

ENDEAVOUR INVEST ApS

Strevelinsvej 34
7000 Fredericia
Central Business Registration
No 27309224

Annual report 2017

The Annual General Meeting adopted the annual report on 31.05.2018

Chairman of the General Meeting

Name: Anders Østergaard

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Entity details

Entity

ENDEAVOUR INVEST ApS
Strevelinsvej 34
7000 Fredericia

Central Business Registration No (CVR): 27309224
Registered in: Fredericia
Financial year: 01.01.2017 - 31.12.2017

Executive Board

Anders Østergaard

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of ENDEAVOUR INVEST ApS for the financial year 01.01.2017 - 31.12.2017.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2017 and of the results of its operations and cash flows for the financial year 01.01.2017 - 31.12.2017.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Fredericia, 31.05.2018

Executive Board

Anders Østergaard

Independent auditor's report

To the shareholder of ENDEAVOUR INVEST ApS

Opinion

We have audited the consolidated financial statements and the parent financial statements of ENDEAVOUR INVEST ApS for the financial year 01.01.2017 - 31.12.2017, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2017, and of the results of their operations and the consolidated cash flows for the financial year 01.01.2017 - 31.12.2017 in accordance with the Danish Financial Statements Act.

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 consolidated financial statements and the parent financial statements section of this auditor's report. We are independent of the Group in accordance with the International Ethics Standards Board of 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 consolidated financial statements and the parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent 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 consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors responsibilities for the audit of the consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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

Independent auditor's report

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 and parent financial statements.

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 consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Group's and the Entity'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 and the parent 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 Group and the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group 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.

Independent auditor's report

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

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

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the consolidated financial statements and the parent financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 31.05.2018

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR) 33963556

Lars Siggaard Hansen
State Authorised Public Accountant
Identification No (MNE) mne32208

Kåre Valtersdorf
State Authorised Public Accountant
Identification No (MNE) mne34490

Management commentary

	2017 USD'000	2016 USD'000
Financial highlights		
Key figures		
Revenue	496.650	0
Gross profit/loss	21.128	(5)
Operating profit/loss	4.578	(5)
Net financials	4.871	(12.820)
Profit/loss for the year	11.324	(12.846)
Profit/loss for the year excl minority interests	11.324	(12.846)
Total assets	338.231	60.376
Investments in property, plant and equipment	122.137	0
Equity	74.272	60.373
Equity excl minority interests	74.186	60.373
Cash flows from (used in) operating activities	(6.626)	(1.751)
Cash flows from (used in) investing activities	(28.217)	1.951
Cash flows from (used in) financing activities	54.211	(15)
Average numbers of employees	635	0

Ratios

Gross margin (%)	4,3	-
Net margin (%)	2,3	-
Return on equity (%)	16,8	(21,3)
Equity ratio (%)	21,9	100,0

Financial highlights are defined and calculated in accordance with "Recommendations & Ratios 2015" issued by the Danish Society of Financial Analysts.

Ratios	Calculation formula	Calculation formula reflects
Gross margin (%)	$\frac{\text{Gross profit/loss} \times 100}{\text{Revenue}}$	The entity's operating gearing.
Net margin (%)	$\frac{\text{Profit/loss for the year} \times 100}{\text{Revenue}}$	The entity's operating profitability.
Return on equity (%)	$\frac{\text{Profit/loss for the year excl minority interests} \times 100}{\text{Average equity excl minority interests}}$	The entity's return on capital invested in the entity by the owners.
Equity ratio (%)	$\frac{\text{Equity excl minority interests} \times 100}{\text{Total assets}}$	The financial strength of the entity.

Management commentary

Primary activities

The main activity of the group is to invest in subsidiaries and associated companies primarily comprising sale, purchase, and transportation of oil products for the maritime industry and chartering of accommodation vessels to the offshore wind sector. Supporting activities relate to the operation of vessels and associated activities.

Multiple Holding Group

The main activity in Multiple Holding Group is to invest in subsidiaries and associated companies.

Development in activities and finances

Group operations (EBIT) reached USD 4.6m in 2017, which is satisfactory.

The net result after tax for 2017 amounts to USD 11.3m. At 31 December 2017 equity amounts to USD 74m. The net result is above 2016-level (USD 60m). The net result was affected by higher oil prices, lower trading volumes, the continued slowdown in the global maritime shipping markets, and strong competition in some of the core markets.

Management considers the net result achieved satisfactory.

Concurrently, the return on equity of 16.8% is satisfactory.

ENDEAVOUR INVEST ApS

Endeavour Invest ApS consists of two separate groups Monjasa Group and Multiple Holding Group each with their own independent management and decision-making authority.

The main activities are in the Monjasa Group being bunker oil trading, tanker operation, and offshore wind, while the main activity in Multiple Holding Group is to invest in subsidiaries and associated companies with various, minor activities.

Monjasa Group

Bunker oil activity

The bunker oil activity comprises worldwide trading and transport of oil products primarily for the maritime sector, as well as physical supply of marine fuel at various in-port and offshore locations. Monjasa focuses on providing value-added services such as global geographical coverage, granting of trade credit, issuing of technical and commercial advice, as well as offering a one-shop-brand worldwide underlined by the statement "we are Monjasa in every port".

The tanker vessel activity contains several single shipowning companies and is linked to the bunker oil operations within the Group. Thereby, at all times securing all tanker vessels' employment within the Group's physical supply and transport activities.

The offshore wind activity consists of owning and chartering out ASVs (Accommodation and Support Vessels) for the offshore wind turbine industry and other offshore energy activities.

Management commentary

In 2017, Monjasa Group consolidated its core business and continued to improve the overall global coverage and organisational structure. The Group has physical operations in West Africa, the Middle East, Europe and from 2017 also in the Americas (Panama).

The tanker fleet stayed in 2017 at 20 vessels (2016: 20 vessels). 18 of the tanker vessels are operated on time- or bare-boat charter agreements. Two of the tanker vessels are owned by the Group.

Monjasa Group's oil inventory holdings at year-end 2017 amounted to USD 50m (2016: USD 54m).

The bunker oil inventories experience a high turnover ratio, effectively corresponding to the time it takes to transport the bunker oil from a main storage to the clients' vessels, ranging typically from a few hours up to a few days. Total revenue from the bunker oil activity increased in 2017, as a result of a higher average oil price while demand stayed at a low level and competition remained strong in some of the main markets. In 2017, the Group saw a decrease in sales measured in metric tonnes of 9% compared to 2016 (from 3.8 mio. metric tonnes in 2016 to 3.5 mio. metric tonnes in 2017).

September 30th there was a change of ownership in Monjasa Group so that Endeavour Invest ApS since then has been the sole owner of Monjasa Group.

