

Maersk GSC Holding A/S

Esplanaden 50
DK -1263 Copenhagen K

CVR-No. 26643015

Annual Report for 2022

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 04 May 2023

Jacob Ramsgaard Nielsen
Chairman of Annual General Meeting

Maersk GSC Holding A/S
Table of contents

Page

Management's Statement	1
Independent Auditor's Report	2
Company information	5
Management's Review	6
Summary of significant accounting policies	7
Income statement	9
Balance sheet	10
Statement of changes in equity	12
Notes to the financial statements	13

Maersk GSC Holding A/S Management's statement

The Executive Board and the Board of Directors have today discussed and approved the Annual Report for the financial year 1 January 2022 - 31 December 2022 for Maersk GSC Holding A/S.

The Annual Report has been prepared in accordance with the Danish Financial Statement Act.

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position as of 31 December 2022 and of the results of its operations for the financial year 1 January 2022 - 31 December 2022.

Further, in our opinion the management review includes a fair review of the matters dealt with.

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

Copenhagen, 04 May 2023

Executive Board

Casper Munch

Board of Directors

Caroline Sundorph
Pontoppidan
(Chair)

Navneet Kapoor

Casper Munch

Maersk GSC Holding A/S Independent Auditor's Report

To the Shareholder of Maersk GSC Holding A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022, and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Maersk GSC Holding A/S for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes ("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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

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

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

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

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

Management's Responsibilities for the Financial Statements

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

Maersk GSC Holding A/S Independent Auditor's Report

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:

- 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.

Maersk GSC Holding A/S
Independent Auditor's Report

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

Hellerup, 04 May 2023
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Christian Møller Gyrsting
State Authorized Public Accountant
mne44111

Henrik Bøye Laursen
State Authorized Public Accountant
mne49062

Maersk GSC Holding A/S Company information

The Company

Maersk GSC Holding A/S
Esplanaden 50
DK-1263 Copenhagen K, Denmark

CVR No.: 26643015
Domicile: Copenhagen

Board of Directors

Caroline S. Pontoppidan (Chair)
Casper Munch
Navneet Kapoor

Executive Board

Casper Munch

Auditor

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Maersk GSC Holding A/S Management's review

Key figures and financial ratios

(Amounts in DKK'000)

	2022	2021	2020	2019	2018
Revenue	-	-	-	-	-
Profit/loss before financial items	166,100	160,552	139,594	69,150	100,670
Financial items, net	37,230	29,506	-21,621	6,715	10,246
Profit/loss before tax	203,330	190,058	117,973	75,865	110,917
Profit/loss for the year	192,362	183,554	117,589	75,882	110,932
Total assets	947,090	762,434	564,285	481,647	414,702
Total equity	938,677	760,560	564,064	481,502	414,556
Return on equity	22.6%	27.7%	22.5%	16.9%	30.6%
Equity ratio	99.1%	99.8%	100.0%	100.0%	100.0%

Return on equity is the results for the year divided by the average equity. The equity rate is equity divided by total equity and liabilities.

The Company's main activities

Maersk GSC Holding A/S operates through its subsidiaries' business, by selling back office services to companies in the transportation industry.

Development in activities and financial affairs

Profit after tax is positive with DKK 192 million. The result is considered satisfactory. For next year we expect the result to be higher by 8% to 10%. This is mainly because of increase in salary, headcount and other cost for subsidiaries like GSC India and GSC Chengdu due to new businesses. Since GSCs are cost plus markup organizations, hence subsidiaries income is also expected to increase proportionately. The forecast for next year is highly depending on development in subsidiaries' financial results and currency exchange rates, particularly DKK/USD, hence it can deviate significantly.

Significant events during the year

No significant events during the year has impacted the Annual Report.

