condition grants is determined using the share market price at the date of grant. The fair value of grants with market performance conditions is calculated using an adjusted share market price calculated with a valuation model that incorporates all the variables included in the market conditions. Once the fair value is calculated it is not reassessed since the valuation model includes the value of all possible outcomes including the possibility that the grant is never exercised. The fair value of any RSUs granted to employees, consultants, directors and officers of the Group is recorded as an expense over the vesting period of the RSUs granted, which is the period over which all of the specified vesting conditions are to be satisfied, with a corresponding increase in equity within contributed surplus. For grants with non-market performance conditions, management assesses the vesting conditions and adjust the number of equity instruments included in the measurement of the transaction amount so that, ultimately, the expense amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

#### (w) Employee benefits

##### *Pension obligations*

The Group's Swiss subsidiary has a defined benefit pension plan that is managed through a private fund. Independent actuaries determine the cost of the defined benefit plan on an annual basis, and the Swiss subsidiary pays the annual insurance premium. The fund provides benefits coverage to the employees in the event of retirement, death or disability. The Group's Swiss subsidiary and its employees jointly finance retirement and risk benefit contributions. As per the agreement, the Swiss subsidiary contributes between 60% and 67% of the monthly pension costs, and the remaining balance is deducted from the employees' pay. Actuarial gains or losses arising from any change in the actuarial assumptions used in estimation of the defined benefit obligations are recognized through other comprehensive income.

##### *Termination benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits when it is demonstrably committed to either: (a) terminating the employment of current employees according to a detailed formal plan without the possibility of withdrawal; or (b) providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

### 3. Accounting estimates and assumptions

In connection with the preparation of the Company's consolidated financial statements, the Company's management has made assumptions and estimates about future events and applied judgments that affect the reported values of assets, liabilities, revenues, expenses and related disclosures. The assumptions, estimates and judgments are based on historical experience, current trends and other factors that the Company's management believes to be relevant at the time the consolidated financial statements are prepared.

On a regular basis, the Company's management reviews the accounting policies, assumptions, estimates and judgments to ensure that the consolidated financial statements are presented fairly in accordance with IFRS. However, because future events and their effects cannot be determined with certainty, actual results could differ from these assumptions and estimates, and such differences could be material. The Company's management believes the following critical accounting policies affect the more significant judgments and estimates used in the preparation of the consolidated financial statements.

## Notes to the consolidated financial statements

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### (a) Fair value of derivative financial instruments

In determining the fair value of the Group's financial instruments, the Company's management uses judgment to select a variety of methods and assumptions that are mainly based on market conditions existing at the balance sheet date. Where possible, the Company's management also obtains fair value measurements from third parties. The fair value of the Group's interest rate swap contracts is calculated as the present value of the estimated future cash flows, using the notional amount to maturity, the observable Tokyo Interbank Offered Rate ("TIBOR") forward interest rate curves and an appropriate discount factor. At December 31, 2020, the Group recognized net financial liabilities of \$11.1 million (2019: \$10.2 million) associated with its derivative financial instruments as classified under discontinued operations. [Note 6 & 22](#). Refer also to [Note 4\(c\)](#) for a summary of the valuation techniques used by the Group.

### (b) Deferred income tax assets

The Group accounts for differences that arise between the carrying amount of assets and liabilities and their tax bases in accordance with IAS 12, Income Taxes, which requires deferred income tax assets to be recognized only to the extent that is probable that future taxable profits will be available against which the temporary differences can be utilized. The Company's management estimates future taxable profits based on the financial models used to value the solar power projects. Any change to the estimates and assumptions used for the key operational and financial variables within the business models could affect the amount of deferred income tax assets recognized by the Group. At December 31, 2020, the Group recognized \$2.3 million (2019: \$2.8 million) of net deferred income tax assets. [Note 6 & 12](#)

### (c) Assets held for sale

On June 11, 2020, the Board of Directors announced its decision to discontinue the Solar Japan segment consisting of the 57-megawatt operation solar portfolio and its 45-megawatt solar park under construction in Japan. The classification as a disposal group held for sale has been effected as from September 30, 2020. The Company's management consider that the segment has met the criteria to be classified as held for sale since that date for the following reasons:

- The Solar Japan segment was available for immediate sale as from that date and could be sold to the buyer in its current condition.
- The actions to complete the sale had been initiated at the date of initial classification and were expected to be completed within one year from that date.
- A potential buyer has been identified and negotiations as at the reporting date were at an advance stage.
- The actions required to complete the plan indicate that is unlikely that there will be any changes to the plan or that it will be withdrawn.

## 4. Financial risk management

### (a) Capital risk management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximizing returns to stakeholders by increasing its operating capacity and cash flow with new projects. The capital structure of the Group consists of total equity and borrowings. The Group's objectives when managing the capital structure are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain flexibility and liquidity for investment opportunities in the renewable energy segment. The Company's Board of Directors reviews the capital structure of the Group throughout the year and, as part of this review, considers the cost of capital and the risks associated with each class of capital. This review specifically focuses on the gearing ratio and working capital requirements at the corporate level. In order to maintain or maximize the capital structure of the Group at the corporate level, the Group may raise additional funds through equity financing or long-term corporate debt or sell assets in order to manage debt levels or pursue additional opportunities within the renewable energy segment.

### (b) Financial risk management

The Group is exposed to a variety of financial risks relating to its operations in Japan. These risks include market risk (interest rate risk, foreign currency risk, and price risk), credit risk and liquidity risk. The Group's overall risk management procedures focus on the unpredictability of financial markets, specifically changes in foreign currency exchange rates and interest rates and seeks to minimize potential adverse effects on the Group's financial performance. The Group seeks to minimize the effects of these risks primarily by using derivative financial instruments to hedge interest rate risk exposures. The Company's management carries out risk management procedures with guidance from the Audit Committee. The Board of Directors also provides regular guidance on the Group's overall risk management procedures.

## Market risk

### Interest rate risk

The Group is highly leveraged through financing at the project and corporate level for the construction of its solar power projects. The Group enters into non-recourse project loans issued at variable interest rates with financial institutions that provide financing for up to 85% of the total project costs. On June 15, 2018, Etrion completed a €40 million senior secured bond issue in the Nordic bond market. In 2019, The Group issued the Etrion Green Project Bond for approximately ¥16 billion (\$146 million) at a fixed interest rate of 1.2% to finance the construction of Project Niigata. The Group is exposed to interest rate risks associated with its non-recourse project loans in Japan as these are floating rate instruments. These risks are mitigated through the Company's hedging strategy. The Group is not exposed to interest rate risks associated with the corporate bonds as these are fixed-rate instruments. The Group manages its cash flow and interest rate risks by using floating-to-fixed interest rate swap contracts, primarily entered into with the same financial institutions providing the underlying debt facility. These interest rate swap contracts have the economic effect of converting borrowings from floating rates to fixed rates. Under the interest rate swap contracts, the Group agrees to exchange at specified intervals the difference between the fixed contract rates and floating interest rates calculated by reference to the agreed notional amounts. The fair value of the interest rate swap contracts at the end of each reporting period is determined by discounting the future cash flows using forward interest rate curves at the balance sheet date.

The following table shows the sensitivity of profit or loss and other comprehensive income if interest rates in Japanese yen denominated borrowings change by 10 basis points ("bps") with all other variables held constant.

