ANNUAL REPORT 2018/19

(financial year 1 May – 30 April)

Turbinevej 10, 5500 Middelfart CVR No 31 58 78 67



The Annual Report was presented and adopted at the Annual General Meeting of the Company on 28 June 2019.

Michael Keldu Michael Keldsen

Chairman

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Management's Statement

The Board of Directors and the Executive Board have today considered and adopted the Annual Report of Uni-Chartering A/S for the financial year 1 May 2018 - 30 April 2019.

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

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 April 2019 and of the results of the Company operations for 2018/19.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the review.

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

Middelfart, 28 June 2019

Executive Board

Per Frithiof Ekmann

Board of Directors

Torben Østergaard-Nielsen

Chairman

Klaus Nyborg

Vice Chairman

Michael Keldsen

Torben Janholt

Peter Frederiksen

Nina Østergaard Borris

Peter Korsholm

Morten Hultberg Buchgreitz

Independent Auditor's Report

To the Shareholder of Uni-Chartering A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 April 2019, and of the results of the Company's operations for the financial year 1 May 2018 - 30 April 2019 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Uni-Chartering A/S for the financial year 1 May 2018 - 30 April 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

Basis for Opinion

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

Statement on Management's Review

Management is responsible for Management's Review.

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

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

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

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

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control

Independent Auditor's Report

as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting
 in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the
 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the

financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Independent Auditor's Report

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

Trekantområdet, 28 June 2019

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No. 33 77 12 31

Jan Bunk Harbo Larsen

State Authorised Public Accountant

mne30224

Henrik Forthoft Lind

State Authorised Public Accountant

mne34169

Company Information

The Company Uni-Chartering A/S

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CVR No: 31 58 78 67 Financial year: 1 May – 30 April

Municipality

of reg. office: Middelfart

Board of Directors Torben Østergaard-Nielsen, Chairman

Klaus Nyborg, Vice Chairman Morten Hultberg Buchgreitz Nina Østergaard Borris Peter Frederiksen

Torben Janholt Michael Keldsen Peter Korsholm

Executive Board Per Frithiof Ekmann

Auditors PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Herredsvej 32 DK-7100 Vejle

Financial Highlights

Seen over a five-year period, the development of the Company is described by the following financial highlights:

Key figures	2018/19	2017/18	2016/17	2015/16	2014/15
	USD'000	USD'000	USD'000	USD'000	USD'000
Profit/loss					
Revenue	109,911	137,489	147,646	157,622	116,939
Profit/loss before financial	556	2,191	(1,432)	9,589	190
income and expenses					
Net financials	(245)	277	(526)	164	(440)
Profit/loss before tax	312	2,468	(1,958)	9,754	(250)
Net profit/loss for the year	250	2,595	(1,506)	9,872	(72)
Balance sheet					
Balance sheet total	13,958	18,031	18,841	27,236	17,037
Equity	9,771	9,391	6,194	18,112	8,011
Ratios (%)					
Gross margin	2,6%	5,8%	3,2%	10,6%	4,7%
Profit margin	0,5%	1,6%	-1,0%	6,1%	0,2%
Return on equity	2,6%	33,3%	-12,4%	75,6%	-1,3%
Liquidity ratio	3,33	2,09	1,49	2,98	1,87
Solvency ratio	70,0%	52,1%	32,9%	66,5%	47,0%

Review

Activities

The Company's main activities comprise operating a fleet of time chartered vessels. At July 1 2018 the commercial management activities were moved from the company to the parent company, Uni-Tankers A/S.

Development in financial year 2018/19

Comparative figures for 2017/18 are stated in brackets.

After improved activity levels and Time Charter Equivalent (TCE) earnings in 2017/18 the Company faced a very difficult, turbulent market situation in 2018/19 and particularly in the first nine month of the financial year affecting the results for the year significant.

Gross profit in 2018/19 was USD 2.8 million (USD 7.9 million).

Staff cost decreased by USD 2.3 million to USD 0.7 million (USD 3.0 million) due to change of commercial management activities.

Other external expenses decreased by USD 1.1 million to USD 1.6 million (USD 2.7 million)

The net result for the year is a profit of USD 0.2 million (profit of USD 2.6 million). The net result is below the expectations prior to the beginning of the year.

At 30 April 2019, equity was USD 9.8 million (USD 9.4 million), The solvency rate at 30 April 2019 is 70,0% (52.1%).

The fleet of time chartered vessels at the end of the financial year is 19 vessels, down from 22 vessels at the beginning of the year.

Financial risks

Commercial risks

While Uni-Chartering handles the commercial management of 14 of the parent company's fleet of owned vessels, the main part of the Company's fleet is time chartered from other owners. As the time charter hire is fixed over the charter period, the Company is exposed to the commercial risk of a falling market as well as other commercial risks.

The Company mitigates this risk by balancing a mix of short-term, medium-term and long-term charter periods. The average duration of the current time charter contracts at year-end is shortly above 8 months and considered at a decent level.