However, the Management foresees a continued highly competitive global bunker market due to the low oil price levels and an overall increasingly income-challenged maritime shipping industry. General market conditions may therefore also in 2018 negatively impact the operating result.

Tanker vessel activity

In 2017, the tanker vessel activity consisted of single shipowning companies, and companies chartering vessels from external ship owners, catering to the transport requirements for the bunkering activities within the Group.

Tanker vessels are not acquired for commercial competition on the spot market. The Group's full ownership of certain tanker vessels is considered an essential part of being able to uphold a steady and reliable physical supply service even in volatile freight markets. Hence, the Group prioritises to be light on vessel ownership and to charter vessels whenever possible.

In 2014, the Danish tax authorities introduced a new interpretation of existing law, which in effect prevents Monjasa from using the previously adopted tonnage tax regime. The Group does not agree with the opinion of the Danish tax authorities, and therefore the Group has disputed their opinion awaiting a court ruling expectedly in 2018. Consequently, the Group has provided corporate taxes payable and deferred tax for the Danish activities based on the statutory Danish tax rate.

By year-end 2017, two tankers are fully owned by the Group ("African Leader" and "African Chaser"). Further, combined lease and purchasing agreements exist for two additional tankers ("Skaw Provider" and "African Sprinter"). These ships will be taken over no later than 2019 and 2020 respectively.

Management commentary

Offshore wind activity

In 2017, the offshore wind activity contained three Dutch single ship/owning companies C-bed B.V., C-bed II B.V., and C-bed IV B.V.

The primary activity of all C-bed companies remains chartering of ASVs to operators and energy companies within offshore wind and related industries.

Uncertainty relating to recognition and measurement

Entities within Monjasa Group are currently involved in ongoing legal matters and claims handling. None of these cases, however, have the potential to materially affect our overall financial conditions, results of operations, and cash flow.

Trade receivables

Trade receivables are recognised at amortised cost less provisions for bad and doubtful debts. Provisions are made for assessed probable losses as well as on a general level. The receivables in the balance sheet are not insured in full and residual risk hence exists.

Receivables from associates

In Monjasa Group there has been recognised a receivable from an associate of USD 8.9 million. Uncertainty exists regarding timing of the receivable due to local restrictions on transferring cash out of the jurisdiction.

Valuation of vessels

In 2017, the fleet in Monjasa Group of owned vessels has been assessed for possible impairment. No needs for write-down vessel values have been identified, however the valuation of the vessels is contingent on the assumption of achieving dayrates in line with the historic performance.

Management assesses that there are no further items in the financial statements which are subject to uncertainty that may have a significant impact on results and therefore on the true and fair view.

INVESTMENTS IN SUBSIDIARIES

Solvency is maintained at an adequate level in all subsidiaries and therefore no additional capital injunction was required in 2017.

Outlook

Strategy

The main activity of the Group is to invest in subsidiaries and associated companies primarily comprising sale, purchase, and transportation of oil products for the maritime industry and chartering of accommodation vessels to the offshore wind sector. Supporting activities relate to the operation of vessels and associated activities.

TARGETS AND EXPECTATIONS FOR 2018

Management commentary

Monjasa Group

Endeavour Invest ApS has been the sole owner of Monjasa Group since September 30th 2017, hence only four months are included in 2017, while all 12 months will be included in 2018.

Bunker oil activity

In 2018, the bunker oil activity is expected to be on same level as in 2017 and the Management expects modest increases in levels of sales measured in metric tonnes.

Tanker vessel activity

The business is expected to remain stable and revenue and net result are expected to be on the same levels as in 2017.

The focus of this activity remains to service Monjasa Group's bunker oil activity.

Offshore wind activity

C-bed expects to remain a market leader within offshore wind in the years to come. As a result of the new market demand for vessels, we foresee possible deteriorating occupation for the conventional C-bed-vessels in the years to come with lower utilisation as a consequence.

There are no further investment plans within the C-bed fleet in 2018.

Revenue and net result are expected to be below level seen in 2017.

Overall

Based on the continued cost focus from 2017 and commercial development we have seen in the beginning of 2018, the net result for the Monjasa Group is expected to be at a level similar to 2017.

The expectations to the 2018 financial performance are naturally subject to uncertainty and in particular with respect to the development in global shipping markets, the world economy, exchange rates, and oil prices.

Multiple Holding Group

The net result for Multiple Holding Group is expected to be at a level similar to 2017.

Endeavour Invest ApS

The net result for Endeavour Invest ApS is expected to be at a level similar to 2017.

CAPITAL RESOURCES

Increased focus on cash management and lower activity led to reduced working capital requirement and therefore the cash flow was satisfactory during 2017.

With an equity ratio of 16.8%, Management considers the Group to be in a strong financial position ready to exploit the opportunities available in the global markets.

Management commentary

Particular risks

Operating risks

Bunker oil

The Board of Directors, and the Monjasa Compliance department are acting independently from the operational Group functions. Thereby, they continuously review and manage any developments in the overall operating risks associated to the Group's main business activities.

It is assessed that there are no sizeable uncovered risks in respect of the Group's operations. The Group likewise holds adequate insurances against potential exposures, which could occur to the Group bunker oil operations.

Offshore wind

The offshore wind turbine industry is characterised by a few large market players and relatively few, large energy companies. Therefore, it may be difficult to obtain sufficient spread of client risk. On the other hand, these customers are typically financially solid, and thus the risk is to a higher degree reflected by the relative strength between customer and supplier, than by the customers' ability to pay. As the wind turbine industry is generally favoured by state grants, the industry is to some extent exposed to potential political intervention.

Hijacking

The safety of personnel is the premise for all our precautions. Monjasa Group operates both owned and chartered vessels in West Africa where hijacking is a risk factor. In order to minimise the risk of personal injury, as well as operating losses due to assault, the Group has implemented an anti-piracy strategy, which includes an extensive description of how the crew and the officers should act in case of hijacking and/or piracy.

The strategy comprises measures to be taken both during and after a possible assault, and it includes practical security initiatives on board each vessel.

Market risks

The bunker oil activity is only marginally affected by the risk of fluctuations in oil prices, as the oil products are either purchased and sold simultaneously, or otherwise hedged against fluctuations.

Monjasa Group continuously hedges minimum 75% and usually more than 95% of its oil price exposure.

Financial risks

Bunker oil

USD is the primary currency applied in the bunkering and tanker activities and there are no translation risks related to exchange rates in the financial statements.

Offshore wind

This activity is primarily settled in EUR or DKK. Management expects EUR and DKK to remain predominant currencies and the activity hence holds limited exchange rate risks.

Management commentary

Interest rate risks

Operating within the oil and shipping industry often involves extensive capital requirements, which results in financing requirements for companies with high growth. The Group's debt is primarily based on variable interest rates. Therefore, the interest rate has an influence on the Group's results. Management reassesses financing options on a concurrent basis based on a.o. the interest rate development.