	+10bps shift in interest rate curve		-10 bps shift in interest rate curve		
	Carrying amount	Impact on profit/(loss)	Impact on other comprehensive income	Impact on profit/(loss)	Impact on other comprehensive income
<b>At December 31, 2020</b>					
Sumitomo Mitsui Trust Bank	130,742	(137)	-	137	-
Derivative financial instruments	11,140	-	922	-	(932)
<b>Total net impact</b>		<b>(137)</b>	<b>922</b>	<b>137</b>	<b>(932)</b>
<b>At December 31, 2019</b>					
Sumitomo Mitsui Trust Bank	130,862	(133)	-	133	-
Derivative financial instruments	10,211	-	986	-	(975)
<b>Total net impact</b>		<b>(133)</b>	<b>986</b>	<b>133</b>	<b>(975)</b>

### Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the Euro, the Swiss franc and the US dollar. The Group's foreign currency exposure arises from commercial transactions and recognized assets (intercompany loans) and liabilities (corporate bond) denominated in a currency that is not the currency of the relevant Group entity. The Group does not undertake hedging arrangements to mitigate the foreign currency exposure on its net investments in foreign operations or on income from foreign operations in order to hedge the risk of foreign currency variations. The Group is primarily exposed to changes in the ¥/\$ and ¥/€ exchange rates. In 2020, the sensitivity in profit and loss arises mainly from the Euro corporate bond (in 2019 it also included the US dollar Intercompany loan and the impact on equity arising from the quasi-equity loan):

	Impact on profit/(loss)		Impact on other comprehensive income	
	2020	2019	2020	2019
¥/\$ increase 5% (2019: 5%)	-	1,573	-	2,108
¥/\$ decrease 5% (2019: 5%)	-	(1,573)	-	(2,108)
¥/€ increase 5% (2019: 5%)	1,691	1,690	-	-
¥/€ decrease 5% (2019: 5%)	(1,691)	(1,690)	-	-

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### Price risk

Revenues generated by the Group's solar power projects in Japan are secured by long-term contracts based on a feed-in-tariff ("FIT").

### Credit risk

Credit risk mainly arises from cash and cash equivalents and derivative financial instruments, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks and financial institutions, only high and medium rated institutions operating in local markets are accepted. The sale of electricity is made to the public utilities in Japan and, on the basis of the collection experience, the Company's management considers the credit risk associated with trade receivables to be minor. The carrying amount of financial assets net of impairment represents the Group's maximum exposure to credit risk. The Group does not have policies in place to assign internal ratings to or set credit limits on its counterparties. The credit risk on liquid funds and derivative financial instruments is considered to be limited as counterparties are financial institutions with high and medium credit ratings assigned by international credit agencies. The credit quality of financial assets that are neither past due nor impaired at December 31, 2020, can be assessed by reference to credit ratings from Standard & Poors, if available, as follows (the table includes continuing and discontinued operations):

	2020	2019
AA-	37,008	1,199
A-	2,609	5,900
A+	3,626	1,595
A	66,332	114,409
BBB+	-	279
BBB	104	-
<b>Total cash and cash equivalents (including restricted cash)</b>	<b>109,679</b>	<b>123,382</b>

### Liquidity risk

The Company's management prepares cash flow forecasts in order to ensure that sufficient cash is available to meet operational needs at all times so that the Group does not breach borrowing limits or covenants on any of its borrowing facilities. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities and by matching maturity profiles of financial assets and liabilities. The Company's management monitors the Group's liquidity position taking into consideration the Group's debt financing plans and covenant compliance. [Note 21](#)

The following table analyses the Group's financial liabilities based on the remaining period outstanding at the balance sheet date to the contractual maturity date (it includes continuing and discontinued operations). The amounts disclosed in the table are the contractual undiscounted cash flows. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest rates as illustrated by the forward interest rate curve existing at the balance sheet date.

	Carrying amount	Contractual amount	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>At December 31, 2020</b>						
Borrowings	321,359	361,753	53,192	105,599	202,962	361,753
Interest rate swap contracts, net	11,140	11,140	1,477	6,237	3,426	11,140
Trade and other payables	7,743	7,743	7,743	-	-	7,743
Lease liability	10,199	17,163	-	4,331	12,832	17,163
<b>Total financial and non-financial liabilities</b>	<b>350,441</b>	<b>397,799</b>	<b>62,412</b>	<b>116,167</b>	<b>219,220</b>	<b>397,799</b>
<b>At December 31, 2019</b>						
Borrowings	309,049	355,270	15,575	138,355	201,340	355,270
Interest rate swap contracts, net	10,211	10,211	1,429	5,990	2,792	10,211
Trade and other payables	12,917	12,917	12,917	-	-	12,917
Lease liability	9,992	17,272	1,025	4,100	12,147	17,272
<b>Total financial and non-financial liabilities</b>	<b>342,169</b>	<b>395,670</b>	<b>30,946</b>	<b>148,445</b>	<b>216,279</b>	<b>395,670</b>

**(c) Fair value estimation**

The Group's financial instruments carried at fair value are classified at the following levels within a measurement hierarchy that is based on the valuation technique used to estimate fair values:

Level 1: includes fair value measurements derived from quoted prices in active markets for identical assets or liabilities. The fair values of financial instruments traded in the active market are based on quoted market prices at the balance sheet date. At December 31, 2020 and December 31, 2019, the Group's cash and cash equivalents and corporate bond were classified as Level 1. The fair value of the corporate bond approximated its carrying value.

Level 2: includes fair value measurements derived from inputs other than quoted prices included within Level 1 that are observable for assets or liabilities, either directly or indirectly. The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques that maximize the use of observable market data, where it is available, and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. At December 31, 2020 and December 31, 2019, the Group's interest rate swap contracts were classified as Level 2 and the fair value of such instruments was calculated as the present value of the estimated future cash flows, based on the notional amount to maturity as per the interest rate swap contracts, the observable TIBOR forward interest rate curves and an appropriate discount factor. The fair value of the non-recourse project loans approximated their carrying values as the loans bear floating interest rates. In addition, at December 31, 2020, the Group's corporate bond call option was classified as Level 2 and the fair value was calculated using the Hull-White model using observable market data in the Norwegian bond market. [Note 21](#)

Level 3: includes fair value measurements derived from valuation techniques that include inputs for assets or liabilities that are not based on observable market data. At December 31, 2020 and December 31, 2019, the Group had no financial instruments classified as Level 3.

	December 31 2020	December 31 2019
<b>Financial assets</b>		
Level 1: Cash and cash equivalents	45,964	123,382
Level 2: Bond call option	120	-
<b>Total Financial assets</b>	<b>46,084</b>	<b>123,382</b>
<b>Financial liabilities</b>		
Level 1: Corporate bond	41,406	37,545
Level 2: Borrowings	-	271,504
Level 2: Interest rate swaps	-	10,211
<b>Total financial liabilities</b>	<b>41,406</b>	<b>319,260</b>



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### 5. Segment reporting

While the Company's only segment (Solar Japan) is now classified as discontinued operations [Note 6](#), management continues to disclose the segment information together with the corporate activities as it believes that this information is useful for readers of the consolidated financial statements. The Group's country of domicile is Canada. However, all consolidated revenues from external customers are derived from Japan. The Group's electricity production in Japan is sold to the Japanese public utilities, Tokyo Electric Power Company ("TEPCO"), Hokuriku Electric Power Co., Inc ("HOKURIKU"), and Tohoku Electric Power Co., Inc. ("TOHOKU"). The Company's revenue breakdown by major customers in Japan is as below:

	2020	2019
TEPCO	4,116	3,625
TOHOKU	4,246	4,399
HOKURIKU	13,007	13,852
<b>TOTAL</b>	<b>21,369</b>	<b>21,876</b>

The Group's revenues, EBITDA and results are presented as follows:

	2020			2019		
	Solar Japan	Corporate	Total	Solar Japan	Corporate	Total
<b>Revenue</b>	<b>21,369</b>	<b>-</b>	<b>21,369</b>	<b>21,876</b>	<b>-</b>	<b>21,876</b>
Operating expenses	(4,418)	-	(4,418)	(5,331)	-	(5,331)
General and administrative expenses	(351)	(8,029)	(8,380)	(366)	(5,099)	(5,465)
Gain on sale of solar project rights	-	33,401	33,401	-	2,760	2,760
Other income	35	3,318	3,353	325	31	356
Other expense	-	(1,867)	(1,867)	-	-	-
<b>EBITDA</b>	<b>16,635</b>	<b>26,823</b>	<b>43,458</b>	<b>16,504</b>	<b>(2,308)</b>	<b>14,196</b>
Depreciation and amortization	(7,053)	(138)	(7,191)	(9,156)	(142)	(9,298)
Finance income	3	118	121	45	611	656
Finance costs	(6,091)	(4,444)	(10,535)	(4,776)	(3,123)	(7,899)
<b>Income (loss) before income tax</b>	<b>3,494</b>	<b>22,359</b>	<b>25,853</b>	<b>2,617</b>	<b>(4,962)</b>	<b>(2,345)</b>
Income tax expense	(453)	(2,814)	(3,267)	(485)	(1,858)	(2,343)
<b>Net income (loss) for the period</b>	<b>3,041</b>	<b>19,545</b>	<b>22,586</b>	<b>2,132</b>	<b>(6,820)</b>	<b>(4,688)</b>

The Group's assets and liabilities can be presented as follows:

	December 31, 2020			December 31, 2019		
	Solar Japan	Corporate	Total	Solar Japan	Corporate	Total
Property, plant and equipment	242,800	18	242,818	191,744	52	191,796
Intangible assets	12,306	1,110	13,416	12,493	2,262	14,755
Cash and cash equivalents	63,715	45,964	109,679	112,786	10,596	123,382
Other assets	13,646	2,066	15,712	9,326	7,702	17,028
<b>Total assets</b>	<b>332,467</b>	<b>49,158</b>	<b>381,625</b>	<b>326,349</b>	<b>20,612</b>	<b>346,961</b>
Borrowings	279,953	41,406	321,359	271,504	37,545	309,049
Trade and other payables	5,104	2,639	7,743	9,626	3,291	12,917
Other liabilities	26,800	4,211	31,011	25,550	2,545	28,095
<b>Total liabilities</b>	<b>311,857</b>	<b>48,256</b>	<b>360,113</b>	<b>306,680</b>	<b>43,381</b>	<b>350,061</b>

## 6. Discontinued operations and assets held for sale

Etrion has engaged Mitsubishi UFJ Morgan Stanley Securities Co., Ltd as financial advisor to assist with the sale of the Company's 57-megawatt operating solar portfolio and its 45-megawatt solar park under construction in Japan. The Solar Japan segment has been classified as a disposal group held for sale and as discontinued operations since September 30, 2020.

The results of the Solar Japan discontinued operations for the period are presented below:

	2020	2019
Revenue	21,369	21,876
Operating expenses	(4,418)	(5,331)
General and administrative expenses	(351)	(366)
Other income	35	325
<b>EBITDA</b>	<b>16,635</b>	<b>16,504</b>
Depreciation and amortization	(7,053)	(9,156)
Finance income	3	45
Finance costs	(6,091)	(4,776)
<b>Income before income tax from discontinued operations</b>	<b>3,494</b>	<b>2,617</b>
Income tax expense	(453)	(485)
<b>Net Income for the period from discontinued operations</b>	<b>3,041</b>	<b>2,132</b>

The major classes of assets and liabilities of the Solar Japan disposal group classified as held for sale as at December 31, 2020, are as follows:

	December 31 2020
<b>Assets</b>	
Property, plant and equipment (Note 14)	242,800
Intangible assets (Note 15)	12,306
Deferred income tax assets (Note 12)	2,349
Trade and other receivables	11,297
Cash and cash equivalents (Note 16)	63,715
<b>Assets classified as held for sale</b>	<b>332,467</b>
<b>Liabilities</b>	
Borrowings (Note 21)	279,953
Trade and other payables	5,104
Tax liabilities	5
Derivative financial instruments (Note 22)	11,140
Lease liabilities (Note 23)	10,199
Provisions (Note 24)	5,456
<b>Liabilities directly associated with assets held for sale</b>	<b>311,857</b>
<b>Net assets directly associated with disposal group</b>	<b>20,610</b>
<b>Amounts included in other reserves:</b>	
Loss on cash flow hedges	(17,575)
Deferred tax on cash flow hedges	4,782
<b>Reserve of disposal group classified as held for sale</b>	<b>(12,793)</b>

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### 7. Gain on sale of solar project rights

	2020	2019 Restated
Gain on sale of solar project rights	30,882	2,761
Mie project development fee	2,790	-
Mie project deposit interest compensation	598	-
Mie project development costs write-off	(869)	-
<b>Total gain on sale of solar project rights</b>	<b>33,401</b>	<b>2,761</b>

Under an agreement the Company sold the project rights over the Mie 60 MW solar project under development for a total of ¥3.4 billion (approximately \$30.9 million). As part of the agreement Etrion also received a development fee of ¥300 million (approximately \$2.8 million) and interest compensation of ¥64 million (approximately \$0.6 million). The Company's capitalized development costs of US\$0.9 incurred in the Mie 60 MW solar project were written off. During 2019, the Company fully collected ¥300 million (approximately \$2.8 million) from the sale of the Kumamoto project rights to a local Japanese developer. USD equivalents were calculated using the applicable average exchange rate.

### 8. General and administrative expenses

	2020	2019 Restated
Salaries and benefits	3,790	2,237
Pension costs	202	87
Board of Directors' fees	209	271
Share-based payments	198	225
Professional fees	2,290	1,140
Disposal expenses assets-held for sale	512	-
Listing and marketing	197	246
Depreciation and amortization	138	142
Office lease	287	293
Office, travel and other	344	600
<b>Total general and administrative expenses</b>	<b>8,167</b>	<b>5,241</b>

During the year ended 2020, the Company recognized \$0.7 million of professional fees and salaries and benefits associated with the litigation on the Mie 60 MW solar project. The increase in salaries and benefits compared with the same period in 2019 also reflects a decrease in recharges to the projects in the pipeline, following the completion of the development of Niigata project in June 2019. Lease payments on short-term office leases are recognized as expense on a straight-line basis over the lease term. The Company applies the "short-term lease" recognition exemption for these leases, as these contracts have a maturity of less than twelve months.

### 9. Other income

	2020	2019
Income from arranging the sale of PV Salvador SpA	2,977	-
AMS termination fee received	341	-
Other	-	30
<b>Total other income</b>	<b>3,318</b>	<b>30</b>

On May 14, 2020, Etrion recognised an income from arranging the sale of PV Salvador SpA in exchange for cash proceeds of \$3.0 million. Concurrent with this transaction, Etrion received a termination fee of \$0.3 million as compensation for the early termination of the asset's management service contract with PV Salvador SpA.

## 10. Other expense

	2020	2019 Restated
Unrecoverable withholding taxes	1,008	-
Municipality tax reassessment from disposed assets	460	-
Other	399	-
<b>Total other expense</b>	<b>1,867</b>	<b>-</b>

During the year ended 2020, the Company recognized approximately \$1.0 million of unrecoverable withholding taxes triggered by an investment contribution to one of its Japanese subsidiaries. In addition, the Company recognized \$0.5 million of tax expense relating to tax reassessments received, in 2020, from the Italian municipalities where two of its previously owned solar parks operated. Under the terms of the original sale and purchase agreement, the seller was responsible for certain specific potential claims not confirmed at the date of sale in December 2016. Finally, the Company recognized a full impairment of \$0.3 million on its wind project.

## 11. Net finance costs

	2020	2019 Restated
<b>Finance income:</b>		
Corporate bond call option	116	-
Foreign exchange gain	-	611
Other finance income	2	-
<b>Total finance income</b>	<b>118</b>	<b>611</b>
<b>Finance costs:</b>		
Interest expense on corporate bond	3,214	3,039
Foreign exchange loss	1,150	-
Other finance costs	80	84
<b>Total finance costs</b>	<b>4,444</b>	<b>3,123</b>
<b>Net finance costs</b>	<b>4,326</b>	<b>2,512</b>

The Group has a fixed rate corporate bond outstanding to be repaid by May 2021 associated with the Group financing structure. Interest expenses are calculated using the effective interest rate method as described in IFRS 9 Financial instruments. The finance costs associated with the projects held for sale are disclosed under [Note 6](#).

