

**Elenia Investments S.à r.l.**  
Société à Responsabilité Limitée

Audited annual accounts for the financial year ended  
December 31, 2020

20, Boulevard Royal  
L-2449 Luxembourg  
**RCS Luxembourg: B 236 561**

## **Elenia Investments S.à r.l.**

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## **Independent auditor's report**

To the Board of Managers of  
Elenia Investments S.à r.l.  
20, Boulevard Royal  
L-2449 Luxembourg

### **Opinion**

We have audited the annual accounts of Elenia Investments S.à r.l. (the "Company"), which comprise the balance sheet as at 31 December 2020, and the profit and loss account for the year then ended, and the notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at 31 December 2020, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

### **Basis for Opinion**

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (the "Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the "responsibilities of the "réviseur d'entreprises agréé" for the audit of the annual accounts" section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Responsibilities of the Board of Managers for the annual accounts**

The Board of Managers is responsible for the preparation and fair presentation of these annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Managers determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Managers 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 the Board of Managers either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### **Responsibilities of the “réviseur d'entreprises agréé” for the audit of the annual accounts**

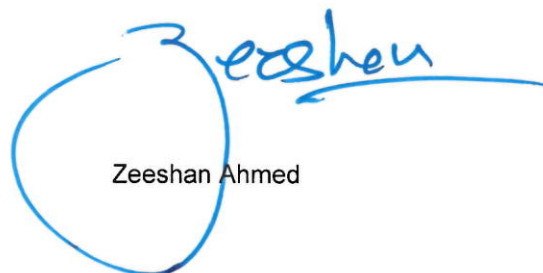
Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the “réviseur d'entreprises agréé” that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 annual accounts.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, 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 the Board of Managers.
- Conclude on the appropriateness of Board of Managers' 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 report of the “réviseur d'entreprises agréé” to the related disclosures in the annual accounts 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 report of the “réviseur d'entreprises agréé”. 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 annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Ernst & Young  
Société anonyme  
Cabinet de révision agréé



Zeeshan Ahmed

Luxembourg, 8 March 2021

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**Annual Accounts Helpdesk :****Tel. : (+352) 247 88 494****Email :****centralesbilans@statec.etat.lu**

RCSL Nr. : B236561

Matricule : 20192446385

**BALANCE SHEET****Financial year from** <sup>01</sup> 01/01/2020 **to** <sup>02</sup> 31/12/2020 *(in* <sup>03</sup> EUR)

Elenia Investments S.à r.l.

20 Boulevard Royal

L-2449 Luxembourg

**ASSETS**

	Reference(s)	Current year	Previous year
<b>A. Subscribed capital unpaid</b>			
I. Subscribed capital not called	1101 _____	101 _____	102 _____
II. Subscribed capital called but unpaid	1103 _____	103 _____	104 _____
	1105 _____	105 _____	106 _____
<b>B. Formation expenses</b>	1107 _____	107 _____	108 _____
<b>C. Fixed assets</b>	1109 _____	109 <u>1,672,200,000.00</u>	110 <u>0.00</u>
I. Intangible assets	1111 _____	111 _____	112 _____
1. Costs of development	1113 _____	113 _____	114 _____
2. Concessions, patents, licences, trade marks and similar rights and assets, if they were	1115 _____	115 _____	116 _____
a) acquired for valuable consideration and need not be shown under C.I.3	1117 _____	117 _____	118 _____
b) created by the undertaking itself	1119 _____	119 _____	120 _____
3. Goodwill, to the extent that it was acquired for valuable consideration	1121 _____	121 _____	122 _____
4. Payments on account and intangible assets under development	1123 _____	123 _____	124 _____
II. Tangible assets	1125 _____	125 _____	126 _____
1. Land and buildings	1127 _____	127 _____	128 _____
2. Plant and machinery	1129 _____	129 _____	130 _____

