

etrion

Audited Consolidated Financial Statements
Year ended December 31, 2019



At a Glance

Etrion Corporation

Etrion Corporation is a solar 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 strong local team and secured invaluable partnerships with developers, general contractors and local lenders.

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

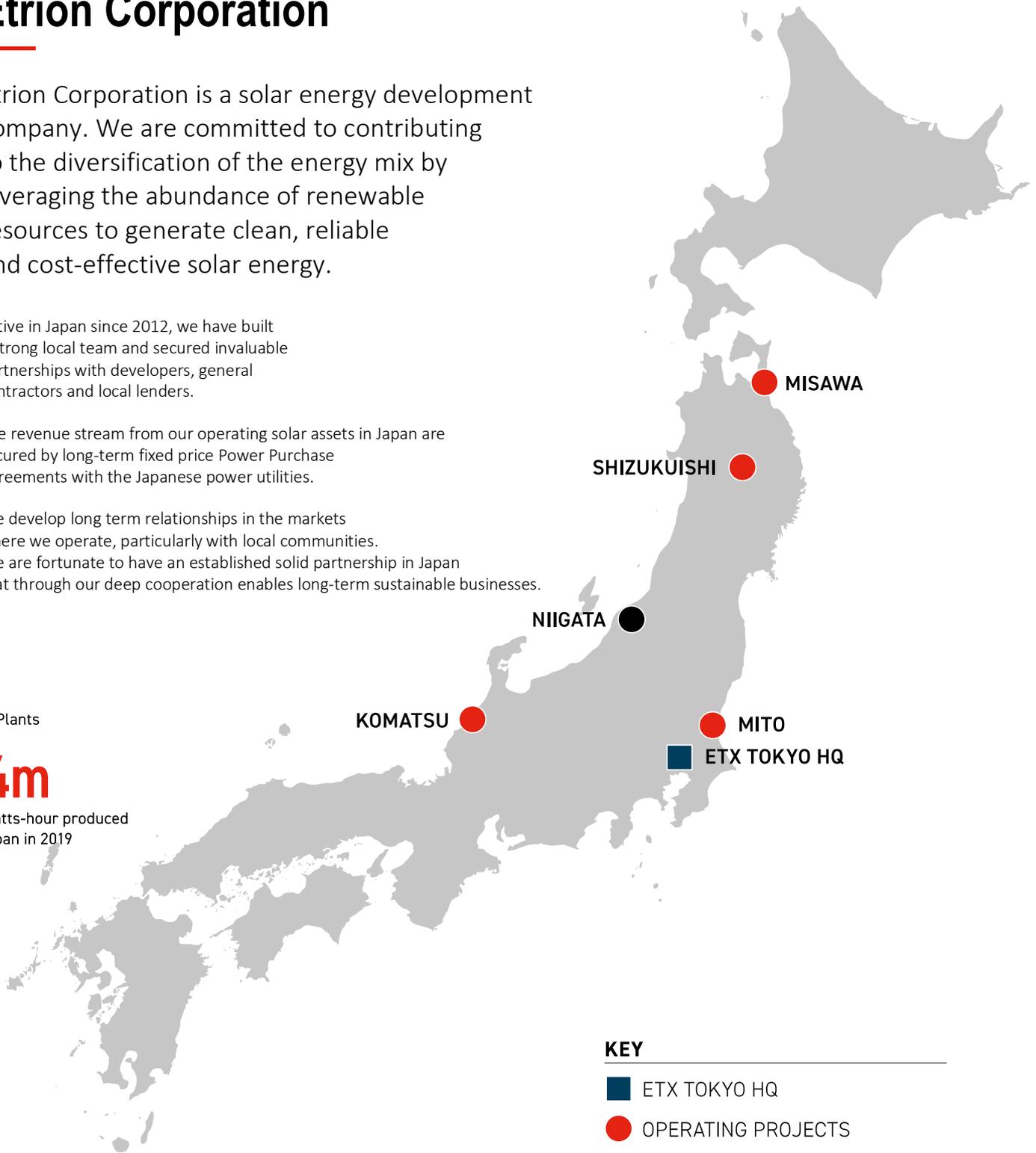
We develop long term relationships in the markets where we operate, particularly with local communities. We are fortunate to have an established solid partnership in Japan that through our deep cooperation enables long-term sustainable businesses.

11

Solar Plants

64m

Kilowatts-hour produced for Japan in 2019



KEY

- ETRION TOKYO HQ
- OPERATING PROJECTS
- PROJECT UNDER CONSTRUCTION



For more information about our Company, take a look on our website at: www.etrion.com

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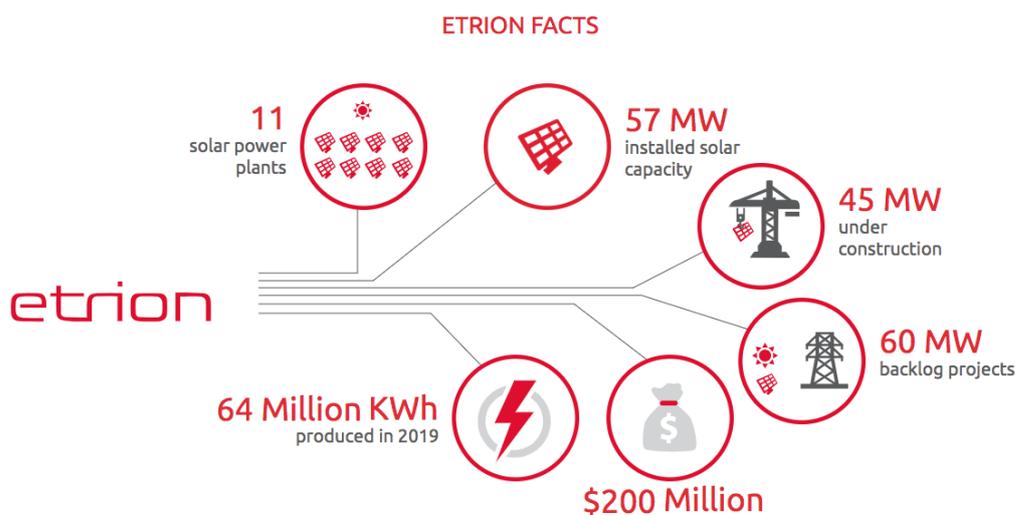
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FINANCIAL STATEMENTS

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Independent auditor's report

To the Shareholders of Etrion Corporation

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, 2019 and 2018, 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 loss and comprehensive net loss for the years ended December 31, 2019 and 2018;
- the consolidated balance sheet as at December 31, 2019 and 2018;
- 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 a summary of significant accounting policies.

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.

Other information

Management is responsible for the other information. The other information comprises the information, other than the consolidated financial statements and our auditor's report thereon, included in or filed on the same date as the annual report, which includes the Management Discussion & Analysis and Annual Information Form.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express an opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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.

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 companies 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Luc Schulthess.