During 2020, the Group recognized finance income of \$0.1 million associated with the fair value of the corporate bond call option, which is considered an embedded derivative in the debt contract. The corporate bond was fully repaid on January 7, 2021, see [Note 32](#).

## 12. Income taxes

### (a) Income tax expense

	2020	2019 Restated
<b>Income tax expense:</b>		
Corporate income tax expense	2,814	1,858
<b>Total income tax expense</b>	<b>2,814</b>	<b>1,858</b>

During the year ended 2020, the Group recognized an income tax expense of \$2.8 million (2019: \$1.8 million) associated with its management services subsidiaries. The corporate income tax expense has increased in comparison to 2019 mainly owing to the tax effect associated with the gain on the sale of the Mie 60 MW solar project rights.

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The Group's income tax expense is reconciled to the income (loss) before tax at the Canadian statutory tax rate as follows:

	2020	2019
<b>Income (loss) before income tax from continuing operations</b>	<b>22,359</b>	<b>(4,962)</b>
Income tax expense/ (recovery) calculated at 26.5% (2019: 27%)	5,925	(1,340)
<b>Tax effects of:</b>		
Non-deductible expenses	3,072	1,870
Previously unrecognized tax losses	(5,005)	-
Tax losses not recognized	303	1,145
Differences in foreign rates	(1,542)	83
Other	61	100
<b>Total income tax expense</b>	<b>2,814</b>	<b>1,858</b>

### (b) Current income tax liabilities

	December 31 2020	December 31 2019
Corporate income tax	2,990	1,676
<b>Total current income tax liabilities</b>	<b>2,990</b>	<b>1,676</b>

### (c) Deferred income tax

The movements in deferred income tax assets and liabilities during 2020 were as follows:

	Opening balance	Profit or loss	Other comprehensive income	Exchange differences and reclassifications	Discontinued operations	Closing balance
<b>Deductible temporary differences:</b>						
Tax losses carried forward	411	64	-	(28)	(447)	-
Derivative financial instruments	3,163	13	(45)	351	(3,482)	-
Provisions	124	20	21	6	-	171
Property, plant and equipment	-	-	-	-	-	-
Intangible assets	7	(27)	-	20	-	-
<b>Total deferred income tax assets</b>	<b>3,705</b>	<b>70</b>	<b>(24)</b>	<b>349</b>	<b>(3,929)</b>	<b>171</b>
<b>Taxable temporary differences:</b>						
Intangible assets	866	517	-	197	(1,580)	-
<b>Total deferred income tax liabilities</b>	<b>866</b>	<b>517</b>	<b>-</b>	<b>197</b>	<b>(1,580)</b>	<b>-</b>
Reclassification to held for sale	-	(447)	-	447	-	-
<b>Net deferred income tax assets</b>	<b>2,839</b>	<b>-</b>	<b>(24)</b>	<b>(295)</b>	<b>(2,349)</b>	<b>171</b>



The movements in deferred income tax assets and liabilities during 2019 were as follows:

	Opening balance	Profit or loss	Other comprehensive income	Exchange differences and reclassifications	Closing balance
<b>Deductible temporary differences:</b>					
Tax losses carried forward	324	83	-	4	411
Derivative financial instruments	3,001	8	(15)	169	3,163
Provisions	180	168	(46)	(178)	124
Property, plant and equipment	106	(100)	-	(6)	0
Intangible assets	5	(46)	-	48	7
<b>Total deferred income tax assets</b>	<b>3,616</b>	<b>113</b>	<b>(61)</b>	<b>37</b>	<b>3,705</b>
<b>Taxable temporary differences:</b>					
Intangible assets	540	320	-	6	866
<b>Total deferred income tax liabilities</b>	<b>540</b>	<b>320</b>	<b>-</b>	<b>6</b>	<b>866</b>
<b>Net deferred income tax assets</b>	<b>3,076</b>	<b>(207)</b>	<b>(61)</b>	<b>31</b>	<b>2,839</b>

Deferred income tax assets and liabilities that relate to the same fiscal authority have been offset (as there is a legally enforceable right to offset the current tax assets against the current tax liabilities).

At December 31, 2020, deferred income tax assets and liabilities of \$0.2 million and nil, respectively (2019: \$3.7 million and \$0.9 million, respectively) were expected to be recovered more than twelve months after the balance sheet date. At December 31, 2020, the Group had unrecognized deferred income tax assets of \$145.0 million (2019: \$190.7 million), of which nil (2019: \$1.9 million) expires between one and ten years, \$44.6 million (2019: \$41.8 million) expires between ten and twenty years and \$100.4 million (2019: \$147.0 million) has no expiry.

### 13. Earnings (loss) per share

Basic and diluted earnings per share is calculated by dividing the net income for the period attributable to owners of the Company by the weighted average number of shares outstanding during the period. The calculation of basic and diluted income per share is as follows:

	2020	2019 Restated
<b>Income attributable to common shareholders:</b>		
Income (loss) from continuing operations	19,545	(6,820)
Income from discontinued operations	3,041	1,937
<b>Total Income (loss) attributable to common shareholders</b>	<b>22,586</b>	<b>(4,883)</b>
Weighted average number of thousand shares outstanding	334,094	334,094
Adjustments for dilutive potential ordinary shares (RSU):	16,767	11,667
Weighted average number of thousand shares outstanding (diluted)	350,861	345,761
<b>Basic and diluted earnings (loss) per share:</b>		
Income (loss) from continuing operations	\$0.06	\$(0.02)
Income from discontinued operations	\$0.01	\$0.01
<b>Total basic and diluted earnings (loss) per share</b>	<b>\$0.07</b>	<b>\$(0.01)</b>

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### 14. Property, plant and equipment

	Land	Solar power projects	Assets under construction	Right of use assets	Other PPE	Total
<b>Cost:</b>						
<b>At January 1, 2019</b>	<b>8,049</b>	<b>149,129</b>	-	-	<b>5,115</b>	<b>162,293</b>
Additions	-	365	33,446	-	262	34,073
Right of use over leased land	-	-	-	10,386	-	10,386
Reclassification from intangibles	-	-	7,262	-	-	7,262
Exchange differences	88	1,567	74	173	58	1,960
<b>At December 31, 2019</b>	<b>8,137</b>	<b>151,061</b>	<b>40,782</b>	<b>10,559</b>	<b>5,435</b>	<b>215,974</b>
Additions	-	-	45,969	-	5	45,974
Change in estimate	-	-	-	-	(44)	(44)
Disposal	-	-	-	-	(49)	(49)
Assets held for sale (Note 6)	(8,580)	(159,348)	(90,437)	(11,421)	(5,431)	(275,217)
Exchange differences	443	8,287	3,686	862	288	13,566
<b>At December 31, 2020</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>204</b>	<b>204</b>
<b>Accumulated depreciation:</b>						
<b>At January 1, 2019</b>	-	<b>15,093</b>	-	-	<b>606</b>	<b>15,699</b>
Depreciation	-	7,489	-	592	271	8,352
Exchange differences	-	63	-	58	6	127
<b>At December 31, 2019</b>	-	<b>22,645</b>	-	<b>650</b>	<b>883</b>	<b>24,178</b>
Depreciation	-	5,888	-	457	229	6,574
Disposal	-	-	-	-	(35)	(35)
Assets held for sale (Note 6)	-	(30,075)	-	(1,396)	(946)	(32,417)
Exchange differences	-	1,542	-	289	55	1,886
<b>At December 31, 2020</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>186</b>	<b>186</b>
<b>Net book value:</b>						
At December 31, 2019	8,137	128,416	40,782	9,909	4,552	191,796
<b>At December 31, 2020</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>18</b>	<b>18</b>

During the year 2020, the Group capitalized as assets under construction \$44.1 million (2019: \$32.3 million) of incurred capital expenditures associated with the Niigata Project. In addition, the Group capitalized \$1.8 million (2019: \$1.1 million) of borrowing costs associated with credit facilities obtained to finance the construction of the Niigata Project. All property, plant and equipment associated with the Solar Japan segment has been reclassified as assets held for sale effective September 30, 2020. [Note 6](#)