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B236561

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	Reference(s)	Current year	Previous year
3. Other fixtures and fittings, tools and equipment	1131	131	132
4. Payments on account and tangible assets in the course of construction	1133	133	134
III. Financial assets	1135	2.2.2	135
1. Shares in affiliated undertakings	1137	3.1	137
2. Loans to affiliated undertakings	1139		139
3. Participating interests	1141		141
4. Loans to undertakings with which the undertaking is linked by virtue of participating interests	1143		143
5. Investments held as fixed assets	1145		145
6. Other loans	1147		147
<b>D. Current assets</b>	1151	550,046,071.71	151
I. Stocks	1153		153
1. Raw materials and consumables	1155		155
2. Work in progress	1157		157
3. Finished goods and goods for resale	1159		159
4. Payments on account	1161		161
II. Debtors	1163	2.2.3	163
1. Trade debtors	1165		165
a) becoming due and payable within one year	1167		167
b) becoming due and payable after more than one year	1169		169
2. Amounts owed by affiliated undertakings	1171	550,000,000.00	171
a) becoming due and payable within one year	1173		173
b) becoming due and payable after more than one year	1175	4.1.1	175
3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177		177
a) becoming due and payable within one year	1179		179
b) becoming due and payable after more than one year	1181		181
4. Other debtors	1183	535.00	183
a) becoming due and payable within one year	1185	2.2.6,4.2.1	185
b) becoming due and payable after more than one year	1187		187

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RCSL Nr. : B236561		Matricule : 20192446385	
	Reference(s)	Current year	Previous year
III. Investments	1189	189	190
1. Shares in affiliated undertakings	1191	191	192
2. Own shares	1209	209	210
3. Other investments	1195	195	196
IV. Cash at bank and in hand	1197	45,536.71	11,912.25
<b>E. Prepayments</b>	1199		
<b>TOTAL (ASSETS)</b>		2,222,246,071.71	11,912.25

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RCSL Nr. : B236561

Matricule : 20192446385

## CAPITAL, RESERVES AND LIABILITIES

	Reference(s)		Current year		Previous year
<b>A. Capital and reserves</b>	1301		301 1,657,090,370.64	302	-18,984.47
I. Subscribed capital	1303 5.1	303	12,050.00	304	12,000.00
II. Share premium account	1305 5.2	305	1,657,399,950.00	306	0.00
III. Revaluation reserve	1307	307		308	
IV. Reserves	1309	309		310	
1. Legal reserve	1311	311		312	
2. Reserve for own shares	1313	313		314	
3. Reserves provided for by the articles of association	1315	315		316	
4. Other reserves, including the fair value reserve	1429	429		430	
a) other available reserves	1431	431		432	
b) other non available reserves	1433	433		434	
V. Profit or loss brought forward	1319	319	-30,984.47	320	0.00
VI. Profit or loss for the financial year	1321	321	-290,644.89	322	-30,984.47
VII. Interim dividends	1323	323		324	
VIII. Capital investment subsidies	1325	325		326	
<b>B. Provisions</b>	1331	331		332	
1. Provisions for pensions and similar obligations	1333	333		334	
2. Provisions for taxation	1335	335		336	
3. Other provisions	1337	337		338	
<b>C. Creditors</b>	1435 2.2.5	435	565,155,701.07	436	30,896.72
1. Debenture loans	1437	437		438	
a) Convertible loans	1439	439		440	
i) becoming due and payable within one year	1441	441		442	
ii) becoming due and payable after more than one year	1443	443		444	
b) Non convertible loans	1445	445		446	
i) becoming due and payable within one year	1447	447		448	
ii) becoming due and payable after more than one year	1449	449		450	
2. Amounts owed to credit institutions	1355	355		356	
a) becoming due and payable within one year	1357	357		358	
b) becoming due and payable after more than one year	1359	359		360	