Sustainability and Gender Composition of Management

An independently assured Sustainability Report for 2022 is published which provides detailed information on the A.P. Møller – Maersk Group's sustainability performance and new sustainability strategy. The report serves as the Group's Communication on Progress as required by the UN Global Compact, and ensures compliance with the requirements of Section 99a of the Danish Financial Statements Act (Årsregnskabsloven) on corporate social responsibility and reporting on the gender composition of management. The report is available on:

https://www.maersk.com/~/_media_sc9/maersk/corporate/sustainability/files/resources/2022/maersk-sustainability-yearly-report_2022.pdf

Account and gender composition of Board of Directors

The Board of Directors consists of 2 men and 1 women, thus the gender split is considered to be balanced and is expected to be maintained in the future. As per Section 99b of the Danish Financial Statements Act there is no requirement for having a policy for the underrepresented gender in other management levels as there are no employees in the company.

Data Ethics

The responsible use of data is a critical enabler for the group business model. In line with regulatory requirements of Section 99d of the Danish Financial Statements Act (Årsregnskabsloven), A.P. Møller - Maersk A/S established a data ethics policy in 2021, with accompanying governance measures. Reference of this is also made in the Annual report of A.P. Møller - Mærsk A/S registered with CVR 22756214 and is available at :

<https://investor.maersk.com/static-files/8e9851f1-bcd2-425b-a588-7a39f0c6e302>

Subsequent events

On 27 January 2023, A.P. Møller - Maersk announced intention to move towards a singular and unified Maersk brand. The decision is not expected to have impact on the Company's financial result, nor assets or equity. No significant event materially impacting the financial statements for 2022 have occurred.

Maersk GSC Holding A/S

Annual Report 1 January – 31 December 2022

Summary of significant accounting policies

The Annual Report of Maersk GSC Holding A/S for 2022 has been prepared in accordance with the provisions under the Danish Financial Statements Act applying to enterprises of reporting Class C (medium size).

According to the Danish Financial Statement Act - section 112 the financial statements are not consolidated.

The Company is included in the consolidated financial statements of A.P. Møller - Mærsk A/S, Copenhagen, and A.P. Møller Holding A/S, Copenhagen. The consolidated financial statements are available at <https://investor.maersk.com/static-files/8e9851f1-bcd2-425b-a588-7a39f0c6e302>

The financial statements are prepared using the same accounting policies as last year.

Recognition and measurement

Assets are recognized in the balance sheet when it is probable that future economic benefits will flow to the company and the asset can be measured reliably. Liabilities are recognized in the balance sheet when it is probable that future economic benefits will flow from the company and the liability can be measured reliably. On initial recognition, assets and liabilities are recognized at cost. Income is recognized in the income statement as it is earned. Moreover, costs incurred to generate the year's earnings are recognised in the income statement.

Foreign currency translation

The functional and reporting currency of the Company is DKK.

Maersk GSC Holding is a Danish entity, hence preferred functional and reporting currency is local currency DKK. Similarly, functional and reporting currency of subsidiaries GSC India, GSC Manila and GSC Chengdu are INR, PHP and CNY which are their respective local currencies.

Transactions in currencies other than the functional currency are translated at the exchange rate prevailing at the date of the transaction. Monetary items in foreign currencies not settled at the balance sheet date are translated at the exchange rate as at the balance sheet date. Foreign exchange gains and losses are included in the income statements as financial income or expenses.

Income

Income from investment in subsidiaries comprises the Company's share of subsidiaries' net result for the year.

Income from investments in subsidiaries are translated into DKK using the year's average exchange rate.

External costs

External costs include costs for administration, audit fees etc.

Financial income and expenses

Financial income and expenses include interest, realized and unrealized gains and losses on securities, debt and transactions in foreign currencies, amortization of financial assets and liabilities, etc.

Maersk GSC Holding A/S

Annual Report 1 January – 31 December 2022

Summary of significant accounting policies

Income and deferred taxes

The Company is jointly taxed with Danish companies in the A.P. Møller - Mærsk A/S Group and A.P. Møller Holding A/S Group. The current Danish company tax is distributed by allocating joint taxation contributions among the jointly taxed enterprises in proportion to the taxable income of these enterprises.