## 15. Intangible assets

	Licenses and permits	Internally generated development costs and other	Total
<b>Cost:</b>			
<b>At January 1, 2019</b>	<b>7,061</b>	<b>10,056</b>	<b>17,117</b>
Additions	-	9,616	9,616
Reclassification of permitted projects	8,480	(8,480)	-
Reclassification to property, plant and equipment	-	(7,262)	(7,262)
Exchange differences	143	(44)	99
<b>At December 31, 2019</b>	<b>15,684</b>	<b>3,886</b>	<b>19,570</b>
Additions	-	318	318
Reclassification to general and administrative expenses	-	(283)	(283)
Disposal	-	(1,403)	(1,403)
Impairment	-	(343)	(343)
Assets held for sale (Note 6)	(16,544)	(46)	(16,590)
Exchange differences	860	294	1,154
<b>At December 31, 2020</b>	<b>-</b>	<b>2,423</b>	<b>2,423</b>
<b>Accumulated amortization:</b>			
<b>At January 1, 2019</b>	<b>2,255</b>	<b>1,544</b>	<b>3,799</b>
Amortization	879	116	995
Exchange differences	27	(6)	21
<b>At December 31, 2019</b>	<b>3,161</b>	<b>1,654</b>	<b>4,815</b>
Amortization	916	(463)	453
Assets held for sale (Note 6)	(4,279)	(5)	(4,284)
Exchange differences	202	127	329
<b>At December 31, 2020</b>	<b>-</b>	<b>1,313</b>	<b>1,313</b>
Net book value:			
At December 31, 2019	12,523	2,232	14,755
<b>At December 31, 2020</b>	<b>-</b>	<b>1,110</b>	<b>1,110</b>

During the year ended 2020, general and administrative expenses of \$0.3 million (2019: \$9.6 million) representing internally-generated costs of nil (2019: \$1.5 million) and third-party costs of \$0.3 million (2019: \$8.1 million) were capitalized during the period within intangible assets as they directly related to the Group's development activities in Japan. The Company recognized a full impairment of \$0.3 million on its wind project. In addition, the Company reclassified from development costs to professional fees and salaries, previously incurred costs of \$0.3 million associated with the litigation on Mie 60 MW solar project. In addition, the Group removed from the asset book a fully depreciated intangible asset of \$0.5 million. All intangible assets associated with the Solar Japan segment have been reclassified as assets held for sale effective September 30, 2020. [Note 6](#)

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### 16. Cash and cash equivalents

The Group's cash and cash equivalents (including restricted cash) are held in banks in Canada, Luxembourg, Switzerland, the United States and Japan with high and medium grade credit ratings assigned by international credit agencies. The fair value of cash and cash equivalents approximates their carrying value owing to short maturities.

	December 31 2020	December 31 2019
Unrestricted cash at parent level	8,956	10,596
Restricted cash at parent level (bond)	37,008	-
Restricted cash at project level	-	112,786
<b>Total</b>	<b>45,964</b>	<b>123,382</b>

Restricted cash at project level relates to cash and cash equivalents that are restricted by the lending banks for future payment of interest and principal and working capital requirements related to each project. Restricted cash and cash equivalents can be distributed from the Group's projects, subject to approval from the lending banks, through repayment of shareholder loans, payment of interest on shareholder loans or dividend distributions. Restricted cash at parent level relates to the funds transferred on an escrow account in order to execute the repayment of the corporate bond. The Company keeps the rights to access the cash until the redemption of the corporate bond. [Note 32](#)

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following at December 31, 2020:

	December 31 2020	December 31 2019
Cash and cash equivalents attributable to continuing operations	45,964	123,382
Cash and cash equivalents attributable to discontinued operations	63,715	-
<b>Total</b>	<b>109,679</b>	<b>123,382</b>

### 17. Trade and other receivables

	December 31 2020	December 31 2019
<b>Current portion:</b>		
Financial assets		
- Trade receivables	-	1,272
<b>Total financial assets (Note 28)</b>	<b>-</b>	<b>1,272</b>
VAT account receivables	411	737
Advances paid and prepaid expenses	1,192	2,098
Other current assets	170	6,133
<b>Total current portion</b>	<b>1,773</b>	<b>10,240</b>
<b>Non-current portion:</b>		
VAT account receivables	-	3,944
Advances and prepaid expenses	2	5
<b>Total non-current portion</b>	<b>2</b>	<b>3,949</b>
<b>Total trade and other receivables</b>	<b>1,775</b>	<b>14,189</b>

On October 6, 2020, the Company received a payment of approximately \$6.0 million (¥700 million) as reimbursement of advances given to the Mie 60 MW solar project developer.

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value. An aging analysis of the Group's trade receivables is as follows:

	December 31 2020	December 31 2019
Up to three months	-	1,272
<b>Total trade and other receivables</b>	<b>-</b>	<b>1,272</b>

The currencies of the Group's financial assets included within trade and other receivables are as follows:

	December 31 2020	December 31 2019
Japanese yen	939	13,771
Euros	352	61
US dollars	1	9
Canadian dollars	18	12
Swiss francs	465	336
<b>Total trade and other receivables</b>	<b>1,775</b>	<b>14,189</b>

### 18. Share capital

The Company has authorized capital consisting of an unlimited number of common shares, of which 334,094,324 shares are issued and fully-paid and outstanding at December 31, 2020 (December 31, 2019: 334,094,324). In addition, the Company is authorized to issue an unlimited number of preferred shares, issuable in series, none of which have been issued. The common shares of the Company have no par value, are all of the same class, carry voting rights, and entitle shareholders to receive dividends as and when declared by the Board of Directors. No dividends were declared during the twelve months ended December 31, 2020 and 2019.

### 19. Share-based payments

The Company maintains a Restricted Share Unit (RSU) award plan for employees, consultants, directors and officers. Outstanding RSUs have a contractual term of six years and have market-based vesting conditions. During 2020, the Group recognized share-based payment expenses of \$0.2 million (2019: \$0.2 million) related to its RSUs scheme. [Note 8](#)

Changes in the Company's outstanding RSUs are as follows:

	Number of RSUs
<b>At January 1, 2019</b>	<b>15,491,706</b>
Granted	11,666,667
Forfeited	(2,000,000)
Expired	(13,250,000)
Exercised	(241,706)
<b>At December 31, 2019</b>	<b>11,666,667</b>
Granted	5,100,000
Forfeited	-
Expired	-
Exercised	-
<b>At December 31, 2020</b>	<b>16,766,667</b>

The Company recognizes an expense within general and administrative expenses when RSUs are granted to employees, consultants, directors and officers. For RSUs with market-based performance conditions, share-based compensation is calculated using an adjusted grant date share fair value calculated with a valuation model that incorporates all the variables included in the market vesting conditions. A summary of the Company's RSUs issued and outstanding at December 31, 2020, is as follows:

Performance condition	RSUs outstanding	Expiry date	Contractual life (years)
Market	11,666,667	December 31, 2025	5.0
Market	5,100,000	December 31, 2026	6.0
<b>Total</b>	<b>16,766,667</b>		



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As of December 31, 2020 and 2019, no RSUs were exercisable. The assumptions used in the calculation of the adjusted share price for the RSUs granted in 2020 were as follows:

	2020	2019
Share price at grant date	CAD\$0.57	CAD\$0.21
Exercise price	CAD\$0.00	CAD\$0.00
Risk-free interest rate	0.25%	1.69%
Expected volatility	58.00%	52.00%
Dividend yield rate	0.00%	0.00%
Contractual life of RSUs	6 years	6 years
<b>Fair value at grant date</b>	<b>CAD\$0.26</b>	<b>CAD\$0.07</b>

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the RSU is indicative of future trends, which may not necessarily be the actual outcome.