The notes in the annex form an integral part of the annual accounts

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Matricule : 20192446385

	Reference(s)		Current year		Previous year
3. Payments received on account of orders in so far as they are not shown separately as deductions from stocks	1361		361		362
a) becoming due and payable within one year	1363		363		364
b) becoming due and payable after more than one year	1365		365		366
4. Trade creditors	1367		367	55,166.07	368 30,896.72
a) becoming due and payable within one year	1369	6.1.1	369	55,166.07	370 30,896.72
b) becoming due and payable after more than one year	1371		371		372
5. Bills of exchange payable	1373		373		374
a) becoming due and payable within one year	1375		375		376
b) becoming due and payable after more than one year	1377		377		378
6. Amounts owed to affiliated undertakings	1379		379	565,100,000.00	380 0.00
a) becoming due and payable within one year	1381		381		382
b) becoming due and payable after more than one year	1383	6.2.1	383	565,100,000.00	384 0.00
7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests	1385		385		386
a) becoming due and payable within one year	1387		387		388
b) becoming due and payable after more than one year	1389		389		390
8. Other creditors	1451		451	535.00	452 0.00
a) Tax authorities	1393	2.2.6, 6.3.1	393	535.00	394 0.00
b) Social security authorities	1395		395		396
c) Other creditors	1397		397		398
i) becoming due and payable within one year	1399		399		400
ii) becoming due and payable after more than one year	1401		401		402
D. Deferred income	1403		403		404
<b>TOTAL (CAPITAL, RESERVES AND LIABILITIES)</b>			405	2,222,246,071.71	406 11,912.25

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RCSL Nr. : B236561

Matricule : 20192446385

**PROFIT AND LOSS ACCOUNT****Financial year from** <sup>01</sup> 01/01/2020 **to** <sup>02</sup> 31/12/2020 *(in* <sup>03</sup> EUR)

Elenia Investments S.à r.l.  
 20 Boulevard Royal  
 L-2449 Luxembourg

**PROFIT AND LOSS ACCOUNT**

	Reference(s)	Current year	Previous year
<b>1. Net turnover</b>	1701 _____	701 _____	702 _____
<b>2. Variation in stocks of finished goods and in work in progress</b>	1703 _____	703 _____	704 _____
<b>3. Work performed by the undertaking for its own purposes and capitalised</b>	1705 _____	705 _____	706 _____
<b>4. Other operating income</b>	1713 _____	713 _____	714 _____
<b>5. Raw materials and consumables and other external expenses</b>	1671 _____	671 <u>-88,175.13</u>	672 <u>-30,984.47</u>
a) Raw materials and consumables	1601 _____	601 _____	602 _____
b) Other external expenses	1603 <u>7</u>	603 <u>-88,175.13</u>	604 <u>-30,984.47</u>
<b>6. Staff costs</b>	1605 _____	605 _____	606 _____
a) Wages and salaries	1607 _____	607 _____	608 _____
b) Social security costs	1609 _____	609 _____	610 _____
i) relating to pensions	1653 _____	653 _____	654 _____
ii) other social security costs	1655 _____	655 _____	656 _____
c) Other staff costs	1613 _____	613 _____	614 _____
<b>7. Value adjustments</b>	1657 _____	657 _____	658 _____
a) in respect of formation expenses and of tangible and intangible fixed assets	1659 _____	659 _____	660 _____
b) in respect of current assets	1661 _____	661 _____	662 _____
<b>8. Other operating expenses</b>	1621 _____	621 _____	622 _____

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RCSL Nr. : B236561

Matricule : 20192446385

	Reference(s)	Current year	Previous year
<b>9. Income from participating interests</b>			
	1715	715	716
a) derived from affiliated undertakings	1717	717	718
b) other income from participating interests	1719	719	720
<b>10. Income from other investments and loans forming part of the fixed assets</b>			
	1721	721	722
a) derived from affiliated undertakings	1723	723	724
b) other income not included under a)	1725	725	726
<b>11. Other interest receivable and similar income</b>			
	1727	727	728
a) derived from affiliated undertakings	1729	729	730
b) other interest and similar income	1731	731	732
<b>12. Share of profit or loss of undertakings accounted for under the equity method</b>			
	1663	663	664
<b>13. Value adjustments in respect of financial assets and of investments held as current assets</b>			
	1665	665	666
<b>14. Interest payable and similar expenses</b>			
	1627	627	628
a) concerning affiliated undertakings	1629	629	630
b) other interest and similar expenses	1631	631	632
<b>15. Tax on profit or loss</b>			
	1635	635	636
<b>16. Profit or loss after taxation</b>			
	1667	667	668
<b>17. Other taxes not shown under items 1 to 16</b>			
	1637	637	638
<b>18. Profit or loss for the financial year</b>			
	1669	669	670