Refinancing risks

Management adjusts the financial resources concurrently to facilitate future growth and provide for the challenges of a volatile oil price market.

Management continuously monitors developments and pursues diversified and adequate financing to support future business development activities.

Credit risks

Granting credit to counterparts represents a risk in the oil and shipping industry. Monjasa Group Management therefore maintains a strong focus on the policies towards approval of trading partners and granting of credit lines to these. The Monjasa Group has a separate Credit department, which evaluates all new and existing trading partners in accordance with the credit policy. This includes use of client credit insurance and credit rating models, which are being regularly updated to fit the state of the industry at all times.

No change in 2017 to the expectations to loss on debtors compared to previous years.

Intellectual capital resources

This only concerns Monjasa Group as there are no employees in Multiple Holding Group.

Development in Monjasa Group leads to an increasing need for competent employees and a flexible organisation. Therefore, the Monjasa Group increasingly spends resources towards attracting new talented employees and on retaining and training current ones. Monjasa Group operates a flat organisational structure characterised by close and open dialogue between Management and employees.

Environmental performance

Management System Certifications regards only Monjasa Group who maintains ISO 9001, ISO 14001, and OHSAS 18001 certifications through a dedicated HSEQ Department:

ISO 9001:2015 Quality Management

The purpose of this certification is to ensure we take appropriate action to ensure all features of the service we offer meet the needs and expectations of our customers.

ISO 14001:2015 Environmental Management

The purpose of this certification is to ensure we manage and minimise the impact and harmful effects our business activities pose on the environment.

OHSAS 18001:2007 Occupational Health and Safety Management

Management commentary

The purpose of this certification is to ensure sound management of health and safety risks posed on employees, whilst also ensuring the safety of those who work with us.

For all business partners, this means demonstration and assurance of Monjasa's constant focus on client satisfaction, reduction of environmental risks and optimising the working environment.

By continuous monitoring, evaluation and documentation of our entire value chain, Monjasa Group is thereby reducing the overall risk profile. Monjasa Group's counterparts can thereby rely on doing business with a Group that systematically manages all risks associated to our worldwide activities.

Statutory report on corporate social responsibility

This section is Endeavour Holding ApS' statement of compliance with the Danish Financial Statements Act, section 99 (a) and regards the activities in Monjasa Holding Group.

SAFETY, HEALTH, ENVIRONMENT AND CLIMATE

Monjasa Group has a strong commitment to providing a safe working environment for all our employees, whilst also ensuring the safety of those who work with us. Protection to the environment and climate is also at the top of our risk management framework and we take all reasonable precautions to ensure our business activities cause minimal impact to these. Compliance with all relevant legislative requirements globally is of utmost importance.

Monjasa Group has a formal Health, Safety, Environment, and Quality (HSEQ) management system. We are proud of the fact that since 2014, Monjasa has held accreditation for ISO 9001, ISO 14001 and OHSAS 18001 across all our offices and operations in Europe, the Americas, the Middle East & Africa, and Southeast Asia and ISO 50001 in C-bed across all operations.

Occupational Health and Safety Management (OHSAS 18001:2007)

In 2017, we upgraded our ISO 9001 Quality and ISO 14001 Environment certificates to the most recent revision for each accreditation requirements by the International Organisation of Standardisation (ISO) and it is our aim to upgrade our OHSAS 18001 accreditation to the newly developed ISO 45001 for Health and Safety management in 2018 once released by the ISO.

We researched and mapped the natural hazards for the sometimes-challenged geographical locations, where we conduct our business. To mention a few, the natural emergency preparedness procedures which were identified include; hurricanes, earthquakes, extreme heat, and flu & pandemic in addition to many other potential incidents and vulnerabilities that may result in disaster and/or disruption to our employees' lives or the delivery of a quality service through our supply chain.

The Monjasa Academy conducted 39 unique training and competency development activities in 2017 with a total of 2,316 hours spent on training across the Group. For example, employees globally participated in a mandatory IT Security e-module to learn how to deal with cybercrime. Personnel at Skaw Terminal went through First Aid and Fire Marshal training to tackle health and safety situations that may arise.

Management commentary

Health, Safety, Environment, and Quality Recognition from Industry Stakeholders

In October 2017, Monjasa was recognised for its continuous efforts towards safety and security, making it to the finalist stage of the Maritime Standard Awards.

In September 2017, Monjasa was recognised for its efforts in Safety and Quality, making it to the finalist stage of Seatrade's Maritime Awards.

In December 2016, Monjasa won Lloyd's List Seafarer of the Year Award as an acknowledgement for the companies highly trained crews response to an offshore emergency during passage of the Mozambique Channel.

In May 2016, Monjasa was awarded Best Maritime company in Dubai for its successful growth with an emphasis on its approach to quality and risk management.

Environmental Management (ISO 14001:2015)

In 2017, the Group delivered 3.5 million metric tonnes of fuel and experienced zero environmental incidents on any vessel/during any operation.

We acknowledge that we have a responsibility towards the global environment and climate challenges. Monjasa Holding A/S on behalf of the Group signed a commitment with Buckingham Palace towards the prevention of illegal trade of wildlife in 2016. The Group now has a Zero Tolerance Policy in the respect of this commitment and has an objective plan for its implementation in 2017. In 2017, we visited a Shipping university in the Americas to share our knowledge and raise awareness on this issue, we plan to continue raising awareness during 2018.

Energy Management (ISO 50001:2011)

We are contributing to green energy production by providing offshore accommodation vessels for those constructing offshore wind farms. This facilitation reduces transportation and fuel consumption on a day-to-day basis having a positive impact on the environment.

In 2017, we conducted two awareness campaigns on our C-bed vessels to help raise awareness on different ways to reduce energy use for our clients and crew. In Q2 of 2017, ISO 50001:2011 training was provided to key personnel involved in energy management to increase the level of competency and to ensure all objectives set by Monjasa and C-bed are achieved.

TRANSPARENCY AND ETHICS

Transparency and Ethics are inseparable from Monjasa's value of respect and we strive to put this in practice in every part of our business.

Monjasa aims to eliminate all forms of bribery or corruption, we do not engage in bunker fraud, and we comply with all relevant legislation, particularly on trade restrictions and competition.

Monjasa addresses compliance risks through systematic monitoring, through the establishment of policies & procedures, through the implementation of controls, and through ongoing training of relevant staff across

Management commentary

the Group. Our compliance framework is revised continuously to ensure that our commitment to ethics and integrity remains up to date with regulatory developments and with an ever-stricter business environment.

In 2017, we have continued to build up our Anti-Bribery and Anti-Corruption framework through office-specific guidelines, and through the implementation of controls over business promotion and hospitality expenses in our offices in Panama and Denmark. We continue to improve these systems and expect to roll out group-wide controls during 2018. ABAC training continues to be a requirement upon onboarding and will become a mandatory yearly requirement in 2018.

