NTG Neptun Transport A/S

Avedøreholmen 72, 2650 Hvidovre

CVR No. 13 49 41 77

Annual report for

January 1, 2023

December 31, 2023

The Annual Report was presented and adopted at the Annual General Meeting of the Company on: 31 May 2024

Chairman of the general meeting

Thomas Junker Jensen

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Management's Statement

The Executive Board and Board of Directors have today considered and approved the Annual Report of NTG Neptun Transport A/S for the financial year 1 January – 31 December 2023.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

In our opinion, Management's Review includes a true and fair account of the development in the operations and financial circumstances of the Company, of the results for the financial year and of the financial position of the Company at 31 December 2023.

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

Hvidovre, 31 May 2024

Executive Board

Peter Svendsen

Board of Directors

Jesper Ellegaard Petersen	
Chairman	

Christian Paul Dyander Jakobsen

Jens Jakob Pedersen

Peter Svendsen

Michael Larsen

Independent Auditor's Report

To the Shareholders of NTG Neptun Transport A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023, and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of NTG Neptun Transport A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies ("financial statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

NTG Neptun Transport A/S

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

• Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

• Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Hellerup, 31 May 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab CVR No. 33 77 12 31

Jacob Brinch State Authorized Public Accountant mne35447 Frederik Geer Harvest State Authorized Public Accountant mne45859

Managements Review

Key activities

The Company's key activities comprise national and international freight forwarding and transport, storage and distribution at home and abroad of all types of freight as well as any related business.

Development in the year

The income statement of the company for 2023 shows a profit of DKK 10.619 thousand and at 31 December 2023 the balance sheet of the Company shows equity of DKK 11.119 thousand.

The Company's net result of DKK 10.6 million is on in line with expectations for 2023 of DKK 10 - 13 million. The Company has achieved the established expectations of sales in 2023 set in 2022.

The past year and follow-up on development expectations

The market for 2024 is expected to be characterised by low freight rates, soft volumes, and challenging spot markets. Sales are expected to stagnate or slightly increase compared to 2023 with an expected net profit for 2024 of DKK 8 - 14 million. The Group is built on a solid foundation which has secured a solid footing in Scandinavia where we have a strengthened organisation that is ready to continue exploiting available market opportunities despite harsh times.

Special risks

The most significant operating exposure faced by NTG Neptun Transport A/S is the requirement that we are strongly positioned in the markets in which we operate to ensure competitive prices, flexible solutions for the individual customer as well as a high degree of efficiency.

External Environment

NTG Neptun Transport A/S makes continuous efforts to reduce our adverse environmental impact. This is done by reducing no-load operations and currently optimising load rates on all transport units.

In-house, we have implemented electronic IT solutions to limit our paper consumption both in the company and with our customers. We moreover only use green electricity and, through this, look after our environmental impact.

Intellectual capital resources

The cornerstone of NTG Neptun Transport A/S' development is faithful, competent and loyal employees with top qualifications. NTG Neptun Transport A/S' recipe for growth is to retain and attract new employees to develop the organisation.

The development of the organisation is based on training and optimisation as well as further development of our IT-platforms to improve the work processes.

Company Information

Company

NTG Neptun Transport A/S Avedøreholmen 72 2650 Hvidovre

Cvr-nr. Municipality of reg. office 13 49 41 77 Hvidovre

Reporting period

1 January 2023 - 31 December 2023

Executive Board

Peter Svendsen

Board of Directors

Jesper Ellegaard Petersen (Chairman) Christian Paul Dyander Jakobsen Peter Svendsen Jens Jakob Pedersen Michael Larsen

Audit

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup Cvr: 33771231

Financial highlights

	2023	2022	2021	2020/21	2019/20
DKK	31.12.2023	31.12.2022	31.12.2021	30.04.2021	30.04.2020
	12 months	12 months	8 months	12 months	12 months
Income statement					
Gross profit	29.884.075	31.152.084	17.400.114	21.525.842	20.810.259
Operating profit/loss	14.352.353	16.904.555	9.247.301	9.431.603	8.917.886
Net financials	-773.518	-636.623	-196.227	-164.134	-116.313
Net profit/loss for the year	10.619.050	12.619.078	7.106.233	7.220.732	6.853.091
Balance sheet					
Balance sheet total	47.205.174	51.076.358	49.211.868	30.915.290	34.953.004
Equity	11.119.050	16.672.195	7.606.233	13.998.604	12.777.872
Investment in property,					
plant & equipment	193.942	103.758	99.559	43.500	2.087.893
-					
Ratios					
Return on assets	30,4%	33,1%	18,8%	30,5%	25,5%
Solvency ratio	23,6%	32,6%	15,5%	45,3%	36,6%
Return on equity	76,4%	104,0%	65,8%	53,9%	43,7%
Employees Average number of full					
time employees	30	28	28	24	22

The financial ratios have been calculated in accordance with the recommendations of the Association of Danish Financial Analysts.