The notes in the annex form an integral part of the annual accounts

## **1. General information**

Elenia Investments S.à r.l. (hereafter the "Company") was incorporated on July 25, 2019 and is organised under the laws of Luxembourg as a Société à Responsabilité Limitée for an unlimited period of time, subject to general company law.

On January 11, 2021, the Company transferred its registered office from 9 Allée Scheffer, L-2520 Luxembourg to 20 Boulevard Royal, L-2449 Luxembourg (see Note 12).

The Company's financial year begins on January 1<sup>st</sup> and ends on December 31<sup>st</sup> each year.

Exceptionally, the previous financial period started on July 25, 2019 and ended on December 31, 2019.

The main activity of the Company is (i) the holding of participations, whether direct or indirect through directly or indirectly owned subsidiaries, in any form whatsoever, in Luxembourg and foreign companies, the acquisition by purchase, subscription, or in any other manner as well as the transfer by sale, exchange or otherwise, of stocks, bonds, debentures, notes, and other securities of any kind, equity or debt instruments (convertible or not) of any kind (including but not limited to synthetic securities), and (ii) the ownership, administration, development and management of its portfolio. The Company may also hold interests in partnerships.

The Company may borrow in any form and proceed to the issue of bonds, debentures as well as any other type of equity or debt instruments (convertible or not, preferential or not, redeemable or not).

In a general fashion it may grant, directly or indirectly, assistance to affiliated or group companies (including but not limited to the granting of any type of loan), take any controlling and/or supervisory measures and carry out any operation, which it may deem useful in the accomplishment and development of its purposes.

In particular the Company may enter into any guarantee, pledge or any other form of security, whether by personal covenant or by mortgage or charge upon all or part of the property assets (present or future) of the undertaking or by all or any of such methods, for the performance of any contracts or obligations of the Company and of any of its affiliated or group companies, or any director, manager or other agent of the Company or any of its affiliated or group companies, within the limits of any applicable law provision.

The Company may enter into any kind of credit derivative agreements, including but not limited to any type of swap agreements such as swap agreement under which the Company may provide credit protection to swap counterparty, any interest and/or currency exchange agreements and other financial derivative agreements.

The Company may further carry out any commercial, industrial or financial operations, as well as any transactions on real estate or on movable property. In addition, the Company may act as general partner of any of its subsidiaries and take all necessary or useful actions on their behalf if so required by the law applicable to such subsidiaries.

## **1. General information (cont. and end)**

Based on the criteria defined by the Luxembourg law, the Company is exempted from the obligation to draw up consolidated accounts and a consolidated management report for the year ended December 31, 2020. Therefore, in accordance with the relevant legal provisions, these annual accounts are presented on an unconsolidated basis to be approved by the shareholders during the Annual General Meeting.

In order to benefit from this exemption, the Company is included in the consolidated financial statements of its indirect parent company, Elton Investments S.à r.l. ("Elton"). The registered office of Elton is located at 20 Boulevard Royal, L-2449 Luxembourg and a request to obtain these financial statements can be made at the above-mentioned registered office and at the Luxembourg Business Register.

The Grand-Ducal Regulation of September 12, 2019, determining the content of the standard chart of accounts as per Article 12 of the Commercial code revised the Luxembourg Standard Chart of Accounts ("SCA") dated June 10, 2009. This new SCA applies to year beginning on or after January 1, 2020 to be filed with the Register of Commerce and Companies from 2021 onwards. As a result, this new SCA has been transposed in these annual accounts.