In November 2017, Monjasa launched an external Whistleblowing line, available for all our employees to confidentially report concerns. This line is handled by law firm Holst Advokater, which ensures that potential complaints are always taken seriously and investigated independently.

2017 was also a pivotal year for our efforts in promoting transparency and ethics in the bunkering and maritime industries. We have continued to engage actively with the Maritime Anti-Corruption Network (MACN), attending the conferences in Dubai and in London whilst working closely with the rest of MACN members. During 2017, MACN has continued to develop its strong platform to better understand the challenges and has executed on its strategy, which focuses on capacity building in the maritime industry, driving global collective initiatives against corruption, and building partnerships to improve integrity. Monjasa has also joined IBIA's Ethics Working Group in December 2017, and we expect to play a key role in addressing the ethics concerns affecting the bunkering industry throughout 2018.

Data protection

Transparency will be extending to the field of data protection with the start of implementation of the EU General Data Protection Regulation (GDPR) in May 2018. During 2017 we lay the groundwork to make sure that Monjasa complies with all relevant GDPR requirements. Monjasa is not a data-intensive company, but we are taking the chance to review how we process the data of our employees, customers, and partners.

Overall, our tools to address transparency and ethics have become increasingly sophisticated during 2017, and we are well in line with industry standards wherever we are not surpassing them. Compliance risks are one of the most serious challenges we face as a global business and we believe our commitment to compliance, transparency, and ethics sets us apart from our competition.

Quality Management (ISO 9001:2015)

Customer feedback is important to us. It provides Monjasa with a platform for managing and improving our overall business. Furthermore, these measurements are key to retaining our ISO 9001 Quality Management certification. We strive to ensure that our customers are happy, and should any deviations occur, appropriate action is taken. Monjasa began issuing customer satisfaction surveys on the physical operations in the UAE, West Africa and Europe in 2015. The customer satisfaction surveys which were completed during 2017, show that we have attained a customer satisfaction rate of 98.86%.

In 2017, we began issuing our pre-qualification questionnaire (PQQ) to ensure an adequate level of HSEQ, compliance, and CSR efforts are being met by business partners conducting outsourced work on our behalf (B2B supplies). In 2018, we aim to achieve a 100% questionnaire return rate from B2B suppliers being used across the Group.

Management commentary

DIVERSITY, WORKING ENVIRONMENT, EQUALITY, AND HUMAN RIGHTS

Diversity

Monjasa is a diverse workplace and employees are encouraged to express themselves freely. The Group has a global workforce of 45 nationalities; there is opportunity to work together, exchanging ideas, and aiming for continual improvement, which creates mutual benefit for all employees.

In 2017, the Monjasa Academy encouraged diversity and cross-cultural understanding by facilitating insights® team workshops. The aim of such workshops is to gain understanding of various profiles to improve team communication as well as inter-cultural understanding.

Working environment

We place a great emphasis on offering the best possible working conditions across the Group. This includes a safe and healthy environment, which in turn has a positive impact on employees both physically and mentally. When it comes to the Health and Safety of employees, we ensure consistency across the Group; this means that we ensure that Danish working environment legislation, which is considered among the world's most protective, is applied for working conditions in all offices as a minimum.

Monjasa's working environment is diverse; the Group has offices, vessels, and oil terminals operating globally. The risks associated with our business vary given the geographical location of each office and/or operational facility. Each working environment has been reassessed during 2017 for its risks; this includes those, which may result in man-made workplace emergency situations and natural emergency situations.

Monjasa has active working environment committees across the Group involving a local representative and the HSEQ department. They take monthly meetings to identify areas for improvement in the local working environment.

In 2017, we conducted Employee Engagement Surveys (EES) across the Group. The EES encourages employees to provide their honest opinion in a confidential manner. This means that only the third-party vendor facilitating the EES can see the results by the responder. The 2017 EES results were better than expected, with an average of 8.6 out of 10 for overall job satisfaction compared to 8.2 out of 10 in 2016. We were able to conclude that Monjasa key strengths are the working environment, ample learning opportunities and satisfaction with immediate managers.

Equal rights

Reflecting the structure of society includes representation of both genders in the global organisation of the Group, which is a natural priority to Management. Balance is a key element in all long-term performances, hence, the Group provides equal access to career opportunities for both genders. In other words, we always prioritise talent and performance above gender.

Human rights

The Universal Declaration of Human Rights, adopted by the UN General Assembly, forms part of Monjasa's pre-qualification questionnaire which is completed by all new and existing business B2B suppliers.

Management commentary

No violations of human rights among suppliers or other business partners were reported to Group Management during 2016.

Monjasa applies anti-discrimination and anti-harassment guidelines at a Group level. These guidelines are included in the 'Monjasa Employee Handbook', which is handed out to all employees and is available on the Group's intranet.

SOCIAL RESPONSIBILITY

Social responsibility has been a part of the Monjasa Group DNA since the company's inception in 2002. The main purpose is to engage with passionate people and projects that lead to social or cultural developments in the communities where Monjasa has its core markets.

In 2017, Monjasa has engaged in various non-profit making projects – particularly focusing on children and young people. An example of such projects includes FANT (Football for a new tomorrow), a Danish humanitarian organisation establishing and running ten amateur football clubs for youngsters in the West African country of Sierra Leone. FANT's purpose is to promote human rights, democracy and social development through its association activities. In addition to this, Monjasa supports various social developments, including local sports and performing arts activities in Denmark for the benefit of young people and the community as a whole.

Statutory report on the underrepresented gender

This section constitutes Monjasa's statement of compliance with the Danish Financial Statements Act, section 99 (b).

Monjasa is committed to providing equal opportunities at the workplace – we recruit and promote employees based solely on merit rather than focusing on gender equality. We take pride in having a more proportionate gender distribution in the organisation compared to the industry average.

The female composition of employees in the organisation dipped from 36% in 2016 to 32% in 2017. The female representation of managers in the Monjasa group increased slightly from 18% in 2016 to 19% in 2017. While we are aware that the gender composition at manager levels is disproportionate relative to our overall employee gender ratio, we remain steadfast in our view that the most competent and suitable candidates have been selected for the job.

In line with current legislation to counteract the gender imbalance in boardrooms, Monjasa Group aims to introduce at least one female to the board by 2020, which will result in 20% female representation.

By the end of 2017, this goal has not been reached. In order to mitigate any form of unconscious bias in the recruitment and promotion processes, the HR department intends to spread awareness in these areas during manager training courses and relevant dialogue with managers. Such messages will also be incorporated in performance management/review framework to be developed over the next two years.