PricewaterhouseCoopers SA
Geneva, Switzerland



Luc Schulthess



Colin Johnson

March 9, 2020

Consolidated statement of net loss and comprehensive net loss

For the years ended December 31, 2019 and 2018

Expressed in US\$'000

	Note	2019	2018
Revenue	6	21,876	19,500
Operating expenses	7	(14,487)	(12,913)
Gross profit		7,389	6,587
General and administrative expenses	8	(5,607)	(6,128)
Additional termination fee	9	-	(1,294)
Other income, net	10	3,116	476
Operating profit (loss)		4,898	(359)
Finance income	11	656	1,290
Finance costs	11	(7,899)	(8,337)
Net finance costs		(7,243)	(7,047)
Net loss before income tax		(2,345)	(7,406)
Income tax expense	12	(2,343)	(1,212)
Net loss for the year		(4,688)	(8,618)
Other comprehensive income (loss)			
Items that may be reclassified to profit and loss:			
Gain on currency translation	21	447	391
Gain on cash flow hedges, net of tax		69	489
Actuarial (loss) gain on post-employment benefits		(317)	77
Total other comprehensive income		199	957
Total comprehensive net loss for the year		(4,489)	(7,661)
Income (loss) attributable to:			
Owners of the parent		(4,883)	(8,878)
Non-controlling interests	14	195	260
Total		(4,688)	(8,618)
Total comprehensive income (loss) attributable to:			
Owners of the parent		(4,681)	(7,975)
Non-controlling interests	14	192	314
Total		(4,489)	(7,661)
Basic and diluted loss per share from loss of the year	13	\$(0.01)	\$(0.03)

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

Consolidated balance sheet

As at December 31, 2019 and 2018

Expressed in US\$'000

	Note	December 31 2019	December 31 2018
Assets			
Non-current assets			
Property, plant and equipment	15	191,796	146,594
Intangible assets	16	14,755	13,318
Deferred income tax assets	12	2,839	3,076
Trade and other receivables	18	3,949	588
Total non-current assets		213,339	163,576
Current assets			
Trade and other receivables	18	10,240	14,923
Cash and cash equivalents (including restricted cash)	17	123,382	24,727
Total current assets		133,622	39,650
Total assets		346,961	203,226
Equity			
Attributable to common shareholders			
Share capital	19	111,304	111,304
Contributed surplus		13,443	13,281
Other reserves	21	(12,799)	(12,940)
Accumulated deficit		(115,048)	(109,848)
Total attributable to common shareholders		(3,100)	1,797
Non-controlling interests	14	-	1,132
Total equity		(3,100)	2,929
Liabilities			
Non-current liabilities			
Borrowings	22	301,464	166,760
Derivative financial instruments	23	8,782	8,706
Provisions	24	15,848	5,631
Other liabilities	24	-	2,385
Total non-current liabilities		326,094	183,482
Current liabilities			
Trade and other payables	26	12,917	3,997
Current tax liabilities	12	1,676	795
Borrowings	22	7,585	9,847
Derivative financial instruments	23	1,429	1,452
Provisions	24	319	-
Other liabilities	24	41	724
Total current liabilities		23,967	16,815
Total liabilities		350,061	200,297
Total equity and liabilities		346,961	203,226

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

Consolidated statement of changes in equity

For the years ended December 31, 2019 and 2018

Expressed in US\$'000

	Attributable to owners of the parent					Non-controlling interests	Total equity
	Share capital	Contributed surplus	Other reserves	Accumulated deficit	Total		
Balance at January 1, 2018	111,304	12,538	(13,766)	(101,047)	(9,029)	818	9,847
Comprehensive income (loss):							
(Loss) Income for the Year	-	-	-	(8,878)	(8,878)	260	(8,618)
Other comprehensive income:							
Cash flow hedges (net of tax)	-	-	450	-	450	39	489
Currency translation	-	-	376	-	376	15	391
Actuarial gain on post-employment benefits				77	77		77
Total comprehensive income (loss)	-	-	826	(8,801)	(7,975)	314	(7,661)
Transactions with owners in their capacity as owners:							
Share-based payments	-	743	-	-	743	-	743
Balance at December 31, 2018	111,304	13,281	(12,940)	(109,848)	1,797	1,132	2,929
Balance at January 1, 2019	111,304	13,281	(12,940)	(109,848)	1,797	1,132	2,929
Comprehensive income (loss):							
(Loss) income for the year	-	-	-	(4,883)	(4,883)	195	(4,688)
Other comprehensive income (loss):							
Cash flow hedges (net of tax)	21	-	86	-	86	(17)	69
Currency translation	21	-	433	-	433	14	447
Actuarial loss on post-employment benefits	25	-	-	(317)	(317)	-	(317)
Total comprehensive income (loss)	-	-	519	(5,200)	(4,681)	192	(4,489)
Transactions with owners in their capacity as owners:							
Share-based payments	20	162	-	-	162	-	162
Acquisition of non-controlling interests	14	-	(378)	-	(378)	(1,324)	(1,702)
Balance at December 31, 2019	111,304	13,443	(12,799)	(115,048)	(3,100)	-	(3,100)

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

Consolidated statement of cash flow

For the years ended December 31, 2019 and 2018

Expressed in US\$'000

	Note	2019	2018
Operating activities:			
Net income (loss) for the period		(4,688)	(8,618)
Adjustments for the following non-cash items:			
Depreciation and amortization	7/8	9,298	7,912
Current income tax expense	12	2,136	1,248
Deferred income tax expense	12	207	(36)
Share-based payment expense	20	225	761
Interest expense	11	5,896	6,203
Interest expense relating to interest rate swap contracts	11	1,476	1,414
Amortization of transaction costs	11	455	589
Foreign exchange (gain) loss	11	(611)	(1,215)
Fair value changes on derivative financial instruments	11	27	63
Other expenses (income)		-	(363)
Sub-total		14,421	7,958
Changes in working capital:			
Trade and other receivables		1,322	2,249
Trade and other payables		1,428	914
Additional termination fee	9	-	(1,294)
Income tax paid		(1,251)	(1,032)
Total cash flow from operating activities		15,920	8,795
Investing activities:			
Purchases of property, plant and equipment	15	(26,718)	(9,133)
Purchases of intangible assets	16	(9,616)	(6,021)
Acquisition of financial asset	14	(2,625)	-
Proceeds from sale of subsidiary		-	145
Proceeds from sale of financial asset		-	64
Total cash flow used in investing activities		(38,959)	(14,945)
Financing activities:			
Interest paid	22	(5,636)	(6,206)
Interest relating to interest rate swap contracts		(1,483)	(1,414)
Proceeds from borrowings	22	141,715	39,839
Repayment of borrowings	22	(9,829)	(44,753)
Acquisition of non-controlling interests	14	(1,702)	-
Principal element of lease payments	24	(298)	-
Contributions from non-controlling interests		-	119
Total cash flow (used in) from financing activities		122,767	(12,415)
Net increase in cash and cash equivalents		99,728	(18,565)
Effect of exchange rate changes on cash and cash equivalents		(1,073)	89
Cash and cash equivalents at the beginning of the year		24,727	43,203
Cash and cash equivalents (including restricted cash) at the end of the year		123,382	24,727

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Notes to the consolidated financial statements

As at and for the years ended December 31, 2019 and 2018

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.

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 9, 2020.

