Finnlines Danmark A/S

Multivej 16 8000 Aarhus C

CVR no. 28 70 55 06

Annual report 2016

The annual report was presented and approved at the Company's annual general meeting on

15 March 2017

chairman

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Finnlines Danmark A/S for the financial year 1 January – 31 December 2016.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2016 and of the results of the Company's operations for the financial year 1 January – 31 December 2016.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Aarhus 15 March 2017 Executive Board:

CEO

Board of Directors:

Erkki Tapani Voionmaa

Chairman

Claus Høgh

Karl Staffan Herlin



Independent auditor's report

To the shareholders of Finnlines Danmark A/S

Opinion

We have audited the financial statements of Finnlines Danmark A/S for the financial year 1 January – 31 December 2016 comprising income statement, balance sheet and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2016 and of the results of the Company's operations for the financial year 1 January – 31 December 2016 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 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 rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility 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 that 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.



Independent auditor's report

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made on the basis of these financial statements.

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

- identify and assess the risks of material misstatement of the company 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.

Statement on the Management's review

Management is responsible for the Management's review.

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

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

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

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Aarhus, 15 March 2017

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Michael Mortensen State Authorised Public Accountant

Management's review

Company details

Finnlines Danmark A/S Multivej 16 8000 Aarhus C

Telephone:

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Website:

www.finnlines.com

E-mail:

info.dk@finnlines.com

CVR no.:

28 70 55 06

Established:

18 May 2005

Registered office:

Aarhus

Financial year:

1 January - 31 December

Board of Directors

Erkki Tapani Voionmaa, Chairman Claus Høgh Karl Staffan Herlin

Executive Board

Claus Høgh, CEO

Auditor

KPMG Statsautoriseret Revisionspartnerselskab Bredskifte Allé 13 DK-8210 Aarhus V

Bank

Nordea

Annual general meeting

The annual general meeting will be held on 15 March 2017.

Management's review

Operating review

Principal activities

In its capacity as agent for its group entities, the Company's objective is to conduct business in Europe within line agency activities and freight forwarding as well as within related activities.

Profit/loss for the year

Management considers the loss for the year of DKK 965,565 unsatisfactory.

Management expects to report a profit for the coming financial year.

Events after the balance sheet date

No events materially affecting the assessment of the annual report have occured after the balance sheet date.

Income statement

DKK	Note	2016	2015
Revenue		3,231,790	3,695,188
Gross profit		3,231,790	3,695,188
Administrative expenses	2	-4,192,371	-4,087,275
Operating profit/loss		-960,581	-392,087
Financial income Financial expenses	3	1,972 -6,956	7,864 -4,761
Profit/loss before tax		-965,565	-388,984
Tax on profit/loss for the year		0	0
Profit/loss for the year		-965,565	-388,984
Proposed profit appropriation/distribution of loss			
Retained earnings		-965,565	-388,984
-		-965,565	-388,984

Balance sheet

DKK	Note	2016	2015
ASSETS			
Fixed assets Property, plant and equipment			
Art (paintings)		65,440	65,440
Fixtures and fittings, tools and equipment		6,298	<u>13,168</u>
		71,738	78,608
Investments			
Receivables (non-current)		0	1,000
		0	1,000
Total fixed assets		71,738	79,608
Current assets Receivables			-
Trade receivables		65,562	74,759
Receivables from group entities		903,649	1,925,931
Other receivables		29,765	1,500
Prepayments		54,946	<u>7,535</u>
		1,053,922	2,009,725
Cash at bank and in hand		144,563	86,791
Total current assets		1,198,485	2,096,516
TOTAL ASSETS		1,270,223	2,176,124

Balance sheet

DKK No	ote	2016	2015
EQUITY AND LIABILITIES			
Equity Share capital Retained earnings Total equity		500,000 -96,346 403,654	500,000 869,218 1,369,218
Liabilities Current liabilities Trade payables Payables to group entities		113,303	81,972 13,630
Other payables		753,266 866,569	711,304 806,906
Total liabilities		866,569	806,906
TOTAL EQUITY AND LIABILITIES		1,270,223	2,176,124

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Finnlines Danmark A/S for 2016 has been presented in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act.

As from 1 January 2016, the Company has implemented Act no. 738 of 1 June 2015. This has entailed the following changes to recognition and measurement:

- Going forward, the residual value of intangible assets and property, plant and equipment must be reassessed on an ongoing basis. Pursuant to the transition provisions of the Act, any adjustments to residual values must be made prospectively as an accounting estimate without restatement of comparative figures and without effect on equity.

The changes have no monetary effect on the income statement or the balance sheet for 2015 or on comparative figures.

Apart from the above, the accounting policies used in the preparation of the financial statements are consistent with those of last year.

Income statement

Revenue

Income, primarily comprising services for the parent company, is recognised in the income statement when the service has been rendered. Revenue is measured ex VAT and taxes and less discounts granted in connection with the sale.

Administrative expenses

Administrative expenses comprise expenses incurred by the Company's administrative functions, including wages and salaries for administrative staff and Management, stationary and office supplies as well as depreciation of, and impairment losses on, property, plant and equipment used for the administration of the Company.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding finance leases, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Notes

1 Accounting policies (continued)

Tax on profit/loss for the year

Tax for the year comprises current tax for the year and changes in deferred tax. The tax expense realting to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation. Art is not depreciated.

Depreciation is provided on a straight-line basis over the estimated useful life, which are assessed at 3-5 years.

Write-down of property, plant and equipment is made to the recoverable amount if this is lower than the carrying amount.

Gains and losses on the disposal of property, plant and equipment are recognised in the income statement as depreciation.

The useful life and residual value are reaccessed annualy. Changes are accounted for as accounting estimates and the effect on depreciation is recognised prospectively.

Art (paintings) 0 year
Fixtures and fittings, tools and equipment 3-5 years

Leases

Payments relating to operating leases are recognised in the income statement over the term of the lease. The Company's total obligation relating to operating leases and other leases is disclosed as contractual obligations and contingencies, etc.

Receivables

Receivables are recognised at cost and are subsequently measured at amortised cost. Write-down is made for bad debt losses.

Corporation tax and deferred tax

Current tax payable and receivable is recognised on the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Financial statements 1 January - 31 December

Notes

1 Accounting policies (continued)

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liablities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. The change in deferred tax as a result of changes in tax rates is recognised in the income statement.

Liabilities

Trade payables and payables to group entities are recognised at cost.

Finance lease obligation comprise the capitalised residual lease obligation of finance leases.

Foreign currency translation

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

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

2	Number of employees			
	DKK	2016	2015	
	Average number of full-time employees		5	5

Financial statements 1 January – 31 December

Notes

3 Financial income

DKK	2016	2015
Other financial income	0	83
Exchange gains	1,972	7,781
	1,972	7,864

4 Contractual obligations, contingencies, etc.

Commitments under rental agreements or leases until expiry in 2019 represent DKK 349 thousand (2015: DKK 134 thousand).

5 Mortgages and collateral

None.

6 Related party disclosures

Finnlines Danmark A/S is included in the consolidated financial statements of Finnlines Plc., Komentosilta 1, Fl-00980 Helsinki, which is the smallest group in which the Company is included as a subsidiary. The consolidated financial statements of Finnlines Plc. can be obtained from the Company.