## **2. Summary of significant accounting policies**

### **2.1. General principles**

The annual accounts are prepared in accordance with the Luxembourg legal and regulatory requirements under the historical cost convention and according to generally accepted accounting principles applicable to commercial companies in Luxembourg. The accounting policies and valuation principles are, apart from those enforced by the law, determined and implemented by the Company's management ("Management").

The preparation of annual accounts requires the use of certain critical accounting estimates. It also requires Management to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the year in which the assumptions changed. Management believes that the underlying assumptions are appropriate and that the annual accounts therefore present the financial position and results fairly.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances

### **2.2. Significant accounting policies**

The significant accounting policies of the Company can be summarised as follows:

## **2. Summary of significant accounting policies (cont.)**

### **2.2.1. Formation expenses**

Formation expenses are fully amortised during the period in which they are incurred.

### **2.2.2. Financial assets**

Shares in affiliated undertakings are valued at their historical acquisition cost, including incidental costs of acquisition.

Amounts owed by affiliated undertakings are valued at their nominal value.

If Management determines that a durable impairment has occurred in the value of a financial asset, a value adjustment is made in order to reflect that loss. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

### **2.2.3. Debtors**

Debtors are recorded at their nominal value. A value adjustment is made when their recovery is partly or completely in doubt. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

### **2.2.4. Foreign currency translation**

The books of the Company are maintained in EUR.

All transactions expressed in another currency than EUR are translated to EUR at the exchange rate prevailing at the transaction date.

Formation expenses and financial assets expressed in a currency other than EUR are translated to EUR at the exchange rate prevailing at the transaction date. At the balance sheet date, these financial assets are maintained at their historical exchange rate.

Cash at bank and other cash equivalents are translated at the exchange rate prevailing at the balance sheet date. Exchange gains and losses resulting from this conversion are accounted for in the profit and loss account for the year.

Other assets and liabilities are valued individually at the lower or the higher, respectively, of their value at the historical exchange rate or at their value determined at the exchange rate prevailing at the balance sheet date. Only the unrealised exchange losses are accounted for in the profit and loss account. Realised exchange gains and losses are accounted for in the profit and loss account at the date of the transaction.

In the case where there is an economic link between a current asset and a current liability, the respective asset and liability are translated in total and only the unrealised net exchange loss is accounted for in the profit and loss account.

**2. Summary of significant accounting policies (cont. and end)**

**2.2.5. Creditors**

Creditors are recorded at their reimbursement value. Any interest payable on loans is accounted for in the profit and loss account in the year in which it becomes payable.

**2.2.6. Other creditors - Tax authorities**

This item includes the tax liability estimated by the Company for the financial years for which the Company has not been assessed yet. The advance payments are disclosed in the assets of the balance sheet under "Other debtors".

**2.2.7. Going concern**

During December 2019, a new virus ("Covid-19") emerged in China and infections started to occur across Asia and latterly the rest of the world in the beginning of 2020. On 11<sup>th</sup> March 2020, the World Health Organisation ("WHO") declared Covid-19 a pandemic and national governments have acted to implement a range of policies and actions to combat the virus and its economic impact to national markets and the global economy.

Management has assessed the impact on the annual accounts as of December 31, 2020 and has concluded Covid-19 impact is not impacting the going concern of the Company.



**Elenia Investments S.à r.l.****Notes to the annual accounts as at December 31, 2020****3. Financial assets****3.1. Shares in affiliated undertakings**

The shares in affiliated undertakings are as follows:

Name of the company	Registered office	Percentage of ownership	Book value as at 01.01.2020	Additions/(disposals)/(transfers) for the year	(Value adjustment allocations)/reversals for the year	Net book value as at 31.12.2020	Last balance sheet date	Net equity at the balance sheet date*	Results of the last financial year*
		EUR	EUR	EUR	EUR	EUR		EUR	EUR
Elenia Oy (previously Elenia Palvelut Oy)	7 Patamäenkatu 33900 Tampere	100.00%	-	14,800,000.00 2,207,400,000.00 (550,000,000.00)	-	1,672,200,000.00	31.12.2020	(37,158.45)	1,657,801,564.52
Lakeside Network Investments Holdings B.V. ("LNI BV")	760 Amstelveenseweg 1081 JK Amsterdam	0.00%	-	2,207,400,000.00 (2,207,400,000.00)	-	-	N/A	N/A	N/A
<b>Total</b>			-	<b>1,672,200,000.00</b>	-	<b>1,672,200,000.00</b>			

\*Based on the audited financial statements as of December 31, 2020 prepared in accordance with International Financial Reporting Standard (IFRS).