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, 2019. 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 and defined benefit plans, 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, 2019, 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, 2019, the Group had cash and cash equivalents of \$123.4 million, \$10.6 million of which was unrestricted and held at the parent level (December 31, 2018: \$24.7 million and \$9.3 million, respectively) and working capital of \$109.7 million (December 31, 2018: \$22.8 million). During 2019, the Group recognized a net loss of \$4.7 million (2018: \$8.6 million). The Company's management is confident that the Group will be able to fund its working capital requirements for at least twelve months from the date of these consolidated financial statements. These consolidated financial statements for the year ended December 31, 2019, 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

New standards and amendments adopted by the Group

IFRS 16, Leases: This standard addresses the measurement and recognition of leases, resulting in almost all lease contracts being recognized in the balance sheet, as the distinction between operating and finance leases is removed. IFRS 16 is mandatory for financial years commencing on or after January 1, 2019. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The Group has reviewed all the Group's leasing arrangements considering the new lease accounting rules in IFRS 16. The standard will affect primarily the accounting for the existing commitments under the solar projects land lease contracts. As at January 1, 2019, the Group had non-cancellable operating lease commitments of US\$ 18.3 million. Of these commitments, approximately US\$0.3 million related to short-term and low value office leases which will be recognised on a straight-line basis as expense in profit or loss.

For the remaining lease commitments, the Group recognised right-of-use assets and lease liabilities of approximately \$10.4 million on January 1, 2019, based on discounted cash flows under the lease agreements (after adjustments for prepayments and accrued lease payments recognised as at December 31, 2018). The lease payments are discounted using 7.25%, being the interest rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. Overall net current assets were approximately \$0.3 million lower due to the presentation of a portion of the liability as a current liability. Net results after tax decreased by approximately \$0.3 million in 2019 because of adopting the new rules. Adjusted EBITDA used to measure segment results increased by approximately \$1.0 million, as the operating lease payments were included in EBITDA, but the amortisation of the right-of-use assets and interest on the lease liability are excluded from this measure.

Operating cash flows increased and financing cash flows decreased by approximately \$0.3 million as repayment of the principal portion of the lease liabilities is now classified as cash flows from financing activities.

Notes to the consolidated financial statements

As at and for the years ended December 31, 2019 and 2018

Expressed in US\$'000 unless otherwise stated

The Group applies IFRS 16 from its mandatory adoption date of January 1, 2019. The Group applies the simplified transition approach and has not restated comparative amounts for the year prior to first adoption. Right-of-use assets are measured on transition as if the new rules had always been applied. 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.

(d) 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.

On September 30, 2017 the Group concluded that in accordance with IFRS it no longer has control of PV Salvador, Spa ("Salvador") the 70% owned Chilean subsidiary that owns the licenses and rights to operate a 70 MW solar power project in Northern Chile. The Company is applying the equity method to account for its investment in Salvador since September 30, 2017. Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

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.

(e) 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.

(f) Foreign currency translation

Functional currency and presentation currency

Items included in the financial statements of the Company's subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the Company's subsidiaries is primarily the €, CHF, \$ and ¥. 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 valuations where items are remeasured. 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.

Notes to the consolidated financial statements

As at and for the years ended December 31, 2019 and 2018

Expressed in US\$'000 unless otherwise stated

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, 2019	0.0092	1.12	0.77	0.97
December 31, 2018	0.0091	1.15	0.73	0.99
December 31, 2017	0.0089	1.20	0.80	1.03
Average 2019	0.0092	1.12	0.75	1.00
Average 2018	0.0091	1.18	0.77	1.02

(g) 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:

	2019	2018
Solar power plants - Japan	20 years	20 years
Equipment and furniture	1-5 years	1-5 years

Notes to the consolidated financial statements

As at and for the years ended December 31, 2019 and 2018
Expressed in US\$'000 unless otherwise stated

(h) 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 from 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(d). 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.

(i) 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.

(j) Investments and other financial assets

Classification

From January 1, 2018, 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

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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.

Impairment of investments and other financial assets

From January 1, 2018, the Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

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.

(k) 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 23](#). Movements on the hedging reserve in other comprehensive income are shown in [Note 21](#). 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

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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.

(l) 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. 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.

(m) 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. Bank overdrafts are shown within borrowings in current liabilities. 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.

(n) 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.

(o) 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.

(p) 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.

(q) 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.

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.

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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.

(r) 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.

(s) 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 existing contracts. Delivery is deemed complete when all the risks and rewards associated with ownership have been transferred to the buyer as contractually agreed, compensation has been contractually established and collection of the resulting receivable is probable. 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.

(t) 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.

(u) 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.

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(v) 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.

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. Critical 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.

(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, 2019, the Group recognized net financial liabilities of \$10.2 million (2018: \$10.1 million) associated with its derivative financial instruments. [Note 23](#). 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 only to be recognized 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 as described in the [Note 3\(a\)](#). 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, 2019, the Group recognized \$2.8 million (2018: \$3.1 million) of net deferred income tax assets. [Note 12](#).

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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. These objectives are primarily met through cash management and continuous review of attractive acquisition and development opportunities. 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 JPY 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 other comprehensive loss
At December 31, 2019				
Sumitomo Mitsui Trust Bank	130,862	(133)	-	133
Derivative financial instruments	10,211	-	986	(975)
Total net impact		(133)	986	133
At December 31, 2018				
Sumitomo Mitsui Trust Bank	138,465	(126)	-	126
Derivative financial instruments	10,158	-	1,076	(1,092)
Total net impact		(126)	1,076	126

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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. The sensitivity in profit and loss arises mainly from the US dollar Intercompany loan and Euro corporate bond and the impact on equity arises from the quasi-equity loans.

	<i>Impact on profit/(loss)</i>		<i>Impact on other comprehensive income/ (loss)</i>	
	2019	2018	2019	2018
¥/\$ increase 5% (2018: 5%)	1,573	1,378	2,108	2,108
¥/\$ decrease 5% (2018: 5%)	(1,573)	(1,378)	(2,108)	(2,108)
¥/€ increase 5% (2018: 5%)	1,690	1,690	-	-
¥/€ decrease 5% (2018: 5%)	(1,690)	(1,690)	-	-

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 or to set credit limits to 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, 2019, can be assessed by reference to credit ratings from Standard & Poors, if available, as follows:

	2019	2018
AA-	1,199	4,466
A-	5,900	-
A+	1,595	3,398
A	114,409	15,400
BBB+	279	1,149
BBB	-	314
Total cash and cash equivalents (including restricted cash)	123,382	24,727

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 22](#).

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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. 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
At December 31, 2019						
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
Total financial and non-financial liabilities	342,169	395,670	30,946	148,445	216,279	395,670
At December 31, 2018						
Borrowings	176,607	205,955	14,479	88,735	102,741	205,955
Interest rate swap contracts, net	10,158	10,158	1,446	5,912	2,800	10,158
Trade and other payables	3,997	3,997	3,997	-	-	3,997
Total financial and non-financial liabilities	190,762	220,110	19,922	94,647	105,541	220,110

(c) Fair value estimation

The Group's financial instruments carried at fair value are classified within the following measurement hierarchy depending on the valuation technique used to estimate their 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, 2019 and December 31, 2018, the Group's cash and cash equivalents were classified as Level 1.