Explanation of financial ratios

Return on assets

Solvency ratio

Profit before financials x 100 Total assets

Equity at year end x 100

Total assets

Return on Equity

Net profit for the year x 100 average equity

Income Statement

ОКК	Note	2023	2022
Gross profit		29.884.075	31.152.084
	0		10040 (00
Staff costs	2	-15.375.684	-13.848.693
Depreciation, amortization and impairmen of property, plant and equipment		-156.038	-398.836
Profit/loss before financial income and expenses		14.352.353	16.904.555
Financial income	3	54.754	1.096
Financial costs	3	-828.272	-637.719
Profit/loss before tax		13.578.835	16.267.932
Tax on profit for the year	4	-2.959.785	-3.648.854
Net profit/loss for the year		10.619.050	12.619.078

Balance Sheet

Assets

ОКК	Note	2023	2022
	_		
Property, plant and equipment	5		
Other fixtures and fittings, tools and equipment		242.528	414.624
		242.528	414.624
Financial assets	6		
Deposits		350.000	350.000
		350.000	350.000
Total fixed assets		592.528	764.624
Current assets			
Receivables			
Trade receivables		33.947.989	38.360.694
Receivables from Group companies		4.072.082	144.459
Corporation tax, receivable		125.102	87.331
Deferred tax assets	7	31.076	48.770
Other receivables		59.255	167.509
Total receivables		38.235.504	38.808.763
Cash and cash equivalents		8.377.142	11.502.971
Total current assets		46.612.646	50.311.734
Total assets		47.205.174	51.076.358

Balance Sheet

Equity and Liabilities

ОКК	Note	2023	2022
Share capital	8	500.000	500.000
Retained earnings		Ο	0
Proposed dividend for the year		10.619.050	16.172.195
Total equity		11.119.050	16.672.195
Short-term debt			
Trade payables		32.244.017	29.779.691
Payables to Group companies		469.339	512.306
Other payables		3.372.768	4.112.166
Total short-term debt		36.086.124	34.404.163
Total liabilities		36.086.124	34.404.163
Total equity and liabilities		47.205.174	51.076.358

1. Accounting policies

9. Proposed distribution of profit

10. Contingent liabilities and other financial obligations

11. Related parties

12. Subsequent events

Statement of Changes in Equity

2023

ОКК	Share capital	Retained earnings		Proposed dividend for the year	Total equity
Equity at 1 January	500.000		0	16.172.195	16.672.195
Ordinary dividend paid	0		0	-16.172.195	-16.172.195
Net profit/loss for the year	0		0	10.619.050	10.619.050
Equity at 31 December	500.000		0	10.619.050	11.119.050

Statement of Changes in Equity, continued 2022

ОКК	Share capital	Retained earnings	Proposed dividend for the year	Total equity
Equity at 1 January	500.000	3.553.117	3.553.116	7.606.233
Extraordinary dividend paid	0	0	-3.553.116	-3.553.116
Net profit/loss for the year	0	-3.553.117	16.172.195	12.619.078
Equity at 31 December	500.000	0	16.172.195	16.672.195

Note 1 - Accounting policies

The Annual Report of Neptun Transport A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

The Company's Financial Statements are presented in DKK.

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of NTG Nordic Transport Group A/S, the Company has not prepared a cash flow statement.

Recognition and measurement

Revenues are recognised in the income statement as earned. Value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Leases

All leases are considered operating leases.

Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term

Translation policies

On Initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payement are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

Revenue comprises sale of services and is recognised in the income statement provided that delivery and transfer of risk have been made to the purchaser by year end, and provided that the revenue can be measured reliably, and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Accrued revenue and accrued costs of services in progress at 31 December 2022 are presented on the line items trade receivables and trade payables, respectively. Accrued revenue is estimated and recognised when a sales transaction fulfils the criteria for revenue recognition, but no final invoice has yet been issued to the customer at the end of the reporting period. Accrued costs are estimated and recognised when supplier invoices relating to recognised revenue for the reporting period have yet to be received.