On January 1, 2020, the Company acquired all the shares of Elenia Oy for an aggregate amount of EUR 14,800,000.00, fully paid in cash.

Pursuant to a contribution agreement dated January 2, 2020 entered into by the Company and its sole shareholder, as contributor, the sole shareholder of the Company transferred and contributed to the Company all the shares it held in LNI BV for a total amount of EUR 2,207,400,000.00 (the "Contribution in Kind"). In exchange of the Contribution in Kind, the Company issued to its sole shareholder fifty (50) new shares and share premium for an aggregate amount of EUR 2,207,400,000.00 (see Notes 5.1 & 5.2).

Pursuant to a deed of shares transfer dated January 2, 2020 entered into by the Company, as transferor, Elenia Oy, as transferee, and LNI BV, as company, the Company transferred all the shares it held in LNI BV to Elenia Oy for a total amount of EUR 2,207,400,000.00 (the "Shares Transfer"). In exchange of the Shares Transfer, the Company subscribed to fifty (50) new shares in Elenia Oy for an aggregate amount of EUR 2,207,400,000.00.

On November 13, 2020, Elenia Oy resolved to repay part of its share premium to the Company for an amount of EUR 550,000,000.00 to be settled in several instalments prior to December 31, 2023.

The full extent of the Covid-19 economic impact on the value of the assets owned by the Company remains uncertain. However, based on the latest evolutions of the pandemic and information currently available, Management concluded that no value adjustment is required.

#### **4. Debtors**

##### **4.1. Amounts owed by affiliated undertakings**

###### **4.1.1. becoming due and payable after more than one year**

This item is composed of a receivable from Elenia Oy for an amount of EUR 550,000,000.00 (see Note 3.1.) (2019: EUR 0.00).

##### **4.2. Other debtors**

###### **4.2.1. becoming due and payable within one year**

This item is composed of advances paid to the Luxembourg Tax Authorities for an amount of EUR 535.00 (2019: EUR 0.00).

#### **5. Capital and reserve**

##### **5.1. Subscribed capital**

The subscribed capital, amounting to EUR 12,050.00 (2019: EUR 12,000.00), is represented by 12,050 shares with a nominal value of EUR 1.00 each, fully paid.

The movement in subscribed capital during the year corresponds to an increase by an amount of EUR 50.00 following to the decision taken by the Extraordinary General Meeting of the sole shareholder held on January 2, 2020, pursuant to which the Company created and issued 50 new ordinary shares having all a nominal value of EUR 1.00 fully paid, subject to a share premium of EUR 2,207,399,950.00 (see Note 5.2).

##### **5.2. Share premium account**

There is a share premium for a total amount of EUR 1,657,399,950.00 (2019: EUR 0.00).

The movements on the "Share premium account" item during the financial year correspond to:

- an increase following to the decision taken by the Extraordinary General Meeting of the sole shareholder held on January 2, 2020 (see Note 5.1); and
- a decrease following to the decision taken by the Extraordinary General Meeting of the sole shareholder held on November 13, 2020.

<b>Share premium account</b>	<b>EUR</b>
<b>At the beginning of the financial year</b>	<b>-</b>
Capital increase 02/01/2020	2,207,399,950.00
Share premium repayment 13/11/2020	(550,000,000.00)
<b>At the end of the financial year</b>	<b>1,657,399,950.00</b>

### **5.3. Legal reserve**

In accordance with Luxembourg company law, the Company is required to transfer a minimum of 5% of its net profit for each financial year to a legal reserve. This requirement ceases to be necessary once the balance on the legal reserve reaches 10% of the issued share capital. The legal reserve is not available for distribution to the shareholders.