Endeavour Invest ApS does not have a board of directors and the management consists of one person and consequently no policies for gender distribution has been established.

Management commentary

Events after the balance sheet date

Changes in the business

No material changes in the business have occurred during 2018.

Capital resources

No material changes in the capital resources of Endeavour Invest ApS have occurred during 2018.

Consolidated income statement for 2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Revenue		496.650	0
Other operating income		7.035	0
Cost of sales		(474.019)	0
Other external expenses		(8.538)	(5)
Gross profit/loss		21.128	(5)
Staff costs	1	(11.706)	0
Depreciation, amortisation and impairment losses	2	(4.844)	0
Operating profit/loss		4.578	(5)
Income from investments in associates		4.373	(12.913)
Other financial income	3	2.424	93
Other financial expenses	4	(1.926)	0
Profit/loss before tax		9.449	(12.825)
Tax on profit/loss for the year	5	1.875	(21)
Profit/loss for the year	6	11.324	(12.846)

Consolidated balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Acquired rights		2.830	0
Goodwill		3.136	0
Intangible assets	7	5.966	0
Land and buildings		4.858	0
Ships		67.041	0
Other fixtures and fittings, tools and equipment		3.224	0
Leasehold improvements		431	0
Property, plant and equipment	8	75.554	0
Investments in associates		0	56.553
Other investments		243	0
Deposits		1.974	0
Fixed asset investments	9	2.217	56.553
Fixed assets		83.737	56.553
Manufactured goods and goods for resale		51.120	0
Inventories		51.120	0
Trade receivables		159.770	0
Receivables from associates		9.711	2.310
Deferred tax		1.978	3
Other receivables		5.917	1.308
Income tax receivable		2.704	0
Prepayments		3.724	0
Receivables		183.804	3.621
Cash		19.570	202
Current assets		254.494	3.823
Assets		338.231	60.376

Consolidated balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Contributed capital		19	19
Reserve for net revaluation according to the equity method		0	54.247
Retained earnings		74.167	6.092
Proposed dividend		0	15
Equity attributable to the Parent's owners		74.186	60.373
Share of equity attributable to minority interests		86	0
Equity		74.272	60.373
Bank loans		3.868	0
Finance lease liabilities		6.037	0
Other payables		57.504	0
Non-current liabilities other than provisions	10	67.409	0
Current portion of long-term liabilities other than provisions	10	9.058	0
Bank loans		8.586	0
Prepayments received from customers		163	0
Trade payables		171.811	0
Payables to associates		0	3
Income tax payable		329	0
Other payables		6.603	0
Current liabilities other than provisions		196.550	3
Liabilities other than provisions		263.959	3
Equity and liabilities		338.231	60.376
Financial instruments	12		
Unrecognised rental and lease commitments	13		
Contingent liabilities	14		
Assets charged and collateral	15		
Transactions with related parties	16		
Subsidiaries	17		

Consolidated statement of changes in equity for 2017

	Contributed capital USD'000	Retained earnings USD'000	Share of equity attributable to minority interests USD'000	Total USD'000
Equity beginning of year	19	60.354	0	60.373
Effect of mergers and business combinations	0	0	86	86
Ordinary dividend paid	0	(15)	0	(15)
Exchange rate adjustments	0	2.504	0	2.504
Profit/loss for the year	0	11.324	0	11.324
Equity end of year	19	74.167	86	74.272

Consolidated cash flow statement for 2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Operating profit/loss		4.587	(5)
Amortisation, depreciation and impairment losses		4.844	0
Working capital changes	11	(17.403)	(1.839)
Cash flow from ordinary operating activities		(7.972)	(1.844)
Financial income received		2.424	93
Financial income paid		(1.282)	0
Income taxes refunded/(paid)		204	0
Cash flows from operating activities		(6.626)	(1.751)
Acquisition etc of intangible assets		(4.543)	0
Sale of intangible assets		13	0
Acquisition etc of property, plant and equipment		(56)	0
Sale of property, plant and equipment		1.185	0
Acquisition of enterprises		(52.377)	0
Dividends received from associates		0	1.951
Other adjustments		(90)	0
Investment in subsidiaries		27.651	0
Cash flows from investing activities		(28.217)	1.951
Loans raised		54.762	0
Reduction of lease commitments		(551)	0
Dividend paid		0	(15)
Cash flows from financing activities		54.211	(15)
Increase/decrease in cash and cash equivalents		19.368	185
Cash and cash equivalents beginning of year		202	16
Cash and cash equivalents end of year		19.570	201

Notes to consolidated financial statements

	2017 USD'000	2016 USD'000
1. Staff costs		
Wages and salaries	11.277	0
Pension costs	318	0
Other social security costs	111	0
	11.706	0
Average number of employees	635	0
		Remunera- tion of manage- ment 2017 USD'000
Executive Board		543
Board of Directors		121
		664
	2017 USD'000	2016 USD'000
2. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	467	0
Depreciation of property, plant and equipment	4.377	0
	4.844	0
	2017 USD'000	2016 USD'000
3. Other financial income		
Financial income from associates	0	93
Other interest income	1.720	0
Exchange rate adjustments	704	0
	2.424	93
	2017 USD'000	2016 USD'000
4. Other financial expenses		
Other interest expenses	1.542	0
Exchange rate adjustments	384	0
	1.926	0

Notes to consolidated financial statements

	2017 USD'000	2016 USD'000
5. Tax on profit/loss for the year		
Current tax	(1.152)	0
Change in deferred tax	(723)	21
	(1.875)	21
	2017 USD'000	2016 USD'000
6. Proposed distribution of profit/loss		
Ordinary dividend for the financial year	0	15
Retained earnings	11.324	(12.861)
	11.324	(12.846)
	Acquired rights USD'000	Goodwill USD'000
7. Intangible assets		
Addition through business combinations etc	4.603	607
Exchange rate adjustments	3	0
Additions	646	3.025
Disposals	(13)	0
Cost end of year	5.239	3.632
Addition through business combinations etc	(2.158)	(280)
Amortisation for the year	(251)	(216)
Amortisation and impairment losses end of year	(2.409)	(496)
Carrying amount end of year	2.830	3.136

Notes to consolidated financial statements

	Land and buildings USD'000	Ships USD'000	Other fixtures and fittings, tools and equipment USD'000	Leasehold improve- ments USD'000
8. Property, plant and equipment				
Addition through business combinations etc	5.976	104.397	10.254	1.454
Exchange rate adjustments	0	388	1	0
Additions	0	0	56	0
Disposals	0	(12.105)	(424)	0
Cost end of year	5.976	92.680	9.887	1.454
Depreciation and impairment losses beginning of year	(1.035)	(31.460)	0	0
Addition through business combinations etc	0	0	(6.477)	(951)
Exchange rate adjustments	0	(122)	0	0
Impairment losses for the year	0	(2.312)	0	0
Depreciation for the year	(83)	(2.703)	(572)	(72)
Amortisation, depreciation and impairment losses on assets disposed of	0	10.958	386	0
Depreciation and impairment losses end of year	(1.118)	(25.639)	(6.663)	(1.023)
Carrying amount end of year	4.858	67.041	3.224	431