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, 2019 and December 31, 2018, 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, calculated using 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.

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, 2019 and December 31, 2018, the Group had no financial instruments classified as Level 3.

	December 31 2019	December 31 2018
Financial assets		
Level 1: Cash and cash equivalents	123,382	24,727
Total Financial assets	123,382	24,727
Financial liabilities		
Level 2: Borrowings	309,049	176,607
Level 2: Interest rate swaps	10,211	10,158
Total financial liabilities	319,260	186,765

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5. Segment reporting

In reviewing and monitoring the performance of the Group, the Board of Directors considers reportable segments from a geographical perspective and measures performance based on EBITDA. While the Company's management has determined that the Company has only one reportable segment, the Company has decided to disclose additional information about its 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 shown below:

	2019	2018
TEPCO	3,625	4,242
TOHOKU	4,399	2,784
HOKURIKU	13,852	12,474
TOTAL	21,876	19,500

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

	2019			2018		
	Solar Japan	Corporate	Total	Solar Japan	Corporate	Total
Revenue	21,876	-	21,876	19,500	-	19,500
Operating expenses	(5,331)	-	(5,331)	(5,159)	-	(5,159)
General and administrative expenses	(366)	(5,099)	(5,465)	(296)	(5,674)	(5,970)
Additional termination fee	-	-	-	-	(1,294)	(1,294)
Other income (expense)	325	2,791	3,116	602	(126)	476
EBITDA	16,504	(2,308)	14,196	14,647	(7,094)	7,553
Depreciation and amortization	(9,156)	(142)	(9,298)	(7,754)	(158)	(7,912)
Finance income	45	611	656	73	1,217	1,290
Finance costs	(4,776)	(3,123)	(7,899)	(3,827)	(4,510)	(8,337)
Income (loss) before income tax	2,617	(4,962)	(2,345)	3,139	(10,545)	(7,406)
Income tax expense	(485)	(1,858)	(2,343)	(622)	(590)	(1,212)
Net income (loss) for the period	2,132	(6,820)	(4,688)	2,517	(11,135)	(8,618)

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

	December 31, 2019			December 31, 2018		
	Solar Japan	Corporate	Total	Solar Japan	Corporate	Total
Property, plant and equipment	191,744	52	191,796	146,529	65	146,594
Intangible assets	12,493	2,262	14,755	8,411	4,907	13,318
Cash and cash equivalents	112,786	10,596	123,382	15,399	9,328	24,727
Other assets	9,326	7,702	17,028	8,504	10,083	18,587
Total assets	326,349	20,612	346,961	178,843	24,383	203,226
Borrowings	271,504	37,545	309,049	138,465	38,142	176,607
Trade and other payables	9,626	3,291	12,917	1,244	2,753	3,997
Other liabilities	25,550	2,545	28,095	18,653	1,040	19,693
Total liabilities	306,680	43,381	350,061	158,362	41,935	200,297

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6. Revenue

	2019	2018
Feed-in Tariff ("FiT")	21,876	19,500
Total Revenue	21,876	19,500

The Group receives revenues denominated in Japanese yen from its operating solar projects. Revenues in Japan come from the FiT system, whereby a premium constant price is received for each kWh of electricity produced through a 20-year contract with Japanese public utilities. In May 2018, the Company connected the 13.2 MW Komatsu solar park site in Japan and started recognizing FiT revenues from this solar project. Solar-related production is subject to seasonality due to the variability of daily sun hours in the summer months versus the winter months.

7. Operating expenses

	2019	2018
Operating and maintenance ("O&M")	1,381	1,068
Personnel costs	1,193	989
Depreciation and amortization ("D&A")	9,156	7,754
Property tax	1,572	1,203
Insurance	399	303
Land lease	-	980
Other operating expenses	786	616
Total operating expenses	14,487	12,913

O&M costs relate to fees paid in connection with the operation and maintenance activities of the Group's operating solar power projects in Japan. Depreciation and amortization relate to the Group's operating solar power projects producing electricity during the period. The Group applied IFRS 16 from its mandatory adoption date of January 1, 2019, used the simplified transition approach and has not restated comparative amounts from prior year.

8. General and administrative expenses

	2019	2018
Salaries and benefits	2,237	2,890
Pension costs	87	98
Board of Directors' fees	271	272
Share-based payments	225	761
Professional fees	1,487	831
Listing and marketing	246	289
D&A	142	158
Office lease	293	305
Office, travel and other	619	524
Total general and administrative expenses	5,607	6,128

9. Arbitration

In May 2018, a Chilean arbitration court ruled against one of the Group's Chilean subsidiaries and ordered an additional \$1.5 million termination fee payment to one of the subsidiary's subcontractors. Management considered that payment was due since there is no appeal recourse. On August 29, 2018, parties in the arbitration process agreed to a final and definitive settlement of \$1.3 million paid in cash as of that date.

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10. Other income

	2019	2018
Gain on sale of solar project rights	2,761	209
Insurance reimbursement	445	602
Development costs	-	(388)
Other (expense) income, net	(90)	53
Total other income	3,116	476

During 2019, the Company fully collected a gain of ¥300 million (approximately \$2.8 million) from the sale of the project rights of the Kumamoto project. The agreement with the local Japanese developer was executed in December 2018, but fully settled in 2019. In addition, during the second half of 2019, one of the Japanese subsidiaries received an insurance compensation as a result of cable thefts that resulted in availability interruption. During 2018, the Company recognized a net gain of \$0.6 million from the excess of insurance reimbursements over the actual costs of repair works. In addition, during 2018 the Company recognized \$0.2 million gain from the sale of a disposed dormant subsidiary.

11. Finance income and costs

	2019	2018
Finance income:		
Foreign exchange gain	611	1,215
Other finance income	-	7
Ineffective portion of cash flow hedges	45	68
Total finance income	656	1,290
Finance costs:		
Interest expense on non-recourse loans	2,910	1,992
Interest rate swap contracts	1,476	1,414
Interest expense on corporate bond	2,732	3,264
Credit facility with non-controlling interests	226	244
Amortization of transaction costs	603	604
Ineffective portion of cash flow hedges	72	-
Corporate bond call option	-	131
Interest expense on land lease liabilities	727	-
Other finance costs	273	839
Total finance costs before deducting amounts capitalized	9,019	8,488
Amounts capitalized on qualifying assets	(1,120)	(151)
Total finance costs	7,899	8,337
Net finance (income) costs	7,243	7,047

The Group has four floating-rate credit facilities outstanding associated with its operating solar power projects in Japan. These credit facilities are hedged using interest rate swap contracts. Refer to [Note 22](#) and [Note 23](#) for further details on the Group's credit facilities and derivative financial instruments. In addition, the Group has a fixed rate project bond outstanding associated with its project under construction. Applicable borrowing costs have been capitalized as assets under construction within property, plant and equipment.

In addition, during 2019, the Group recognized \$0.6 million of foreign exchange gain (2018: \$1.2 million) mainly associated with the corporate bond and intragroup loans denominated in foreign currencies.