### 20. Other reserves

	Translation reserve	Hedging reserve	Transactions with non-controlling interest	Total
<b>At January 1, 2019</b>	<b>(452)</b>	<b>(12,531)</b>	<b>43</b>	<b>(12,940)</b>
Currency translation difference:				
- Gain on translation adjustment	433	-	-	433
Cash flow hedges:				
- Gain on fair value movements	-	93	-	93
- Tax on fair value movements	-	(18)	-	(18)
- Ineffective portion of fair value movements to profit or loss	-	16	-	16
- Tax on ineffective portion of fair value movements to profit or loss	-	(5)	-	(5)
Acquisition of non-controlling interest	-	-	(378)	(378)
<b>At December 31, 2019</b>	<b>(19)</b>	<b>(12,445)</b>	<b>(335)</b>	<b>(12,799)</b>
Currency translation difference:				
- Gain on translation adjustment	2,270	-	-	2,270
Cash flow hedges:				
- Loss on fair value movements	-	(379)	-	(379)
- Tax on fair value movements	-	(15)	-	(15)
- Ineffective portion of fair value movements to profit or loss	-	46	-	46
Discontinued operations (Note 6)	-	12,793	-	12,793
<b>At December 31, 2020</b>	<b>2,251</b>	<b>-</b>	<b>(335)</b>	<b>1,916</b>

#### Translation reserve

The translation reserve is used to record foreign currency exchange differences arising from the translation of the financial statements of foreign operations. In addition, exchange differences arising from the translation of monetary items receivables from foreign operation are included in the translation reserve as described in Note 2(g).

#### Hedging reserve

The hedging reserve includes the effective portion of changes in the fair value (net of tax) of the Group's derivative financial instruments that qualify for hedge accounting. At December 31, 2020 and 2019, all of the Group's interest rate swap contracts qualified for hedge accounting.

#### Transactions with non-controlling interests

On December 25, 2019, the Group acquired all non-controlling interests in the Japanese project companies. The excess of the consideration paid over the carrying value of the non-controlling interests acquired of ¥34 million (approximately \$0.3 million) was recognized as a decrease in equity attributable to owners of Etrion.

## 21. Borrowings

	Corporate bond	Project bond	Project loans	Total
<b>At January 1, 2019</b>	<b>38,142</b>	<b>-</b>	<b>138,465</b>	<b>176,607</b>
Proceeds from loans	-	141,715	-	141,715
Repayment of loans and interest	(2,725)	(972)	(11,767)	(15,464)
Accrued interest	2,740	972	1,937	5,649
Amortization of transaction costs	311	148	149	608
Exchange differences	(923)	(1,221)	2,078	(66)
<b>At December 31, 2019</b>	<b>37,545</b>	<b>140,642</b>	<b>130,862</b>	<b>309,049</b>
- Current portion	116	-	7,469	7,585
-Non-current portion	37,429	140,642	123,393	301,464
<b>At January 1, 2020</b>	<b>37,545</b>	<b>140,642</b>	<b>130,862</b>	<b>309,049</b>
Proceeds from loans	-	-	2,730	2,730
Transaction costs on acquired debt	-	-	(3,546)	(3,546)
Repayment of loans and interest	(2,841)	(1,802)	(9,389)	(14,032)
Accrued interest	3,214	2,131	2,256	7,601
Loss on debt modification	-	-	1,497	1,497
Liabilities associated with assets held for sale (Note 6)	-	(149,211)	(130,742)	(279,953)
Exchange differences	3,488	8,240	6,332	18,060
<b>At December 31, 2020</b>	<b>41,406</b>	<b>-</b>	<b>-</b>	<b>41,406</b>
- Current portion	41,406	-	-	41,406

The Group's borrowings are denominated in € and ¥, and the minimum principal repayment obligations are as follows:

	December 31 2020	December 31 2019
Less than 1 year	41,406	7,585
Between 1 and 5 years	-	95,410
After 5 years	-	206,054
<b>Total borrowings</b>	<b>41,406</b>	<b>309,049</b>

### Corporate borrowings

At December 31, 2020, €33.7 million (net of the Company's holdings of €6.3 million) of the bonds were outstanding. The carrying amount of the bonds as at December 31, 2020, including accrued interest net of transaction costs, was \$41.4 million (2019: \$37.5 million). The agreement governing the bonds requires the Company to maintain a minimum unrestricted cash balance of €3 million. At December 31, 2020, the fair value of the bonds amounted to \$41.4 million (2019: \$37.5 million). The corporate bond has been classified as short term debt as it has been redeemed on January 7, 2021. [Note 32](#)

The bond agreement includes a call option that allows the Company to redeem the bonds early (in their entirety) at any time at a specified percentage over the par value. At December 31, 2020, a separate amount was recognised in relation to this call option as it was deemed to be in the money considering the bond repayment as described in the subsequent events. [Note 32](#)

At December 31, 2020 and 2019, the Group was not in breach of any of the imposed operational and financial covenants associated with its corporate borrowings.

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### Japanese subsidiaries

#### Project loans

The non-recourse project loans obtained by the Group's Japanese subsidiaries to finance the construction costs of the Group's Japanese solar power projects mature between 2034 and 2036 and bear annual interest rates of TIBOR plus a margin ranging from 1.1% to 1.4%. The Japanese non-recourse project loans are 90% hedged through interest rate swap contracts during the operational period at interest rates ranging from 1.72% to 3.13% all-in. In addition, on March 13, 2020, the Company's subsidiary, Mito, entered into an amendment of the senior loan credit facility with the original lender bank, Sumitomo Mitsui Trust Bank ("SMTB"), to increase the size of the non-recourse Mito project loan by \$2.8 million (¥295 million), with existing tenor and slightly lower interest rate. Management has assessed the fair value of the new terms of the loans versus the old ones and concluded on recognizing \$1.5 million loss on debt modification.

#### Project bond

In June 2019, the Group secured a new long-term financing for the construction of the 45 MW Niigata solar project located in the Niigata prefecture in central Japan. The arranger of the Etrion Green Project Bond, rated BBB, was Goldman Sachs Japan Co., Ltd ("Goldman Sachs"). The total project cost is expected to be approximately ¥16.7 billion (US\$ 154.2 million) including VAT, which has been financed 95% through a non-recourse loan with a tenor of construction period plus 16.8 years. The all-in non-recourse project loan interest rate is 1.2%. The lender to the Niigata project is a Green Project Bond Trust ("The Trust"), which issued asset-backed securities and loans, fully underwritten by the arranger Goldman Sachs and sold to other investors.

The Company's Japanese subsidiaries have provided certain of their assets as collateral to secure their obligations under the financing agreement. The carrying value of Japanese fixed assets pledged as collateral at December 31, 2020, was \$240.6 million (2019: \$189.9 million).

At December 31, 2020 and December 31, 2019, the Group was not in breach of any of the imposed operational and financial covenants associated with its Japanese project loans.

All borrowings associated with the Solar Japan segment have been reclassified to liabilities associated with assets held for sale effective September 30, 2020. [Note 6](#)

## 22. Derivative financial instruments

	December 31 2020	December 31 2019
<b>Derivative financial assets:</b>		
Corporate bond call option	120	-
<b>Total derivative financial assets</b>	<b>120</b>	<b>-</b>
<b>Derivative financial liabilities:</b>		
Interest rate swap contracts		
- Current portion	-	1,429
- Non-current portion	-	8,782
<b>Total derivative financial liabilities</b>	<b>-</b>	<b>10,211</b>

### Corporate bond call option

During 2020, the Group recognized the fair value of the corporate bond call option of \$0.1 million as the option was deemed to be in the money. [Note 32](#)

### Interest rate swap contracts

The Group enters into interest rate swap contracts in order to hedge against the risk of variations in the Group's cash flows as a result of floating interest rates on its non-recourse project loans in Japan. The fair value of these interest rate swap contracts is calculated as the present value of the estimated future cash flows, using the notional amount to maturity as per the interest rate swap contracts, the observable TIBOR interest rate forward yield curves and an appropriate discount factor.