Notes to consolidated financial statements

	Investments in associates USD'000	Other investments USD'000	Deposits USD'000
9. Fixed asset investments			
Cost beginning of year	2.306	0	1.890
Addition through business combinations etc	0	178	0
Transfers	(2.306)	0	0
Additions	0	175	84
Disposals	0	(110)	0
Cost end of year	0	243	1.974
Revaluations beginning of year	54.247	0	0
Exchange rate adjustments	2.089	0	0
Transfers	(60.709)	0	0
Share of profit/loss for the year	4.373	0	0
Revaluations end of year	0	0	0
Carrying amount end of year	0	243	1.974
		Due within 12 months 2017 USD'000	Due after more than 12 months 2017 USD'000
10. Liabilities other than provisions			
Bank loans		8.005	3.868
Finance lease liabilities		1.053	6.037
Other payables		0	57.504
		9.058	67.409
		2017 USD'000	2016 USD'000
11. Change in working capital			
Increase/decrease in inventories		28.640	0
Increase/decrease in receivables		(31.794)	(1.797)
Increase/decrease in trade payables etc		(6.964)	0
Other changes		(7.285)	(42)
		(17.403)	(1.839)

Notes to consolidated financial statements

12. Financial instruments

Net volumes

	Net value M tonnes	2017 USD'000
Derivatives maturing within 0-3 months	-3.978	-57
Derivatives maturing within 3-12 months	<u>0</u>	<u>-88</u>
	-3.978	-145

13. Unrecognised rental and lease commitments

Rental agreements and leases

The Group has assumed operating lease obligations which at 31 December 2017 amounts to USD 13.3m (2016: USD 13.4m) in the period of non-terminability of up to 84 months (2016: 96 months).

The Group has assumed charter hire obligations which at 31 December 2017 amount to USD 17.4m (2016: USD 18.4m).

14. Contingent liabilities

Contingent liabilities

Monjasa Holding A/S has assumed joint liability for the debts and obligations of all the subsidiaries placed in The Netherlands.

Joint tax

As from 30 August 2017 Endeavour Invest ApS is the management company for the Danish jointly, taxed companies. The management company has unlimited, joint and several liability together with the other jointly taxed companies for all corporate income taxes arising under the joint taxation scheme. From 30 August 2017 Endeavour Invest ApS has unlimited, joint and several liability for the withholding taxes payable by the companies in the joint taxation scheme. Corporate income tax payable for the Danish jointly taxed companies amounted to USD 0m at 31 December 2017 (2016: USD 0m).

15. Assets charged and collateral

Security

The Group and its subsidiaries have issued guarantees towards financial institutions in respect of loans which amount to USD 28m at the balance sheet date (2016: USD 135m).

The guarantees consist of the following collaterals: receivables, inventory, stocks, vessels and floating charge.

16. Transactions with related parties

Related parties are defined as parties with control or significant influence, including Group companies.

Other related parties

Anders Østergaard, CEO and Member of the Board of Directors, Monjasa Holding A/S

Notes to consolidated financial statements

Christian Merrild, Chairman of the Board of Directors, Monjasa Holding A/S

Tage Benedikt Bundgaard, Member of the Board of Directors, Monjasa Holding A/S

Flemming Edvard Ipsen, Member of the Board of Directors, Monjasa Holding A/S

Kenneth Henriks, CFO, Monjasa Holding A/S

Svend Stenberg Mølholt, COO, Monjasa Holding A/S

Notes to consolidated financial statements

	<u>Registered in</u>	<u>Equity inte- rest %</u>
17. Subsidiaries		
Downstream Holding A/S	Fredericia, Denmark	100,0
Monjasa A/S	Fredericia, Denmark	100,0
RelateIT A/S	Odense, Denmark	100,0
Monjasa Inc	Connecticut, USA	100,0
Monjsa DMCC	Dubai, United Arabic Emirates	100,0
Monjasa Chartering DMCC	Dubai, United Arabic Emirates	100,0
Monjasa Chartering II DMCC	Dubai, United Arabic Emirates	100,0
Montec Ship Management DMCC	Dubai, United Arabic Emirates	100,0
Monjasa Marine LLC	Dubai, United Arabic Emirates	33,0
Biamark (PTY) Ltd	Windhoek, Namibia	55,0
Monjasa SARLU	Pointe-Noire, Republic of Congo	100,0
Monjasa Pte Ltd	Singapore	100,0
Monjasa S.A.	Panama, Panama	100,0
Monjasa MHQ S.A.	Panama, Panama	100,0
Monjasa PTY, S.A.	Panama, Panama	100,0
Monjasa S.A. de C.V.	Mexico City, Mexico	100,0
Monjasa LTD	Limassol, Cyprus	100,0
Monjasa LTD	London, United Kingdom	100,0
Midstream Holding A/S	Fredericia, Denmark	100,0
Monjasa Trading DMCC	Dubai, United Arabic Emirates	100,0
Logistics Holding A/S	Fredericia, Denmark	100,0
African Leader Shipping ApS	Fredericia, Denmark	100,0
African Chaser Shipping ApS	Fredericia, Denmark	100,0
African Sprinter Shipping ApS	Fredericia, Denmark	100,0
Skaw Provider Shipping ApS	Fredericia, Denmark	100,0
Monjasa Chartering ApS	Fredericia, Denmark	100,0
Energizer Shipping ApS	Fredericia, Denmark	100,0
Monjasa Nordics ApS	Fredericia, Denmark	100,0
C-bed Holding BV	Amsterdam, The Netherlands	100,0
C-bed BV	Amsterdam, The Netherlands	100,0
C-bed II BV	Amsterdam, The Netherlands	100,0
C-bed III BV	Amsterdam, The Netherlands	100,0

Notes to consolidated financial statements

	<u>Registered in</u>	<u>Equity inte- rest %</u>
17. Subsidiaries (continued)		
C-bed IV BV	Amsterdam, The Netherlands	100,0
C-bed Chartering BV	Amsterdam, The Netherlands	100,0
C-bed A/S	Fredericia, Denmark	100,0
First Arctic A/S	Fredericia, Denmark	67,0
Multiple Holding	Fredericia, Denmark	100,0
Skagerak ApS	Fredericia, Denmark	100,0
Be The Logo ApS	Fredericia, Denmark	66,7
24Tanken GmbH	Flensburg, Gemany	80,0
Panorama Properties ApS	Fredericia, Denmark	100,0
Monjasa Holding A/S	Fredericia, Denmark	100,0