The tax for the year, which includes the current company tax for the year (the joint taxation contribution), and the change in deferred tax are recognised in the income statement with the share that can be attributed to the results for the year and directly in the equity with the share that can be attributed to entries directly in the equity.

Investments in subsidiaries

Investments in subsidiaries are valued using the equity method. The share in the subsidiaries' equity is translated into DKK at the closing rate. Exchange differences on translation of net assets of subsidiaries are recognized directly in equity.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in subsidiaries.

Receivables from group companies

Receivables are recognised in the balance sheet at amortised cost, which substantially corresponds to nominal value. Provisions for estimated bad debts are made.

Equity - Dividends

Proposed dividends are recognized as a liability at the time of declaration at the Annual General Meeting.

Liabilities

Financial liabilities including trade payables and liabilities to affiliated companies are recognized initially at cost equal to the proceeds received less transaction costs. In subsequent periods, financial liabilities are measured at amortized cost.

Provision

Provision are recognized when in consequence of an event occurred before or on the balance sheet date the Company has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

Maersk GSC Holding A/S
Income statement for the period 01 January - 31 December
(Amounts in DKK'000)

<i>Note</i>	<u>2022</u>	<u>2021</u>
1 Other external expenses	287	29
Result before depreciation, interest and tax	287	29
2 Income from investments in subsidiaries	165,813	160,523
Result before financial items	166,100	160,552
3 Financial income	139,344	29,545
4 Financial expenses	-102,114	-39
Result before tax	203,330	190,058
Tax on financial income and expenses	-10,968	-6,504
Result of the year	192,362	183,554
Distribution		
Net revaluation under equity method	165,813	160,523
Retained earnings	26,549	23,031
	192,362	183,554

Maersk GSC Holding A/S
Balance sheet at 31 December
(Amounts in DKK'000)

<i>Note</i>	2022	2021
Assets		
2 Investments in subsidiaries	187,581	166,513
Total financial assets	187,581	166,513
5 Receivables from affiliated companies	699,400	537,242
Total non-current assets	886,981	703,755
5 Receivables from affiliated companies - current	60,084	58,654
Other receivables	25	25
Total receivables	60,109	58,679
Total current assets	60,109	58,679
Total assets	947,090	762,434

Maersk GSC Holding A/S
Balance sheet at 31 December
(Amounts in DKK'000)

<i>Note</i>	2022	2021
Liabilities		
Share capital	795	795
Net revaluation under equity method	176,606	155,538
Retained earnings	761,276	604,227
Total equity	938,677	760,560
Joint tax payable	8,108	1,731
Other payables	305	143
Total current liabilities	8,413	1,874
Total Liabilities	947,090	762,434

6 **Contingent liabilities and other financial obligations**

7 **Related parties**

8 **Subsequent events**

Maersk GSC Holding A/S
Statement of changes in equity
(Amounts in DKK'000)

2022	<u>Share capital</u>	<u>Net valuation under equity method</u>	<u>Retained earnings</u>	<u>Total</u>
Balance at 1 January	795	155,537	604,227	760,559
Currency adjustment	0	-16,827	0	-16,827
Actuarial gain/loss	0	2,584	0	2,584
Dividend	0	-130,501	130,501	0
Result of the year	0	165,813	26,549	192,362
Balance at 31 December	<u>795</u>	<u>176,606</u>	<u>761,276</u>	<u>938,677</u>

The Board of Directors proposed dividend of DKK 600m to be paid to shareholder.

2021	<u>Share capital</u>	<u>Net valuation under equity method</u>	<u>Retained earnings</u>	<u>Total</u>
Balance at 1 January	795	114,770	448,499	564,064
Currency adjustment	0	12,775	0	12,775
Actuarial gain/loss	0	-2,265	0	-2,265
Dividend	0	-130,266	130,266	0
Result of the year	0	160,523	23,031	183,554
Tax loss utilization	0	0	2,431	2,431
Balance at 31 December	<u>795</u>	<u>155,537</u>	<u>604,227</u>	<u>760,560</u>

Share capital

Share capital consists of 795,000 shares as of 31 December 2022 amount of 795,000 DKK. No shares has special rights.