At December 31, 2020, and December 31, 2019, all of the Group's derivative financial instruments qualified for hedge accounting with fair value movements accounted for within equity, except for the ineffective portion that is recorded in finance income/costs. All derivatives associated with the Solar Japan segment, in the amount of \$11.1 million, have been reclassified to liabilities associated with assets held for sale effective September 30, 2020. [Note 6](#)

### 23. Lease liabilities

The movement of lease liabilities over the year is as follows:

	Lease liability
<b>At January 1, 2019</b>	-
Additions	10,292
Unwinding of discount	729
Payments	(1,029)
Exchange differences	-
<b>At December 31, 2019</b>	<b>9,992</b>
<b>- Current portion</b>	<b>319</b>
<b>-Non-current portion</b>	<b>9,673</b>
Unwinding of discount	724
Payments	(1,048)
Transferred to liabilities held for sale (Note 6)	(10,199)
Exchange differences	531
<b>At December 31, 2020</b>	<b>-</b>

All lease liabilities associated with the Solar Japan segment, in the amount of \$10.2 million, have been reclassified to liabilities associated with assets held for sale effective September 30, 2020 Note 6. The total cash outflow for leases in 2020 was \$1.0 million. Extension and termination options are included in a number of land leases. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the group and not by the lessors.

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of twelve months or less. Low-value assets comprise corporate offices.

### 24. Provisions

The movement of provisions over the year is as follows:

	Site restoration
<b>At January 1, 2019</b>	<b>4,886</b>
Additions	-
Change in estimate	241
Unwinding of discount	25
Utilization	-
Exchange differences	54
<b>At December 31, 2019</b>	<b>5,206</b>
<b>-Non-current portion</b>	<b>5,206</b>
Additions (Note 25)	-
Change in estimate	(44)
Unwinding of discount	12
Utilization (Note 25)	-
Transferred to liabilities held for sale (Note 6)	(5,456)
Exchange differences	282
<b>At December 31, 2020</b>	<b>-</b>
<b>-Non-current portion</b>	<b>-</b>

Provisions and other liabilities also included pension plan liability of \$1.2 million (2019: \$1.0 million) as disclosed on Note 25.

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### Decommissioning and site restoration

The Group's provision for the decommissioning and site restoration associated with the Solar Japan segment, in the amount of \$5.5 million, have been reclassified to liabilities associated with assets held for sale effective September 30, 2020. [Note 6](#)

The Group has a legal and constructive obligation to complete the site restoration and decommissioning of its solar power projects in Japan after their expected closure. The provision for decommissioning and site restoration is determined using the nominal prices effective at the reporting dates by applying the forecasted rate of inflation for the expected life of the solar power projects. Uncertainties in estimating these costs include potential changes in regulatory requirements, decommissioning and reclamation alternatives, discounts applied for economies of scale and the rate of inflation. Principal assumptions made in order to calculate the Group's provision for decommissioning and site restoration are as follows:

	2020	2019
Discount rate	0,28%	0.23%
Inflation rate	1.0%	1.0%
Weighted average expected remaining life	16 years	17 years

The discount rates represent the government bond yield rate for a period equivalent to the expected life of the solar power projects in Japan. The inflation rate represents the inflationary environment in the above-mentioned countries where the liability will be settled and is consistent with the rate used by the Company's management to value the Group's solar power projects.

### 25. Employment benefit obligations

The Group operates a defined benefit pension plan in Switzerland that is managed through a private fund. At December 31, 2020, the Group recognized \$0.1 million within other comprehensive loss associated with actuarial losses (2019 actuarial losses: \$0.3 million). The amount recognized in the balance sheet associated with the Group's Swiss pension plan is as follows:

	December 31 2020	December 31 2019
Present value of benefit obligations	4,115	3,004
Fair value of plan assets	(2,894)	(2,035)
<b>Net liability position</b>	<b>1,221</b>	<b>969</b>

The movement in the defined benefit obligation over the year is as follows:

	2020	2019
<b>Defined benefit obligation at the beginning</b>	<b>3,004</b>	<b>2,507</b>
Current service cost	200	134
Employee contributions	449	87
Interest cost	8	20
Past service cost	-	(53)
Benefits paid	(42)	(17)
Remeasurement loss	150	272
Exchange differences	346	54
<b>Defined benefit obligation at the end</b>	<b>4,115</b>	<b>3,004</b>



The weighted average duration of the defined benefit obligation is 14.8 years (2019: 16.5 years). There is no maturity profile since the average remaining life before active employees reach final age according to the plan is 9.0 years (2019: 10.3 years). The movement in the fair value of the plan assets over the year is as follows:

	2020	2019
<b>Fair value of plan assets at the beginning</b>	<b>2,035</b>	<b>1,762</b>
Interest income on plan assets	5	14
Return on plan assets (excluding interest)	36	-
Employer contributions	170	153
Employee contributions	449	87
Benefits paid	(42)	(17)
Foreign exchange	241	36
<b>Fair value of plan assets at the end</b>	<b>2,894</b>	<b>2,035</b>

The plan assets comprise the following:

	2020		2019	
	%	\$'000	%	\$'000
Cash and cash equivalents	12.6%	365	8.6%	175
Fixed interest rate instruments	40.7%	1,180	45.1%	918
Equity instruments	32.3%	935	30.7%	625
Real estate	14.3%	414	15.6%	317
<b>Total fair value of plan assets</b>		<b>2,894</b>		<b>2,035</b>

Investments are well diversified such that failure of any single investment would not have a material impact on the overall level of assets. All investment instruments are non-quoted in active markets. No asset-liability strategy was performed in the years ended December 31, 2020 and 2019.

The amount recognized in the profit or loss associated with the Group's pension plan is as follows:

	2020	2019
Current service cost	200	134
Interest expense on defined benefit obligation	8	20
Interest income on plan assets	(6)	(14)
Past service cost	-	(53)
<b>Total expense recognized</b>	<b>202</b>	<b>87</b>

The expense associated with the Group's pension plan of \$0.2 million (2019: \$0.1 million) for the year ended December 31, 2020, was included within general and administrative expenses. [Note 8](#). The principal actuarial assumptions used to estimate the Group's pension obligation are as follows:

	2020	2019
Discount rate	0.15%	0.25%
Inflation rate	1.0%	1.0%
Future salary increases	1.0%	1.0%
Future pension increases	0.0%	0.0%
Retirement age (Men/Women)	65/64	65/64

Assumptions regarding future mortality are set based on actuarial advice in accordance with the LPP 2015 generational published statistics and experience in Switzerland. The discount rate is determined by reference to the yield on high-quality corporate bonds. The rate of inflation is based on the expected value of future annual inflation adjustments in Switzerland. The rate for future salary increases is based on the average increase in the salaries paid by the Group, and the rate of pension increases is based on the annual increase in risk, retirement and survivors' benefits. Contributions to the Group's pension plan during 2021 are expected to total \$0.2 million.

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The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	Change in assumption	Impact on defined benefit of increase in assumption	Impact on defined benefit of decrease in assumption
Discount rate	0.5%	Decrease by 6.9%	Increase by 7.9%
Salary growth rate	0.5%	Increase by 0.4%	Decrease by 0.4%
Life expectancy	1 year	Increase by 2.0%	Decrease by 2.1%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method has been applied as when calculating the pension liability recognized within the consolidated balance sheet.