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12. Income taxes

(a) Income tax expense

	2019	2018
Current income tax expense:		
Corporate income tax	2,136	1,248
Deferred income tax	207	(36)
Total income tax expense	2,343	1,212

During 2019, the Group recognized current income tax expense of \$0.3 million (2018: \$0.6 million) associated with its solar power projects in Japan, and a current income tax expense of \$1.8 million (2018: \$0.6 million) associated with its holding and management services subsidiaries. In addition, the Group recognized a deferred income tax expense of \$0.2 million (2018 deferred income tax recovery: \$36 thousand) due to the effect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts.

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

	2019	2018
Loss before tax from continuing operations	(2,345)	(7,406)
Income tax expense calculated at 27% (2018: 26%)	(633)	(1,926)
Tax effects of:		
Permanent differences	669	809
Non-taxable income	(271)	(140)
Tax losses not recognized	2,338	2,357
Differences in foreign rates	196	158
Other	44	(46)
Total income tax expense	2,343	1,212

(b) Current income tax liabilities

	December 31 2019	December 31 2018
Corporate income tax	1,676	795
Total current income tax liabilities	1,676	795

(c) Deferred income tax

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
Deductible temporary differences:					
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
Total deferred income tax asset	3,616	113	(61)	37	3,705
Taxable temporary differences:					
Intangible assets	540	320	-	6	866
Total deferred income tax liability	540	320	-	6	866
Net deferred income tax asset	3,076	(207)	(61)	31	2,839

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The movements in deferred income tax assets and liabilities during 2018 were as follows:

	Opening balance	Profit or loss	Other comprehensive income	Exchange differences and reclassifications	Closing balance
Deductible temporary differences:					
Tax losses carried forward	76	246	-	2	324
Derivative financial instruments	2,585	(19)	255	180	3,001
Provisions	392	11	(43)	(180)	180
Property, plant and equipment	-	104	-	2	106
Intangible assets	7	(2)	-	-	5
Total deferred income tax asset	3,060	340	212	4	3,616
Taxable temporary differences:					
Intangible assets	289	304	-	(53)	540
Total deferred income tax liability	289	304	-	(53)	540
Net deferred income tax asset	2,771	36	212	57	3,076

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, 2019, deferred income tax assets and liabilities of \$3.7 million and \$0.9 million, respectively (2018: \$3.6 million and \$0.5 million, respectively) were expected to be recovered more than twelve months after the balance sheet date. At December 31, 2019, the Group had unrecognized deferred income tax assets in respect of tax losses associated with Canada, Chile, Japan and Luxembourg of \$190.7 million (2018: \$188.4 million), of which \$1.9 million (2018: \$3.4 million) expires between one and ten years, \$41.8 million (2018: \$40.0 million) expires between ten and twenty years and \$147.0 million (2018: \$145.0 million) has no expiry. In addition, during 2019, the Group recognized an income tax expense of \$0.1 million (2018: \$0.1 million) within other comprehensive income associated with its derivative financial instruments. [Note 21](#).

13. Loss per share

Basic and diluted loss per share is calculated by dividing the net loss 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 loss per share is as follows:

	2019	2018
Total loss attributable to common shareholders	(4,883)	(8,878)
Weighted average number of thousand shares outstanding	334,094	334,094
Total basic and diluted loss per share	\$(0.01)	\$(0.03)

Diluted loss per share equals basic loss per share, as there is no dilutive effect from the existing RSUs, since the impact of including them would be to dilute a loss.

14. Non-controlling interests

On December 25, 2019, the Group acquired the total non-controlling interest ("NCI") in Shizukuishi Solar GK ("Shizukuishi"), Etrion Energy 1 GK ("Mito"), Etrion Energy 4 GK ("Komatsu"), Etrion Energy 5 GK ("Misawa"), all together the "Japanese project companies", and became owner of 100% of the issued and outstanding shares. Shizukuishi, Mito, Komatsu and Misawa are Japanese entities that own the licenses, permits and facilities to build and operate solar parks in Japan totalling 57 MW. The Group purchased HHT's NCI in all four of its solar projects, as well as Tamagawa's share in the Misawa 9.5 MW project, for a total of ¥472 million (approximately \$4.3 million), of which ¥286 million (approximately \$2.6 million) represented the fair value of the outstanding shareholder loans from NCIs. ([Note 24c](#)) and ¥185 million (approximately \$1.7 million) was paid for the NCI shares in the share capital of the Japanese project companies. Immediately prior to the NCI purchase transaction, the carrying amount of the existing NCIs in the Japanese project companies was ¥149 million (approximately \$1.4 million).

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The excess of the consideration paid over the carrying value of the NCIs acquired of ¥34 million (approximately US\$0.3 million) was recognized as a decrease in equity attributable to owners of Etrion. The effect on the equity attributable to the owners of Etrion during 2019 is summarised as follows:

	2019
Carrying amount of non-controlling interests acquired	1,324
Consideration paid to non-controlling interests	1,702
Excess of consideration paid recognised in the transactions with non-controlling interests reserve within equity	378

As a result of the acquisition of the NCIs on December 25, 2019, the Group no longer presents information associated with the financial position for each subsidiary that had NCIs that were material to the Group. The amounts previously disclosed for each subsidiary were before inter-company eliminations:

	December 31, 2019			December 31, 2018		
	Current assets (liabilities)	Non-current assets (liabilities)	Net assets (Liabilities)	Current assets (liabilities)	Non-current assets (liabilities)	Net assets (Liabilities)
Shizukuishi	-	-	-	3,091	(3,856)	(765)
Mito	-	-	-	1,036	1,321	2,357
Misawa	-	-	-	866	903	1,769
Komatsu	-	-	-	2,121	(654)	1,467
Total	-	-	-	7,114	(2,286)	4,828

Changes in the net assets (liabilities) position over time of the subsidiaries above were mainly driven by the accumulation of positive operating results and changes in the fair value of derivatives instruments (i.e. interest rate swaps). The summarized income statement for the Japanese project companies including the portion allocated to non-controlling interests, is as follows:

	2019			2018		
	Income for the period	Comprehensive income (loss) for the period	Comprehensive income (loss) allocated to NCI	Income (loss) for the period	Comprehensive income for the period	Comprehensive income allocated to NCI
Shizukuishi	181	333	43	(179)	111	15
Mito	553	645	84	779	913	119
Misawa	235	184	74	220	145	57
Komatsu	36	(61)	(9)	633	832	123
Total	1,005	1,101	192	1,453	2,001	314

The net change in participating non-controlling interests in operating entities is as follows:

	Shizukuishi	Mito	Komatsu	Misawa	Total
As at December 31, 2018	(101)	307	219	707	1,132
Net income attributable to non-controlling interest	24	72	5	94	195
Other comprehensive income (loss) attributable to non-controlling interest	26	13	(15)	(27)	(3)
Carrying amount of non-controlling interests acquired	51	(392)	(209)	(774)	(1,324)
As at December 31, 2019	-	-	-	-	-

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15. Property, plant and equipment