Review

Commodity risks

In addition to time charter expenses, bunker fuel is the main cost element affecting Direct Expenses, and thus the Company is heavily exposed to changes in oil prices.

The Company targets to mitigate the risk by passing on bunker price increases to customers. In the spot market, the freight level is to the extent possible adjusted to reflect the current bunker price level. When entering into Contracts of Affreightment with customers, the bunker price risk is either covered by including bunker price clauses indexing freight rates with current bunker price levels or by hedging the exposure by use of financial derivatives.

Counterparty risk

The Company is not exposed to any material risks relating to individual, large customers or business partners. The Company's policy for assuming credit risks implies that all customers and business partners are subject to current credit rating.

It is the Company's policy to require payment before or upon cargo release, while only customers with high credit rating and with whom the Company has a long lasting good relationship, are accepted to pay after cargo release. The Company has not suffered any material losses from defaulting customers in 2018/19.

Foreign exchange risks

Having USD as its presentation currency, the Company is affected by transactions taking place mainly in EUR and DKK. The Company is striving to match cash inflows and cash outflows in currencies other than USD with other companies at Group level.

Expectations for the year ahead

The Company's results are highly affected by political turmoil and the general development in the global economy – and the outlook for global economy and world trade remains to be volatile and uncertain.

During the last month of the financial year 2018/19 the freight market slightly increased, and the Company expects the market conditions for transport of chemicals and oil products to gradually further improve during the financial year 2019/20.

Based on the current market conditions and outlook expectations for next year, the result for 2019/20 is expected to improve compared to the result achieved in 2018/19.

Subsequent events

No significant events affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 1 May – 30 April

	Note	2018/19	2017/18
		USD	USD'000
Revenue		109,911,832	137,489
Direct expenses		(107,110,211)	(129,567)
Gross profit		2,801,620	7,919
Staff expenses	1	(676,588)	(2,954)
Other external expenses		(1,557,257)	(2,745)
Profit before depreciation and amortisation		567,775	2,220
Depreciation and amortisation	6	(11,536)	(29)
Profit before financial income and expenses		556,239	2,191
Financial income	2	9,733	318
Financial expenses	3	(254,367)	(41)
Profit/loss before tax		311,605	2,468
Tax for the year	4	(61,673)	126
Net profit/loss for the year		249,932	2,595
Distribution of profit/loss	5		

Balance Sheet at 30 April

Assets

	Note	2019	2018
		USD	USD'000
Software	-	0	0
Intangible assets	6	0	0
Fixtures and fittings, tools and equipment Leasehold improvements	_	1,338 0	16 1
Property, plant and equipment	6	1,338	16
Fixed assets	-	1,338	16
Inventory of fuel oil	-	1,380,233	1,538
Trade receivables		1,430,338	6,437
Receivables from group enterprises		4,108,222	664
Other receivables		548,661	490
Corporation tax		809,820	939
Prepayments	-	3,455,372	3,630
Receivables	-	10,352,413	12,160
Cash at bank and in hand	-	2,223,667	4,317
Current assets	-	13,956,313	18,015
Assets	_	13,957,651	18,031

Balance Sheet at 30 April

Liabilities and equity

	Note	2019	2018
		USD	USD'000
Share capital		888,178	888
Retained earnings	-	8,882,362	8,503
Equity	_	9,770,540	9,391
Trade payables		3,275,894	3,896
Payables to group enterprises		911,215	4,209
Other payables		2	414
Deferred income	_	0	120
Short-term debt	_	4,187,111	8,640
Debt	_	4,187,111	8,640
Liabilities and equity	_	13,957,651	18,031
Derivative financial instruments	7		
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Statement of Changes in Equity

	Share	Retained	Proposed dividends	
	capital	earnings	for the year	Total
	USD	USD	USD	USD
2018/19				
Equity at 1 May	888,178	8,503,282	0	9,391,460
Net profit/loss for the year Fair value adjustment	0	249,932	0	249,932
of hedging instruments	0	129,148	0	129,148
Equity at 30 April	888,178	8,882,362	0	9,770,540
			Proposed	
	Share	Retained	dividends	
_	capital	earnings	for the year	Total
	USD	USD	USD	USD
2017/18				
Equity at 1 May	888,178	5,305,506	0	6,193,685
Net profit/loss for the year	0	2,594,612	0	2,594,612
Fair value adjustment of hedging				
instruments	0	603,163	0	603,163
Equity at 30 April	888,178	8,503,282	0	9,391,460

Notes to the Annual Report

	2018/19	2017/18
	USD	USD'000
1 Staff expenses		
Wages and salaries	(562,602)	(2,397)
Pensions	(30,621)	(193)
Social security expenses	(1,530)	(28)
Other staff expenses	(81,835)	(336)
	(676,588)	(2,954)
Average number of employees	3	22
Salaries and remuneration to the Executives and Board of Directors amount to:		
Executive Board	(63,445)	(333)
Board of Directors	(7,057)	(37)
2 Financial income		
Intercompany interest income	225	1
Exchange adjustments	0	298
Other financial income	9,508	19
	9,733	318
3 Financial expenses		
Intercompany interest expenses	(91,436)	(38)
Exchange adjustments	0	0
Other financial expenses	(162,931)	(3)
	(254,367)	(41)
4 Corporation tax		
Current tax for the year	(61,673)	126
	(61,673)	126