Parent income statement for 2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Other operating income	1	10.146	0
Other external expenses		(11)	(5)
Operating profit/loss		10.135	(5)
Income from investments in group enterprises		(1.012)	0
Income from investments in associates		4.373	(12.913)
Other financial income	2	675	93
Other financial expenses	3	(645)	0
Profit/loss before tax		13.526	(12.825)
Tax on profit/loss for the year	4	(12)	(21)
Profit/loss for the year	5	13.514	(12.846)

Parent balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Investments in group enterprises		124.941	0
Investments in associates		0	56.553
Other receivables		1.552	0
Fixed asset investments	6	<u>126.493</u>	<u>56.553</u>
Fixed assets		<u>126.493</u>	<u>56.553</u>
Receivables from group enterprises		2.625	0
Receivables from associates		1	2.310
Deferred tax		3	3
Other receivables		57	1.308
Receivables		<u>2.686</u>	<u>3.621</u>
Cash		<u>252</u>	<u>202</u>
Current assets		<u>2.938</u>	<u>3.823</u>
Assets		<u>129.431</u>	<u>60.376</u>

Parent balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 USD'000</u>	<u>2016 USD'000</u>
Contributed capital		19	19
Reserve for net revaluation according to the equity method		70.258	54.247
Retained earnings		6.099	6.092
Proposed dividend		0	15
Equity		76.376	60.373
Other payables		46.418	0
Non-current liabilities other than provisions	7	46.418	0
Current portion of long-term liabilities other than provisions	7	6.603	0
Trade payables		3	0
Payables to associates		0	3
Income tax payable		12	0
Other payables		19	0
Current liabilities other than provisions		6.637	3
Liabilities other than provisions		53.055	3
Equity and liabilities		129.431	60.376
Contingent liabilities	8		
Transactions with related parties	9		

Parent statement of changes in equity for 2017

	Contributed capital USD'000	Reserve for net revaluation according to the equity method USD'000	Retained earnings USD'000	Proposed dividend USD'000
Equity beginning of year	19	54.247	6.092	15
Ordinary dividend paid	0	0	0	(15)
Exchange rate adjustments	0	2.504	0	0
Transfer to reserves	0	13.507	(13.507)	0
Profit/loss for the year	0	0	13.514	0
Equity end of year	19	70.258	6.099	0
				Total USD'000
Equity beginning of year				60.373
Ordinary dividend paid				(15)
Exchange rate adjustments				2.504
Transfer to reserves				0
Profit/loss for the year				13.514
Equity end of year				76.376

Notes to parent financial statements

	2017 USD'000	2016 USD'000
1. Other operating income		
Acquisition of enterprises	10.146	0
	10.146	0
2. Other financial income		
Financial income from associates	80	93
Exchange rate adjustments	595	0
	675	93
3. Other financial expenses		
Other interest expenses	261	0
Exchange rate adjustments	384	0
	645	0
4. Tax on profit/loss for the year		
Current tax	12	0
Change in deferred tax	0	21
	12	21
5. Proposed distribution of profit/loss		
Ordinary dividend for the financial year	0	15
Retained earnings	13.514	(12.861)
	13.514	(12.846)

Notes to parent financial statements

	Investments in group enterprises USD'000	Investments in associates USD'000	Other receivables USD'000
6. Fixed asset investments			
Cost beginning of year	0	2.306	40
Transfers	2.306	(2.306)	1.552
Additions	52.377	0	0
Cost end of year	54.683	0	1.592
Revaluations beginning of year	0	54.247	0
Exchange rate adjustments	415	2.089	0
Transfers	60.709	(60.709)	0
Share of profit/loss for the year	(1.012)	4.373	0
Other adjustments	10.146	0	0
Revaluations end of year	70.258	0	0
Impairment losses beginning of year	0	0	(40)
Impairment losses end of year	0	0	(40)
Carrying amount end of year	124.941	0	1.552

A specification of investments in subsidiaries is evident from the notes to the consolidated financial statements.

	Due within 12 months 2017 USD'000	Due after more than 12 months 2017 USD'000
7. Liabilities other than provisions		
Other payables	6.603	46.418
	6.603	46.418

8. Contingent liabilities

Joint tax

As from 30 August 2017 the Parent Company is the management company for Danish jointly, taxed companies. The management company has unlimited, joint and several liability together with the other jointly taxed companies for all corporate income taxes arising under the joint taxation scheme. From 30 August 2017 the Parent Company has unlimited, joint and several liability for the withholding taxes payable by the companies in the joint taxation scheme. Corporate income tax payable for the Danish jointly taxed companies amounted to USD 0m at 31 December 2017 (2016: USD 0m).

Notes to parent financial statements

[Click here to enter text.](#)

9. Transactions with related parties

Only related party transactions not conducted on an arm's length basis are disclosed in the financial statements. No such transactions have been conducted in the financial year.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (large).

Changes in accounting policies

USD is used as the measurement currency as of 31.12.2017. All other currencies are regarded as foreign currencies. (USD in 2017: 6.21, 2016: 7.06).

The Company has changed accounting policy regarding functional currency, which has been changed from Danish Kroner (DKK) to U.S. Dollars (USD). The change is based on the assessment that most sales and purchase transactions, financing as well as internal reporting are prepared in USD. The change in accounting policy means that fluctuations in USD/DKK will have less impact on the annual report and it is Management's assessment that a presentation in USD gives a better view of the Financial Statement.

The translation from DKK to USD has been made so that Monetary balances from previous years has been recalculated with the official currency rates as of the date of the balances and non-monetary balances has been recalculated by the official currency rate as of the date of the actual transaction. Transactions in the income statement has been recalculated by the official currency rate as of the date of the actual transaction

As all transactions in 2017 have been registered in USD, it has been impracticable to disclose the numbers for 2017 as if DKK had been used as the functional currency.

Except for the above, accounting policies are unchanged compared to previous year.

Non-comparability

Endeavour Invest ApS has acquired 50% shares of Monjasa Holding A/S as of 30.08.2017. As a consequence Endeavour Invest ApS is required to prepare consolidated financial statements including the Parent company and subsidiaries from the time of acquisition. There is non-comparability of the comparative figures because purchase method has been used during the acquisition.

Consolidated financial statements

The consolidated financial statements comprise the Parent and the group enterprises (subsidiaries) that are controlled by the Parent. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence. Enterprises in which the Group, directly or indirectly, holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence are regarded as associates.

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the Parent and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Accounting policies

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements.

Minority interests' proportionate share of profit or loss is presented as a separate item in Management's proposal for distribution of profit or loss, and their share of subsidiaries' net assets is presented as a separate item in group equity.

Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the acquisition date, with net assets having been calculated at fair value.