	Land	Solar power projects	Assets under construction	Right of use	Other PPE	Total
Cost:						
At January 1, 2018	2,673	113,264	29,155	-	3,863	148,955
Additions	5,392	700	3,099	-	1,184	10,375
Disposal	-	-	-	-	(18)	(18)
Reclassification	-	32,254	(32,254)	-	-	-
Exchange differences	(16)	2,911	-	-	86	2,981
At December 31, 2018	8,049	149,129	-	-	5,115	162,293
Additions	-	365	33,446	-	262	34,073
Right of use over leased land Note 24b	-	-	-	10,386	-	10,386
Reclassification from intangibles	-	-	7,262	-	-	7,262
Exchange differences	88	1,567	74	173	58	1,960
At December 31, 2019	8,137	151,061	40,782	10,559	5,435	215,974
Accumulated depreciation:						
At January 1, 2018	-	7,969	-	-	378	8,347
Depreciation	-	6,914	-	-	240	7,154
Disposal	-	-	-	-	(18)	(18)
Exchange differences	-	210	-	-	6	216
At December 31, 2018	-	15,093	-	-	606	15,699
Depreciation	-	7,489	-	592	271	8,352
Exchange differences	-	63	-	58	6	127
At December 31, 2019	-	22,645	-	650	883	24,178
Net book value:						
At December 31, 2018	8,049	134,036	-	-	4,509	146,594
At December 31, 2019	8,137	128,416	40,782	9,909	4,552	191,796

During 2019, the Group recognised right-of-use assets of \$10.4 million in accordance with IFRS 16, associated with the long-term land lease contracts of its operational subsidiaries in Japan. [Note 2c](#). During 2019, the Group capitalized as assets under construction \$32.3 million (2018: \$2.9 million) of incurred capital expenditures associated with the solar project's construction activity in Japan. In addition, during 2019, the Group capitalized \$1.1 million (2018: \$0.2 million) of borrowing costs associated with credit facilities obtained to finance the construction of the Niigata project (2018: Komatsu project).

In May 2018, the Group's 13.2 MW Japanese solar power project (Komatsu) achieved commercial operation and the Company reclassified the associated construction costs to "Solar power projects", in accordance with the Group's accounting policies. In January 2018, the Group completed the acquisition of land plots in Japan of \$5.4 million to be used for the construction of one of the solar power projects currently in the development pipeline. Other PPE includes mainly dismantling costs.

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16. Intangible assets

	Licenses and permits	Internally generated development costs and other	Total
Cost:			
At January 1, 2018	6,906	5,862	12,768
Additions	-	6,021	6,021
Reclassifications to trade receivables	-	(1,801)	(1,801)
Exchange differences	155	(26)	129
At December 31, 2018	7,061	10,056	17,117
Additions	-	9,616	9,616
Reclassifications of permitted projects	8,480	(8,480)	-
Reclassifications to property, plant and equipment	-	(7,262)	(7,262)
Exchange differences	143	(44)	99
At December 31, 2019	15,684	3,886	19,570
Accumulated amortization:			
At January 1, 2018	1,579	1,464	3,043
Amortization	638	132	770
Exchange differences	38	(52)	(14)
At December 31, 2018	2,255	1,544	3,799
Amortization	879	116	995
Exchange differences	27	(6)	21
At December 31, 2019	3,161	1,654	4,815
Net book value:			
At December 31, 2018	4,806	8,512	13,318
At December 31, 2019	12,523	2,232	14,755

During 2019, general and administrative expenses of \$9.6 million (2018: \$6.0 million) representing internally-generated costs of \$1.5 million (2018: \$1.4 million) and third-party costs of \$8.1 million (2018: \$4.6 million) were capitalized during the period within intangible assets as they directly related to the Group's development activities in Japan. In addition, during 2019, all development costs incurred associated with the value of the licenses and permits of the 45 MW solar project under construction were reclassified upon construction start, in accordance with Etrion's accounting policies. During 2019, certain capital expenditures incurred in connection with the 45 MW solar project in Japan, were reclassified to Property, Plant and Equipment [Note 15](#), due to their tangible nature.

17. 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 their short maturities.

	December 31 2019	December 31 2018
Unrestricted cash at parent level	10,596	9,328
Restricted cash at project level	112,786	15,399
Total	123,382	24,727

Restricted cash relates to cash and cash equivalents held at the project level that are restricted by the lending banks for future repayment 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. As of December 31, 2019, restricted cash included \$97 million associated with funds secured in the summer of 2019 for the construction of the Niigata solar power project. [Note 22](#).

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18. Trade and other receivables

	December 31 2019	December 31 2018
Current portion:		
Financial assets		
- Trade receivables	1,272	1,544
Total financial assets Note 28	1,272	1,544
VAT account receivables	737	3,310
Advances paid and prepaid expenses	2,098	1,644
Other current assets	6,133	8,425
Total current portion	10,240	14,923
Non-current portion:		
VAT account receivables	3,944	45
Advances and prepaid expenses	5	543
Total non-current portion	3,949	588
Total trade and other receivables	14,189	15,511

As of December 31, 2019, other current assets included accounts receivables from local Japanese developers in the amount of \$5.8 million (2018: \$8.1 million). 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 2019	December 31 2018
Up to three months	1,272	1,544
Total trade and other receivables	1,272	1,544

At December 31, 2019, trade receivables of \$1.3 million (2018: \$1.5 million) were past due but not impaired, of which \$1.3 million (2018: \$1.5 million) was received after the balance sheet date. The currencies of the Group's financial assets included within trade receivables are as follows:

	December 31 2019	December 31 2018
Japanese yen	13,771	14,301
Euros	61	549
US dollars	9	254
Canadian dollars	12	73
Swiss francs	336	334
Total trade and other receivables	14,189	15,511

19. Share capital

The Company has authorized capital consisting of an unlimited number of common shares, of which: 334,094,324 shares are issued and outstanding at December 31, 2019 (December 31, 2018: 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, are fully paid 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, 2019 and 2018.

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20. 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 2019, the Group recognized share-based payment expenses of \$0.2 million (2018: \$0.8 million) related to its RSUs scheme. [Note 8](#).

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

	Number of RSUs
At December 31, 2017	22,424,433
Forfeited	(250,000)
Expired	(6,599,727)
Exercised	(83,000)
At December 31, 2018	15,491,706
Granted	11,666,667
Forfeited	(2,000,000)
Expired	(13,250,000)
Exercised	(241,706)
At December 31, 2019	11,666,667

The Company recognizes an expense within general and administrative expenses when RSUs are granted to employees, consultants, directors and officers using the grant date share fair value for RSUs with service and non-market performance conditions. 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, 2019, is as follows:

Performance condition	RSUs outstanding	Expiry date	Contractual life (years)
Market	11,666,667	December 31, 2025	6.0

As of December 31, 2019, no RSUs were exercisable (2018: 241,706). The assumptions used in the calculation of the adjusted share price for the RSUs granted in 2019 were as follows:

	2019
Share price at grant date	CAD\$0.21
Exercise price	CAD\$0.00
Risk-free interest rate	1.69%
Expected volatility	52.00%
Dividend yield rate	0.00%
Contractual life of RSUs	6 years
Fair value at grant date	CAD\$0.07

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21. Other reserves

	Translation reserve	Hedging reserve	Transactions with non- controlling interest	Total
January 1, 2018	(828)	(12,981)	43	(13,766)
Currency translation difference:				
- Gain on translation adjustment	376	-	-	376
Cash flow hedges:				
- Gain on fair value movements	-	289	-	289
- Tax on fair value movements	-	190	-	190
- Ineffective portion of fair value movements to profit or loss	-	(41)	-	(41)
- Tax on ineffective portion of fair value movements to profit or loss	-	12	-	12
At December 31, 2018	(452)	(12,531)	43	(12,940)
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)
At December 31, 2019	(19)	(12,445)	(335)	(12,799)

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\(f\)](#).

