
NOR 1957 A/S

Rungsted Strandvej 113, DK-2960 Rungsted Kyst

Annual Report for 1 January - 31 December 2018

CVR No 26 82 35 60

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
24/4 2019

Rasmus Lund-Jacobsen
Chairman of the General
Meeting



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of NOR 1957 A/S for the financial year 1 January - 31 December 2018.

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 2018 of the Company and of the results of the Company operations for 2018.

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

Rungsted Kyst, 24 April 2019

Executive Board

Rasmus Lund-Jacobsen

Board of Directors

Johan Wedell-Wedellsborg
Chairman

Oluf Myhrmann

Rasmus Lund-Jacobsen

Independent Auditor's Report

To the Shareholders of NOR 1957 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 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of NOR 1957 A/S for the financial year 1 January - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the 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.

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.

Independent Auditor's Report

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism 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.

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, 24 April 2019

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Flemming Eghoff

State Authorised Public Accountant

mne30221

Mark Phillip Beer

State Authorised Public Accountant

mne29472

Company Information

The Company

NOR 1957 A/S
Rungsted Strandvej 113
DK-2960 Rungsted Kyst

CVR No: 26 82 35 60
Financial period: 1 January - 31 December
Municipality of reg. office: Hørsholm

Board of Directors

Johan Wedell-Wedellsborg, Chairman
Oluf Myhrmann
Rasmus Lund-Jacobsen

Executive Board

Rasmus Lund-Jacobsen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Income Statement 1 January - 31 December

	Note	2018 TUSD	2017 TUSD
Gross profit/loss		849	-806
Depreciation, amortisation and impairment of property, plant and equipment	3	-11	1.429
Profit/loss before financial income and expenses		838	623
Income from investments in subsidiaries	4	-20	-14.143
Income from investments in associates	5	249	347
Financial income	6	467	639
Financial expenses	7	-318	-1.156
Profit/loss before tax		1.216	-13.690
Tax on profit/loss for the year	8	0	24
Net profit/loss for the year		1.216	-13.666

Distribution of profit

Proposed distribution of profit

Retained earnings	1.216	-13.666
	1.216	-13.666

Balance Sheet 31 December

Assets

	Note	2018 TUSD	2017 TUSD
Other fixtures and fittings, tools and equipment		0	11
Property, plant and equipment	9	0	11
Investments in subsidiaries	10	7	283
Investments in associates	11	3.393	3.142
Other investments	12	156	303
Fixed asset investments		3.556	3.728
Fixed assets		3.556	3.739
Bunkers		86	0
Receivables from group enterprises		879	675
Other receivables		435	513
Prepayments		5	323
Receivables		1.319	1.511
Cash at bank and in hand		1.234	2.033
Currents assets		2.639	3.544
Assets		6.195	7.283

Balance Sheet 31 December

Liabilities and equity

	Note	2018 TUSD	2017 TUSD
Share capital		1.097	1.097
Retained earnings		-7.074	-8.255
Equity		-5.977	-7.158
Provisions relating to investments in group enterprises		0	67
Provisions		0	67
Trade payables		0	188
Payables to group enterprises		12.150	13.131
Other payables		22	1.055
Short-term debt		12.172	14.374
Debt		12.172	14.374
Liabilities and equity		6.195	7.283
Going concern	1		
Key activities	2		
Contingent assets, liabilities and other financial obligations	13		
Related parties	14		
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Statement of Changes in Equity

	Share capital	Retained earnings	Total
	TUSD	TUSD	TUSD
Equity at 1 January	1.097	-8.255	-7.158
Exchange adjustments relating to foreign entities	0	-35	-35
Net profit/loss for the year	0	1.216	1.216
Equity at 31 December	1.097	-7.074	-5.977

Notes to the Financial Statements

1 Going concern

The Company has per 31 December 2018 lost the nominal share capital. In order for the Company to continue as a going concern, the parent company has made a capital contribution in 2019 of USD 8.000k.

The Company is financed by group loans and the parent company has declared that the loans will not be terminated unless the company has sufficient liquidity to repay the loans.

Based on the above, it is the management's assesment that the company's capital resources are sufficient and, accordingly, present the financial statements according to the principles of going concern.

2 Key activities

The primary activity of the company is to do business related to shipping.