There has been no changes in the share capital in the past 5 years.

Maersk GSC Holding A/S
Notes to the financial statements
(Amounts in DKK'000.)

1 Other External Expense and Income

The Company has no employees in 2022 (2021: 0 employees). No remuneration or salaries were paid to the Board of Directors or the Management (2021: 0 DKK).

	2022	2021
Other External Income		
Reversal of audit fees provision	0	139
Tax Adjustment from prior year	631	0
	631	139
Other External Expense		
Audit fees and bank charges	-114	-110
General consulting	-3	0
Property insurance	-227	0
	-344	-110
Total	287	29

2 Investments in subsidiaries

	2022	2021
Cost price:		
1 January 2022	10,975	10,975
31 December 2022	10,975	10,975
Value adjustments:		
1 January 2022	155,537	114,770
Subsidiaries' result of the year	165,813	160,523
Actuarial losses to equity	2,584	-2,265
Dividends	-130,501	-130,266
Currency adjustment	-16,827	12,775
31 December 2022	176,606	155,537
Carrying amount at 31 December	187,581	166,513

Shares in subsidiaries

Name	Country	Ownership
Maersk Global Service Centres (India) Pvt. Ltd.	India	100%
Maersk Global Service Centres (Philippines) Limited	Hong Kong	100%
Maersk Global Service Centre (Chengdu) Ltd.	China	100%

3 Financial income

	2022	2021
Interest income from group companies	139,344	29,545

4 Financial expense

	2022	2021
Interest expenses to group companies	-102,114	-39

Maersk GSC Holding A/S
Notes to the financial statements
(Amounts in DKK'000.)

5 Receivables from affiliated companies

Receivables from affiliated companies amount to 759m and majorly consists of dividends paid by Maersk GSC Holding A/S subsidiaries to Maersk GSC Holding A/S through the A. P. Moller Maersk A/S cash pool bank account.

	2022	2021
Receivables from affiliated companies - Current	60,084	58,654
Receivables from affiliated companies - Non current	699,400	537,242

6 Contingent liabilities and other financial obligations

Contingent liabilities

The Danish group enterprises are jointly and separately liable for tax on the jointly taxed income of the Group and for Danish taxes at source such as dividend tax, tax on royalty payments and withholding tax. The total payable corporation tax is disclosed in the Annual Report of A.P.Møller Holding A/S, which is the management company of the joint taxation.

Subsidiary GSC India has evaluated the principles given in the SC judgment 2019 and the EPFO circular for calculating basic wages and its effective date and has accordingly revised the Provident Fund calculations prospectively with effect from March 1, 2019. The Company is awaiting for further clarification from concerned regulatory authorities on the implication and implementation of the aforesaid judgement. Basis legal advice obtained, Management will take an appropriate action once the clarity is received from the regulatory authorities and considering practical difficulties in determining past liabilities, particularly for ex-employees no provision is recognised in the financial statement as at the balance sheet date.

7 Related parties

Shareholders under Section 55 of the Danish Companies Act:

Maersk Oil Trading and Investments A/S, owns 100% of the share capital and voting rights. A.P. Møller og Hustru Chastine Mc-Kinney Møllers Fond til almene Formaal is the ultimate controlling shareholder.

The Company is included in the consolidated financial statements of A.P. Møller - Mærsk A/S, Copenhagen and A.P. Møller Holding A/S, (ultimate parent company) Esplanaden 50, DK-1263 Copenhagen. Link to Annual Report: <https://investor.maersk.com/static-files/8e9851f1-bcd2-425b-a588-7a39f0c6e302>

8 Subsequent events

On 27 January 2023, A.P. Moller - Maersk announced intention to move towards a singular and unified Maersk brand. The decision is not expected to have impact on the Company's financial result, nor assets or equity. No significant event materially impacting the financial statements for 2022 have occurred.