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, 2019 and 2018, 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.

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22. Borrowings

	Corporate bond	Project bond	Project loans	Total
At January 1, 2018	40,688	-	139,013	179,701
Proceeds from loans	34,986	-	4,853	39,839
Repayment of loans and interest	(3,746)	-	(10,570)	(14,316)
Redemption of corporate bond	(36,643)	-	-	(36,643)
Accrued interest	3,264	-	1,992	5,256
Amortization of transaction costs	442	-	162	604
Exchange differences	(849)	-	3,015	2,166
At December 31, 2018	38,142	-	138,465	176,607
- Current portion	106	-	9,741	9,847
- Non-current portion	38,036	-	128,724	166,760
At January 1, 2019	38,142	-	138,465	176,607
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)
At December 31, 2019	37,545	140,642	130,862	309,049
- Current portion	116	-	7,469	7,585
- Non-current portion	37,429	140,642	123,393	301,464

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

	December 31 2019	December 31 2018
Less than 1 year	7,585	9,847
Between 1 and 5 years	95,410	69,163
After 5 years	206,054	97,597
Total borrowings	309,049	176,607

Corporate borrowings

On June 15, 2018, Etrion completed the €40 million (\$46.4 million) senior secured bond issue (the "Bonds") in the Nordic bond market. The Bonds have an annual interest rate of 7.25% and a bullet maturity in May 2021. The Company has listed the Bonds on the Frankfurt Stock Exchange Open Market and also on the Oslo Stock Exchange. On July 17, 2018, Etrion completed the redemption of the €40 million nominal amount of corporate bonds issued in 2014 that paid 8.0% annual interest and were to mature in April 2019. The 2014 bonds were redeemed at 101% of par plus accrued interest for a total net amount of €31.8 million (\$36.6 million).

At December 31, 2019, €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, 2019, including accrued interest net of transaction costs, was \$37.5 million (December 31, 2018: \$38.1 million). The agreement governing the Bonds requires the Company to maintain a minimum unrestricted cash balance of €3 million. At December 31, 2019, the fair value of the Bonds amounted to \$37.5 million (2018: \$38.1 million).

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, 2019, no separate amount was recognised in relation to this call option as it was deemed to be out-of-the-money.

At December 31, 2019 and 2018, 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, during 2019, the Company fully repaid the outstanding balance of the VAT credit facility associated with the Komatsu project for a total of ¥308 million (approximately \$3.0 million). At December 31, 2019, the combined undrawn gross amount under all the Japanese credit facilities amounted to ¥nil (2018: ¥nil).

At December 31, 2019 and 2018, the fair value of the non-recourse project loans approximated their carrying values as the loans bear floating interest rates. All the Japanese interest rate swap contracts qualified for hedge accounting at December 31, 2019, and December 31, 2018.

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 JPY 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. Proceeds from the project bond are presented net of transaction costs of \$5.2 million.

Repayment of these credit facilities is secured principally by the proceeds from the sale of electricity under contracts entered into by the Group with the local grid operator in Japan and proceeds from the collection of input VAT accumulated for construction costs. Counterparties to the non-recourse project loans or project bond do not have unconditional or unilateral discretionary rights to accelerate repayment to earlier dates. At December 31, 2019, the fair value of the Project bond approximated its carrying value.

The Company's Japanese subsidiaries have provided certain of its assets as collateral to secure its obligations under the financing agreement. The carrying value of Japanese fixed assets pledged as collateral at December 31, 2019, was \$189.9 million (2018: \$146.9 million).

At December 31, 2019 and December 31, 2018, the Group was not in breach of any of the imposed operational and financial covenants associated with its Japanese project loans.

23. Derivative financial instruments

	December 31 2019	December 31 2018
Derivative financial liabilities:		
Interest rate swap contracts		
- Current portion	1,429	1,452
- Non-current portion	8,782	8,706
Total derivative financial liabilities	10,211	10,158

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, based on 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, 2019, all of the Group's derivative financial instruments qualified for hedge accounting with fair value movements accounted for within equity. During the year ended December 31, 2019, the Group recognized a net fair value gain of \$0.1 million (2018: \$0.5 million).

At December 31, 2019, the notional amount of the Group's interest rate swap contracts was \$118.7 million (2018: \$123.6 million), which was denominated in Japanese yen.

At December 31, 2019, and 2018, 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.

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24. Provisions and other liabilities

The movement of provisions over the year is as follows:

	Site restoration	Pension plan	Lease liability	Total
At January 1, 2018	3,685	935	-	4,620
Additions	2,134	98	-	2,232
Change in estimate	(1,043)	(120)	-	(1,163)
Unwinding of discount	22	-	-	22
Utilization	-	(160)	-	(160)
Exchange differences	88	(8)	-	80
At December 31, 2018	4,886	745	-	5,631
Additions Note 15	-	87	10,292	10,379
Change in estimate	241	272	-	513
Unwinding of discount	25	-	729	754
Utilization	-	(153)	(1,029)	(1,182)
Exchange differences	54	18	-	72
At December 31, 2019	5,206	969	9,992	16,167
Current portion	-	-	319	319
Non-current portion	5,206	969	9,673	15,848

(a) Decommissioning and site restoration

The Group has 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:

	2019	2018
Discount rate	0.23%	0.50%
Inflation rate	1.0%	1.0%
Weighted average expected remaining life	17 years	18 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.

(b) Lease liability

As at December 31, 2019, the Group's provisions include \$10.0 million associated with the net present value of the leased land liability, as a result of the adoption of IFRS 16. The total cash outflow for leases in 2019 was US\$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 respective lessor.