### 26. Trade and other payables

	December 31 2020	December 31 2019
<b>Financial liabilities</b>		
Trade payables	262	493
<b>Total financial liabilities</b>	<b>262</b>	<b>493</b>
Accrued expenses	2,153	10,933
Other payables	224	1,491
<b>Total trade and other payables</b>	<b>2,639</b>	<b>12,917</b>

The carrying value of the Group's financial liabilities within trade and other payables approximates their fair value due to the relatively short maturity of these liabilities. The currencies of the Group's trade and other payables are as follows:

	December 31 2020	December 31 2019
Japanese yen	567	11,629
Euros	321	85
US dollars	8	88
Canadian dollars	217	184
Swiss francs	1,526	931
<b>Total trade and other payables</b>	<b>2,639</b>	<b>12,917</b>

## 27. Related parties

For the purposes of preparing the Company's consolidated financial statements, parties are considered to be related if one party has the ability to control the other party, or if one party can exercise significant influence over the other party in making financial and operational decisions. The Company's major shareholder is the Lundin family, which collectively owns through various trusts approximately 36% of the Company's common shares (2019: 36%). Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed below. Details of transactions between the Group and other related parties are disclosed below.

### (a) Related party transactions

During the year ended December 31, 2020, and 2019, the Group entered into the following transactions with related parties:

	2020	2019
<b>General and administrative expenses:</b>		
Lundin Energy AB	13	22
Lundin SA	60	120
<b>Finance costs:</b>		
Lundin family:		
- Interest expense	-	142
- Transaction costs	-	16
<b>Total transactions with related parties</b>	<b>73</b>	<b>300</b>

There were no amounts outstanding to related parties at December 31, 2020 and December 31, 2019.

There were no amounts outstanding from related parties at December 31, 2020 and December 31, 2019.

#### *Lundin Energy AB*

The Group receives professional services from Lundin Energy AB. The Chairman of Lundin Energy AB is a Director of the Company.

#### *Lundin family*

Investment companies associated with the Lundin family subscribed for €3 million of the bond issue completed in June 2018. During 2019, all bonds held by the Lundin family or by entities controlled by the Lundin family were sold.

#### *Lundin SA*

On April 1, 2016, the Group entered into a new service agreement with Lundin SA, to make available fully staffed and equipped premises to serve members of its Board of Directors. The contract is renewed automatically, unless terminated by either party.

#### *Asset management services*

During 2020, the Group invoiced asset management services of \$0.3 million (2019: \$0.8 million) to PV Salvador, associated with operating and engineering services of the 70 MW solar power project in Chile.

### (b) Key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly. The key management of the Group includes members of the Board of Directors, the Chief Executive Officer, the Chief Financial Officer, the Chief Investment Officer and the Executive Vice President, Business Development and M&A. Remuneration of key management personnel is as follows:

	2020	2019
Salaries and benefits	2,462	1,882
Pension costs and other social contributions	202	191
Board of Directors	150	150
Share-based payment	149	16
<b>Total</b>	<b>2,963</b>	<b>2,239</b>

## Notes to the consolidated financial statements

As at and for the years ended December 31, 2020 and 2019

Expressed in US\$'000 unless otherwise stated

### 28. Financial assets and liabilities

	December 31, 2020				December 31, 2019			
	Financial assets at amortized cost	Fair value recognized in profit and loss	Derivatives used for hedging	Total	Financial assets at amortized cost	Fair value recognized in profit and loss	Derivatives used for hedging	Total
<b>Financial assets</b>								
<b>Current</b>								
Trade receivables	-	-	-	-	1,272	-	-	1,272
Derivative financial instruments	-	120	-	120	-	-	-	-
Cash and cash equivalents	45,964	-	-	45,964	123,382	-	-	123,382
<b>Total financial assets</b>	<b>45,964</b>	<b>120</b>	<b>-</b>	<b>46,084</b>	<b>124,654</b>	<b>-</b>	<b>-</b>	<b>124,654</b>

	December 31, 2020				December 31, 2019			
	Financial and other liabilities at amortized cost	Fair value recognized in profit and loss	Derivatives used for hedging	Total	Financial and other liabilities at amortized cost	Fair value recognized in profit and loss	Derivatives used for hedging	Total
<b>Financial liabilities</b>								
<b>Non-current</b>								
Borrowings	-	-	-	-	264,035	37,429	-	301,464
Derivative financial instruments	-	-	-	-	-	-	8,782	8,782
Lease liabilities	-	-	-	-	9,673	-	-	9,673
<b>Total non-current</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>273,708</b>	<b>37,429</b>	<b>8,782</b>	<b>319,919</b>
<b>Current</b>								
Trade payables	262	-	-	262	493	-	-	493
Borrowings	-	41,406	-	41,406	7,469	116	-	7,585
Derivative financial instruments	-	-	-	-	-	-	1,429	1,429
Lease liabilities	-	-	-	-	319	-	-	319
<b>Total current</b>	<b>262</b>	<b>41,406</b>	<b>-</b>	<b>41,668</b>	<b>8,281</b>	<b>116</b>	<b>1,429</b>	<b>9,826</b>
<b>Total financial liabilities</b>	<b>262</b>	<b>41,406</b>	<b>-</b>	<b>41,668</b>	<b>281,989</b>	<b>37,545</b>	<b>10,211</b>	<b>329,745</b>

The Group's financial instruments carried at fair value are classified within the measurement hierarchy set out in [note 4\(c\)](#).

The Group's assets and liabilities that are measured at fair value are as follows:

	December 31 2020	December 31 2019
<b>Financial assets</b>		
Level 1: Cash and cash equivalents (including restricted cash)	45,964	123,382
Level 2: Bond call option	120	-
<b>Total financial assets</b>	<b>46,084</b>	<b>123,382</b>
<b>Financial liabilities:</b>		
Level 1: Corporate bond	41,406	37,545
Level 2: Borrowings	-	271,504
Level 2: Interest rate swaps	-	10,211
<b>Total financial liabilities</b>	<b>41,406</b>	<b>319,260</b>

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### 29. Contingencies

On August 10, 2015, the Group received a litigation notice from a former employee alleging unreconciled labor-related differences. The Company's Directors believe the claim is without merit, and the Group continues to vigorously defend itself. Given the current stage of the legal process, the Company is unable to make a reliable estimate of the financial effects of the litigation and has not included a provision for liability under IAS 37 Provisions, Contingent Liabilities and Contingent Assets, in these consolidated financial statements.

### 30. Commitments

The Group enters into engineering, procurement and construction agreements with large international contractors that design, construct, operate and maintain utility-scale solar photovoltaic power plants. As of December 31, 2020, as part of its discontinued operations, the Group had a contractual obligation payable over a period of over one year to acquire construction services in the amount of \$31.1 million related to the construction of the 45 MW Niigata solar power project in Japan. This contractual obligation will be funded from existing cash available at the project company level.

### 31. Coronavirus (COVID-19)

The magnitude of any potential disruption of the Company's business operations due to the coronavirus outbreak will depend on certain developments, including the duration, spread and severity of the COVID-19 outbreak in Japan. The Company is actively monitoring and implementing specific precautionary measures to mitigate any potential disruptions. As of the date hereof, none of the Company's operating or development projects has been adversely affected. However, the duration and extent of the COVID-19 outbreak and the potential financial impact on the Company's operations and development activities cannot be reasonably predicted at this time and it is possible that COVID-19 may have a material adverse effect on the Company's business, results of operations and financial condition including, without limitation, the possible temporary suspension of construction activities at the Niigata Project.

### 32. Subsequent events

#### *Loan facility from Lundin family*

On January 4, 2021, Etrion received a €4.0 million (approximately \$4.9 million) loan facility from the Lundin family in order to provide additional financing in anticipation of the imminent redemption of the corporate bonds. The loan bears a 3% interest rate and is repayable in twelve months.

#### *Redemption of the corporate bond*

On January 7, 2021, Etrion redeemed the €40 million (approximately \$49.0 million) outstanding corporate bond, in full and at a redemption price of 100.725% of the face value plus accrued and unpaid interest.

#### *Operational update*

During January and February 2021, the Misawa solar park suffered from heavy snowfalls resulting in damages to the solar modules on sites three and four. The production of electricity was partially interrupted, and the total damage is currently under assessment. The solar project company has property and business interruption insurance policies. The project company will be assessing the insurance claim with the insurer after confirming the level of damages and agreeing the business interruption claim with the insurer. The Company expects to have the parks fully restored by June of this year.