Direct expenses

Direct expenses comprise expenses incurred to achieve revenue for the year.

Other external expenses

Other external expenses comprise production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, direct expenses and other external expenses.

Staff costs

Staff expenses include wages and salaries, including compensated absence and pensions, as well as other social security contributions etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, decpreciation and impairment of property, plant and equipment.

Financial income and costs

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with NTG Nordic Transport Group A/S. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Depreciations based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets which are:

Other fictures and fittings, tools and equipment 3-5 years Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

Property, plant and equipment are tested for impairment whenever there are indications that an asset might be impaired. The impairment test is performed for each individual asset or group of assets, respectively. The assets are written down to the higher of the value in use and the net selleing price of the asset or group of assets (recoverable amount) if it is lower than the carrying amount.

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flpws from the use of the asset or the group of assets and the expected net cash flows from disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Deposits

Deposits are measured at cost less repayments and impairment (amortised cost).

Receivables

Recievables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

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

Cash and cash equivalents

Cash and cash equivalents presented in the balance sheet statement comprise deposits on bank accounts.

Equity - dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Liabilities

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

Financial statements 1. January - 31. December

Notes

Note 2 - Staff costs

DKK	2023	2022
Wages and salaries	14.306.559	12.893.149
Pensions	812.960	877.159
Other social security costs and other staff costs	256.165	78.385
Total	15.375.684	13.848.693
Average number of full time employees	30	28

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.

Note 3 - Financial income and costs

ОКК	2023	2022
Interest received from Group companies	3.183	1.096
Other financial income	51.571	0
Total financial income	54.754	1.096
Interest paid to Group companies	402.700	85.249
Other financial costs	71.447	112.759
Exchange adjustments	354.125	439.711
Total financial costs	828.272	637.719

Note 4 - Tax on profit for the year

ОКК	2023	2022
Current tax for the year	2.994.898	3.670.220
Deferred tax for the year	17.694	-21.366
Adjustment of tax concerning previous years	-52.807	0
Tax on profit for the year	2.959.785	3.648.854

Financial statements 1. January - 31. December

Note 5 - Property, plant and equipment

DKK	Other fixtures and fittings, tools and equipment
Cost at 1 January	1.264.835
Additions for the year	193.942
Disposals at cost	-600.000
Cost at 31 December	858.777
Impairment losses and depreciation at 1 January	850.211
Depreciation for the year	156.038
Disposals during the year	-390.000
Impairment losses and depreciation at 31 December	616.249
Carrying amount at 31 December	242.528

Note 6 - Financial assets

ОКК	Deposits
Cost at 1 January	350.000
Cost at 31 December	350.000
Impairment losses and depreciation at 31 December	0
Carrying amount at 31 December	350.000

Note 7 - Deferred tax asset

DKK	2023	2022
Deferred tax asset at 1 january	48.770	27.404
Amounts recognised in the income statement of the year	-17.694	21.366
Deferred tax asset at 31 December	31.076	48.770

Financial statements 1. January - 31. December

Note 8 - Equity

The share capital consists of 500.000 shares of a minimal value of DKK 1. No shares carry any special rights. There have been no changes in the share capital during the last 5 years.

Note 9 - Proposed distribution of profit

DKK	2023	2022
Proposed dividend for the year	10.619.050	16.172.195
Retained earnings	0	-3.553.117
Total distribution	10.619.050	12.619.078

Note 10 - Contingent liabilities, other financial obligations

DKK	2023	2022
Future lease payments on operating leases:		
Within 1 year	3.061.955	1.836.784
Between 1 and 5 years	5.520.793	3.339.262
After 5 years	25.800	0
Total	8.608.548	5.176.046

Other contingent liabilities:

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc of NTG Nordic Transport Group A/S. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Note 11 - Related party transactions

	Basis		
Controlling interest			
NTG Nordic Transport Group A/S	Parent Company		
Transactions			
The company has chosen to only disclose transactions which have not been made on an arm's lenght basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.			
Consolidated Financial Statements			
The Company is included in the Group Annual Report of the Parent company			
Name	Place of registered office		
NTG Nordic Transport Group A/S	Hvidovre, Denmark		

Note 12 - Subsequent events

No subsequent event occurred after the balance sheet date.