3 Depreciation, amortisation and impairment of property, plant and equipment

	2018 TUSD	2017 TUSD
Depreciation of property, plant and equipment	11	15
Gain and loss on disposal	0	-1.444
	<u>11</u>	<u>-1.429</u>

4 Income from investments in subsidiaries

Share of profits of subsidiaries	-20	-14.081
Loss from sale	0	-62
	<u>-20</u>	<u>-14.143</u>

Notes to the Financial Statements

	2018 TUSD	2017 TUSD
5 Income from investments in associates		
Share of profits of associates	33	131
Amortisation of goodwill/badwill	216	216
	249	347
6 Financial income		
Interest received from group enterprises	406	581
Other financial income	26	4
Exchange gains	35	54
	467	639
7 Financial expenses		
Impairment losses on financial assets	147	0
Interest paid to group enterprises	171	573
Other financial expenses	0	583
	318	1.156
8 Tax on profit/loss for the year		
Current tax for the year	0	-24
	0	-24

Notes to the Financial Statements

9 Property, plant and equipment

	Other fixtures and fittings, tools and equipment TUSD
Cost at 1 January	150
Cost at 31 December	150
Impairment losses and depreciation at 1 January	139
Depreciation for the year	11
Impairment losses and depreciation at 31 December	150
Carrying amount at 31 December	0

Notes to the Financial Statements

	2018 TUSD	2017 TUSD
10 Investments in subsidiaries		
Cost at 1 January	8.667	8.705
Disposals for the year	0	-38
Cost at 31 December	8.667	8.667
Value adjustments at 1 January	-33.181	-31.925
Disposals for the year	0	12.558
Exchange adjustment	0	6
Net profit/loss for the year	-20	-14.081
Other equity movements, net	-36	261
Value adjustments at 31 December	-33.237	-33.181
Equity investments with negative net asset value amortised over receivables	24.577	24.730
Equity investments with negative net asset value transferred to provisions	0	67
Carrying amount at 31 December	7	283

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
NL 1957 A/S	Denmark	1,000,000 DKK	100%
Nordana Brage and Equipment Co. Inc.	USA	100 USD	100%
Liberty Terminals Ltd.	USA	728,393 USD	100%

Notes to the Financial Statements

	2018 TUSD	2017 TUSD
11 Investments in associates		
Cost at 1 January	1.236	1.236
Disposals for the year	-10	0
Cost at 31 December	1.226	1.236
Value adjustments at 1 January	1.906	3.711
Disposals for the year	10	0
Net profit/loss for the year	33	131
Other equity movements, net	2	-2.152
Amortisation of goodwill/badwill	216	216
Value adjustments at 31 December	2.167	1.906
Carrying amount at 31 December	3.393	3.142

Investments in associates are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
Thaiden Maritime Ltd.	Thailand		49%

12 Other fixed asset investments

	Other investments TUSD
Cost at 1 January	833
Cost at 31 December	833
Revaluations at 1 January	-530
Revaluations for the year	-147
Revaluations at 31 December	-677
Carrying amount at 31 December	156

Notes to the Financial Statements

	2018 TUSD	2017 TUSD
13 Contingent assets, liabilities and other financial obligations		

Rental and lease obligations

Lease obligations under operating leases. Total future lease payments:

Within 1 year	2.830	0
	2.830	0

Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Weco A/S, which is the management company of the joint taxation purposes. Moreover, the 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.

Tax may arise in the event of withdrawal from tonnage tax scheme.

14 Related parties

Consolidated Financial Statements

The Company is Included in the Group Annual Report of the Parent Company

Name	Place of registered office
Weco Shipping A/S	Hørsholm

Notes to the Financial Statements

15 Accounting Policies

The Annual Report of NOR 1957 A/S for 2018 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

Financial Statements for 2018 are presented in TUSD. Applied US Dollar exchange rate on the 31st of December 2018 : 651,94 (2017 : 620,77).

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, 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 the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when 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.

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other 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.

Notes to the Financial Statements

15 Accounting Policies (continued)

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

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. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, 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 consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Vessel operating costs

Vessel operating costs comprise voyage dependent expenses including raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise office expenses, etc.

Gross profit

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

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of property, plant and equipment together with gains and losses on the sale of property, plant and equipment.

Notes to the Financial Statements

15 Accounting Policies (continued)

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company.

Income from investments in subsidiaries and associates

The items “Income from investments in subsidiaries” and “Income from investments in associates” in the income statement include the proportionate share of the profit for the year.

Financial income and expenses

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

The Company is comprised byt the tonnage tax regime. No provision is made for deferred tax since no deferred tax is expected to arise under the tonnage tax regime.

The Company is jointly taxed with Weco 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 comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation 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 fixtures and fittings, tools and equipment	3-8 years
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Depreciation period and residual value are reassessed annually.

Notes to the Financial Statements

15 Accounting Policies (continued)

Impairment of fixed assets

The carrying amounts of property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in subsidiaries and associates

Investments in subsidiaries and associates are recognised and measured under the equity method.

The items “Investments in subsidiaries” and “Investments in associates” in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised inter-company profits or losses and with addition of the remaining value of any increases in value and goodwill/badwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries and associates 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 the subsidiaries and the associates.

Subsidiaries and associates with a negative net asset value are recognised at USD 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Other investments

Other investments, which consist of shares that are measured at their fair value at the balance sheet date.

Bunkers

Bunkers are measured at the lower of cost under the FIFO method and net realisable value.

Receivables

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

Notes to the Financial Statements

15 Accounting Policies (continued)

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Equity

Dividend

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

Provisions

Provisions are recognised 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.

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 on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

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

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.