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. The Group applies IFRS 16 from its mandatory adoption date of January 1, 2019, used the simplified transition approach and has not restated comparative amounts for the prior year. [Note 15](#)

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(c) Contributions from non-controlling interest

On December 25, 2019, the Group acquired the total non-controlling interests in the “Japanese project companies”. The Group purchased HHT’s non-controlling interest in all four of its solar projects, as well as Tamagawa’s share in the Misawa 9.5 MW project, for a total of ¥472 million (approximately US\$4.3 million), of which ¥286 million (approximately US\$2.6 million) represented the fair value of the outstanding shareholder loans from non-controlling interests. As a result, after the NCI purchase transaction, the Group owns, consolidates and eliminates in full the outstanding shareholder loans. The Group’s other liabilities as at December 31, 2019 and 2018 are as follows:

	December 31 2019	December 31 2018
Deferred income	41	60
Contributions from NCI	-	3,049
Total other liabilities	41	3,109
Non-current	-	2,385
Current	41	724

25. Employment benefit obligations

The Group operates a defined benefit pension plan in Switzerland that is managed through a private fund. At December 31, 2019, the Group recognized \$0.3 million within other comprehensive loss associated with actuarial losses (2018 actuarial gains: \$0.1 million). The amount recognized in the balance sheet associated with the Group’s Swiss pension plan is as follows:

	December 31 2019	December 31 2018
Present value of benefit obligations	3,004	2,507
Fair value of plan assets	(2,035)	(1,762)
Net liability position	969	745

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

	2019	2018
Defined benefit obligation at the beginning	2,507	2,538
Current service cost	134	120
Employee contributions	87	92
Interest cost	20	18
Past service cost	(53)	(28)
Benefits paid	(17)	(106)
Remeasurement loss	272	(128)
Exchange differences	54	1
Defined benefit obligation at the end	3,004	2,507

The weighted average duration of the defined benefit obligation is 17.4 years. There is no maturity profile since the average remaining life before active employees reach final age according to the plan is 10.8 years. The movement in the fair value of the plan assets over the year is as follows:

	2019	2018
Fair value of plan assets at the beginning	1,762	1,613
Interest income on plan assets	14	11
Return on plan assets (excluding interest)	-	(8)
Employer contributions	153	160
Employee contributions	87	92
Benefits paid	(17)	(106)
Foreign exchange	36	(1)
Fair value of plan assets at the end	2,035	1,762

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The plan assets comprise the following:

	2019		2018	
	%	\$'000	%	\$'000
Cash and cash equivalents	8.6%	175	7.9%	139
Fixed interest rate instruments	45.1%	918	42.9%	756
Equity instruments	30.7%	625	34.7%	611
Real estate	15.6%	317	14.6%	257
Total fair value of plan assets		2,035		1,762

Investments are well diversified such that failure of any single investment would not have a material impact on the overall level of assets. Not all investment instruments are quoted in active markets. No asset-liability strategy was performed in the years ended December 31, 2019 and 2018. The amount recognized in the income statement associated with the Group's pension plan is as follows:

	2019	2018
Current service cost	134	120
Interest expense on defined benefit obligation	20	18
Interest income on plan assets	(14)	(10)
Past service cost	(53)	(28)
Total expense recognized	87	98

The expense associated with the Group's pension plan of \$0.1 million (2018: \$0.1 million) for the year ended December 31, 2018, was included within general and administrative expenses. [Note 8](#). The principal actuarial assumptions used to estimate the Group's pension obligation are as follows:

	2019	2018
Discount rate	0.25%	0.80%
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 2020 are expected to total \$0.2 million.

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 7.7%	Increase by 8.8%
Salary growth rate	0.5%	Increase by 0.5%	Decrease by 0.5%
Life expectancy	1 year	Increase by 1.9%	Decrease by 2.0%

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.

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26. Trade and other payables

	December 31 2019	December 31 2018
Financial liabilities		
Trade payables	493	449
Total financial liabilities	493	449
Accrued expenses	10,933	2,274
Other trade and other payables	1,491	1,274
Total trade and other payables	12,917	3,997

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. As at December 31, 2019, the Group's accrued expenses of \$10.9 million includes \$7.3 million associated with unbilled construction costs of the Niigata solar power project. The currencies of the Group's trade and other payables are as follows:

	December 31 2019	December 31 2018
Japanese yen	11,629	2,314
Euros	85	45
US dollars	88	85
Canadian dollars	184	521
Swiss francs	931	1,032
Total trade and other payables	12,917	3,997

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 (2018: 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, 2019, and 2018, the Group entered into the following transactions with related parties:

	2019	2018
General and administrative expenses:		
Lundin Petroleum AB	22	27
Lundin SA	120	142
Finance costs:		
Lundin family:		
- Interest expense	142	159
- Transaction costs	16	17
Total transactions with related parties	300	345

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Amounts outstanding to related parties at December 31, 2019 and December 31, 2018 are as follows:

	December 31 2019	December 31 2018
Current liabilities:		
Lundin family share in corporate bond	-	9
Total current financial liabilities	-	9
Non-current financial liabilities:		
Lundin family share in corporate bond	-	3,303
Total non-current liabilities	-	3,303
Total transactions with related parties	-	3,312

There were no amounts outstanding from related parties at December 31, 2019 and December 31, 2018.

There were no amounts outstanding from key management personnel at December 31, 2019 and 2018.

Lundin Services BV

The Group receives professional services from Lundin Services BV ("Lundin Services"), a wholly-owned subsidiary of Lundin Petroleum AB. The Chairman of Lundin Petroleum 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 2019, the Group invoiced asset management services of \$0.8 million (2018: \$0.8 million) to the Chilean subsidiary PV Salvador, associated with operating and engineering services of the 70 MW solar power project in Chile. These asset management services are not eliminated on consolidation since September 30, 2017, the date when PV Salvador was deconsolidated and are presented as a reduction of corporate G&A.

(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 and the Chief Financial Officer. Remuneration of key management personnel is as follows:

	2019	2018
Salaries and benefits	1,050	1,017
Pension costs and other social contributions	172	156
Board of Directors	150	150
Share-based payment	16	383
Total	1,388	1,706

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28. Financial assets and liabilities

	December 31, 2019			December 31, 2018		
	Financial assets at amortized cost	Fair value recognized in profit and loss	Total	Financial assets at amortized cost	Fair value recognized in profit and loss	Total
Financial assets						
Current						
Trade receivables	1,272	-	1,272	1,544	-	1,544
Cash and cash equivalents	123,382	-	123,382	24,727	-	24,727
Total financial assets	124,654	-	124,654	26,271	-	26,271

	December 31, 2019			December 31, 2018		
	Financial and other liabilities at amortized cost	Derivatives used for hedging	Total	Financial and other liabilities at amortized cost	Derivatives used for hedging	Total
Financial liabilities						
Non-current						
Borrowings	301,464	-	301,464	166,760	-	166,760
Derivative financial instruments	-	8,782	8,782	-	8,706	8,706
Total non-current	301,464	8,782	310,246	166,760	8,706	175,466
Current						
Trade payables	493	-	493	449	-	449
Borrowings	7,585	-	7,585	9,847	-	9,847
Derivative financial instruments	-	1,429	1,429	-	1,452	1,452
Total current	8,078	1,429	9,507	10,296	1,452	11,748
Total financial liabilities	309,542	10,211	319,753	177,056	10,158	187,214

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

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

	December 31 2019	December 31 2018
Financial assets		
Level 1: cash and cash equivalents (including restricted cash)	123,382	24,727
Total financial assets	123,382	24,727
Financial liabilities:		
Level 2: borrowings (project loans and project bond)	309,049	176,607
Level 2: interest rate swaps	10,211	10,158
Total financial liabilities	319,260	186,765

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 has been vigorously defending 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, 2019, the Group had a contractual obligation payable over a period of over one year to acquire construction services in the amount of \$58.5 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.