## **6. Creditors**

### **6.1. Trade creditors**

#### **6.1.1. becoming due and payable within one year**

This item amounting to EUR 55,166.07 (2019: EUR 30,896.72) is composed of creditors and accruals in connection with the administration of the Company.

### **6.2. Amounts owed to affiliated undertakings**

#### **6.2.1. becoming due and payable after more than one year**

This item amounting to EUR 565,100,000.00 (2019: EUR 0.00) is composed of:

- a payable to Lakeside Network Investments S.à r.l., its sole shareholder, for an amount of EUR 550,000,000.00 (see Note 5.2);
- Promissory notes issued by the Company for a total amount of EUR 15,100,000.00 which is detailed as follows:

Nature	Subscriber	Maturity date	Interest rate	Book value as at 01.01.2020	Additions/ (repayments)/ (disposals)/ for the year	Book value as at 31.12.2020	Accrued interest as at 31.12.2020	Interest for the year
				EUR	EUR	EUR	EUR	EUR
Promissory note (1 <sup>st</sup> advance)	Elenia Group Oy	15.04.2025	(*)	-	15,000,000.00	15,000,000.00	-	201,881.56
Promissory note (2 <sup>nd</sup> advance)	Elenia Group Oy	14.12.2025	(*)	-	100,000.00	100,000.00	-	53.20
<b>Total</b>				-	<b>15,100,000.00</b>	<b>15,100,000.00</b>	-	<b>201,934.76</b>

(\*) The interest rate corresponds to the EURIBOR 12 months plus 2%. The EURIBOR for the year amounts to -0.053%.

On April 22, 2020, the Company issued a first Promissory note advance to Elenia Group Oy for an amount of EUR 15,000,000.00.

On December 21, 2020, the Company issued a second Promissory note advance to Elenia Group Oy for an amount of EUR 100,000.00.

**Elenia Investments S.à r.l.**  
**Notes to the annual accounts as at December 31, 2020**

**6.3. Other creditors**

**6.3.1. Tax authorities**

This item is composed of net wealth tax accruals for a total amount of EUR 535.00 (2019: EUR 0.00).

**7. Other external expenses**

This caption is composed as follows:

	<b>2020</b>	<b>2019</b>
	<b>EUR</b>	<b>EUR</b>
Accounting, legal and administration fees	58,708.29	17,800.00
Audit fees	18,322.25	8,500.00
Notary fees	7,093.51	1,250.52
Tax consulting fees	3,217.52	3,346.20
Bank fees	483.56	87.75
Luxembourg Chamber of Commerce contribution	350.00	-
<b>Total</b>	<b>88,175.13</b>	<b>30,984.47</b>

**8. Staff costs**

The Company employed no employee during the year.

**9. Interest payable and similar expenses**

**9.1. concerning affiliated undertakings**

This item corresponds to the interest on the Promissory notes subscribed by affiliated undertakings for an amount of EUR 201,934.76 (see Note 6.2.1.) (2019: EUR 0.00).

**10. Tax status**

The Company is subject to Luxembourg's applicable general tax regulations.

**11. Off-balance sheet commitments**

Pursuant to an accession memorandum dated 30 December 2019, the Company has jointly guaranteed the payment of bonds and notes issued by its indirect subsidiary Elenia Verkko Oyj (previously: Elenia Finance Oyj which has merged with and into Elenia Verkko Oyj on 1 July 2020). As of 31 December 2020, the amount under guarantee is EUR 1,702,297,186.66.

**12. Subsequent events**

On January 11, 2021, the Company transferred its registered office from 9 Allée Scheffer, L-2520 Luxembourg to 20 Boulevard Royal, L-2449 Luxembourg.

Management continues to monitor the Covid-19 situation closely and will react to changes as necessary. There are no indications that the pandemic would cause significant challenges to Elenia Group in 2021.