Business combinations

Newly acquired or newly established enterprises are recognised in the consolidated financial statements from the time of acquiring or establishing such enterprises. Divested or wound-up enterprises are recognised in the consolidated income statement up to the time of their divestment or winding-up.

The purchase method is applied at the acquisition of new enterprises, under which identifiable assets and liabilities of these enterprises are measured at fair value at the acquisition date. Provisions for costs of restructuring of the enterprise acquired are only made in so far as such restructuring was decided by the enterprise acquired prior to acquisition. Allowance is made for the tax effect of restatements.

Positive differences in amount (goodwill) between cost of the acquired share and fair value of the assets and liabilities taken over are recognised under intangible assets, and they are amortised systematically over the income statement based on an individual assessment of their useful life. If the useful life cannot be estimated reliably, it is fixed at 10 years. Useful life is reassessed annually. Negative balances (negative goodwill) are recognised as income in the income statement.

On acquisition of subsidiaries, the difference between cost and net asset value of the enterprise acquired is determined at the date of acquisition after the individual assets and liabilities have been adjusted to fair value (the purchase method). This includes allowing for any restructuring provisions determined in relation to the enterprise acquired. Any remaining positive differences are recognised in intangible assets in the balance sheet as goodwill, which is amortised in the income statement on a straight-line basis over its estimated useful life, but not exceeding 20 years. Any remaining negative differences are recognised in deferred income in the balance sheet as negative goodwill.

Foreign currency translation

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. Please see the section on derivative financial instruments.

Accounting policies

Income statements of foreign subsidiaries and associates that are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the exchange rates at the balance sheet date. Exchange rate adjustments arising at the translation of the opening equity and exchange rate adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

Derivative financial instruments

On initial recognition in the balance sheet, derivative financial instruments are measured at cost and subsequently at fair value. Derivative financial instruments are recognised under other receivables or other payables.

On initial recognition in the balance sheet, derivative financial instruments are measured at cost and subsequently at fair value. Derivative financial instruments are recognised under other receivables or other payables. Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging the fair value of a recognised asset or a recognised liability are recorded in the income statement together with the changes in the value of the hedged asset or the hedged liability.

Income statement

Revenue

Revenue from the sale of oil and delivery of transport service is recognised in the income statement when the sale is considered effected based on the following criteria:

- delivery has been made before year end;
- a binding sales agreement has been made;
- the sales price has been determined and payment has been received or may with reasonable certainty be expected to be received.

Revenue is recognised exclusive of VAT and net of discounts relating to sales.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Accounting policies

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of internal profits or losses.

Income from investments in associates

Income from investments in associates comprises the pro rata share of the individual associates' profit/loss after elimination of internal profits or losses.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Goodwill

Goodwill is the positive difference between cost and fair value of assets and liabilities arising from acquisitions. Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. Useful life is determined based on an assessment of whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets. If the useful life cannot be estimated reliably, it is fixed at 10 years. Useful lives are reassessed annually. The amortisation periods used are 5-10 years.

Goodwill is written down to the lower of recoverable amount and carrying amount.

Accounting policies

Intellectual property rights etc

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised over their remaining duration, and licences are amortised over the term of the agreement.

The amortisation periods used are 5-8 years.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Building, ships and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For assets held under finance leases, cost is the lower of the asset's fair value and present value of future lease payments.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Buildings	20 years
Ships	3-15 years
Other fixtures and fittings, tools and equipment	5 years
Leasehold improvements	4-5 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Investments in group enterprises

In the parent financial statements, investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits and losses. Refer to the above section on business combinations for more details about the accounting policies used on acquisitions of investments in group enterprises.

Goodwill is calculated as the difference between cost of the investments and fair value of the pro rata share of assets and liabilities acquired. Goodwill is amortised straight-line over its estimated useful life, which is

Accounting policies

fixed based on the experience gained by Management for each business area. Useful life is determined based on an assessment of whether the enterprises are strategically acquired enterprises with a strong market position and a long-term earnings profile and whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets. If the useful life cannot be estimated reliably, it is fixed at 10 years. Useful lives are reassessed annually. The amortisation periods used are 5-10 years.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Investments in associates

Investments in associates are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity values plus unamortised goodwill and plus or minus unrealised pro rata intra-group profits and losses. Refer to the above section on business combinations for more details about the accounting policies used on acquisitions of investments in associates.

Associates with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant associate, and it is probable that such obligation is imminent, a provision is recognised that is measured at present of the costs deemed necessary to incur to settle the obligation.

Upon distribution of profit or loss, net revaluation of investments in associates is transferred to Reserve for net revaluation according to the equity method under equity.

Goodwill is calculated as the difference between cost of the investments and fair value of the pro rata share of assets and liabilities acquired. Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. Useful life is determined based on an assessment of whether the enterprises are strategically acquired enterprises with a strong market position and a long-term earnings profile and whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets. If the useful life cannot be estimated reliably, it is fixed at 10 years. Useful lives are reassessed annually. The amortisation periods used are 5-10 years.

Investments in associates are written down to the lower of recoverable amount and carrying amount.

Other investments

Other investments and deposits are measured at cost price.

Inventories

Inventories are measured at the lower of cost under the weighted average method and net realisable value. The net realisable value of inventories is calculated at the amount expected to be generated by sale in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected sales sum.

Accounting policies

The costs of goods for resale, raw materials and consumables equals landed cost.

Tangible fixed assets are reclassified to inventory when an agreement of sale of the asset has been made, but not yet effected, and the asset is no longer in use. Depreciation of the asset continues until disposal. Any impairment recognised after being reclassified to inventory is recognised in the income statement as "Other operating income and expenses".

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset or the planned settlement of each liability.

Deferred tax assets, including the tax base of tax loss carry forwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Income tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in bank deposits and in hand.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Minority interests

Minority interests consist of non-controlling interests' share of equity in subsidiaries not 100% owned by the Parent.

Finance lease liabilities

Lease commitments relating to assets held under finance leases are recognised in the balance sheet as liabilities other than provisions, and, at the time of inception of the lease, measured at the present value of future lease payments. Subsequent to initial recognition, lease commitments are measured at amortised

Accounting policies

cost. The difference between present value and nominal amount of the lease payments is recognised in the income statement as a financial expense over the term of the leases.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Cash flow statement

The cash flow statement shows the Group's cash flows for the year, broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group's cash and cash equivalents at the beginning and end of the year.

No cash flow statement has been prepared for the parent company, as the parent company cash flows are included in the Consolidated Cash Flow Statement.

Cash flows from operating activities are calculated as the net profit/loss for the year, adjusted for changes in working capital and non-cash operating items, such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets, less short-term debt, excluding items included in cash and cash equivalents.

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

Cash and cash equivalents comprise "Cash at bank and in hand".

The cash flow statement cannot be immediately derived from the published financial records.