Notes to the Annual Report

5 Distribution of profit/loss Proposed distribution of profit/loss

	2018/19	2017/18
	USD	USD'000
Retained earnings	249,932	2,595
	249,932	2,595

Eivtures and

6 Intangible assets and property, plant and equipment

	Software USD	fittings, tools and equipment USD	Leasehold improvements USD
Cost at 1 May	44,821	276,302	5,122
Cost at 30 April	44,821	276,302	5,122
Depreciation and amortisation at 1 May	44,821	260,686	4,340
Depreciation and amortisation for the year	0	14,278	782
Depreciation and amortisation at 30 April	44,821	274,964	5,122
Carrying amount at 30 April	0	1,338	0

7 Derivative financial instruments

The Company has entered into forward contracts to ensure future purchase of bunkers for servicing fixed freight contracts. In relation to trading prices at the balance date, the contracts have a positive fair value of USD 129k. Capital gains are recognised in equity. The contracts have a maturity of 1-9 months.

8 Security and contingent liabilities Security

The Company has issued a joint and several guarantee of USD 120,450k in respect of the obligations of group enterprises toward credit institutions.

At the balance sheet date, the obligations of group enterprises amounted to USD 120,450k

Contingent liabilities

The Group's Danish companies are jointly and severally liable for the tax on the Group's jointly taxed income etc. Total accrued corporation tax appears from the Annual Report of Selfinvest ApS which acts as management company in the jointly taxed group. Moreover, the Group's Danish enterprises are jointly and severally liable for Danish withholding tax and VAT. Any subsequent adjustments to corporation or withholding taxes and VAT may result in an increase of the Company's liability.

Rental and lease obligations:

The Company has entered into the following contracts:

- time charter contracts with a total obligation of USD 48,971k.

The obligations are due according to the following order:

	Within 1 year USD	Between 1 and 5 years USD	After 5 years USD
Time charter contracts	48,090,078 48,090,078	<u>880,900</u>	<u>0</u>

9 Transactions with related parties

Related parties comprise the Board of Directors, the Executive Board and senior executives in the group enterprises as well as companies in which these persons have significant interests.

With reference to section 98 C (7) of the Danish Financial Statements Act related party transactions details are not disclosed.

The Company is included in the Consolidated Financial Statements of the immediate Parent Company Uni-Tankers A/S.

Controlling interest is exercised through the Company's immediate Parent Company, Uni-Tankers A/S. The Company's ultimate Parent Company which prepares Consolidated Financial Statements is Selfinvest ApS, in which Torben Østergaard-Nielsen, CEO, Gl. Strandvej 171, 5500 Middelfart exercises control.

10 Subsequent Events

No signficant events affecting the assessment of the Annual Report have occured after the balance sheet date.

11 Accounting Policies

Basis of Preparation

The Annual Report of Uni-Chartering A/S for 2018/19 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The Financial Statements for 2018/19 have been presented in USD. The exchange rate for USD/DKK at 30 April 2018 is 616.78 and at 30 April 2019 665.41.

Cash Flow Statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement provided in the Consolidated Financial Statements of Uni-Tankers A/S, the Company has omitted preparing a cash flow statement.

Recognition and measurement

The Financial Statements have been prepared based on the historic cost principle.

Revenues are recognised in the income statement as earned, and all expenses incurred to achieve the earnings for the year are deducted. Expenses include operating expenses, depreciation, amortisation, impairment losses and provisions as well as changes due to changed accounting estimates. Furthermore, value adjustments of financial assets and liabilities measured at fair value are recognised in the income statement.

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

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

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

Recognition and measurement take into account profits, losses and risks occurring before the presentation of the Annual Report which relate to affairs and conditions existing at the balance sheet date.

USD is used as the measurement currency. All other currencies are regarded as foreign currencies.

Translation policies

Transactions in foreign currencies are translated during the year 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 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; however, see the paragraph on hedge accounting.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are recognised in "Other receivables" and "Other payables", respectively. Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

Hedge accounting

Fair value hedges:

Changes in the fair values of derivative financial instruments that are designated and qualify as fair value hedges of a recognised asset or a recognised liability are recognised in the income statement as are any changes in the fair value of the hedged asset or the hedged liability.

Hedges of future assets or liabilities:

Changes in the fair values of derivative financial instruments that are designated and qualify as hedges of expected future transactions are recognised directly in retained earnings under equity. If the hedged transaction results in an asset or a liability, the amount is transferred from equity to the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount is transferred from equity to the income statement in the period in which the hedged transaction is recognised. The amount is recognised in the same item as the hedged transaction.

Income Statement

Revenue

Revenue on the sale of goods and services is recognised in the income statement when the sale has been completed. This is considered the case when

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 duties, and income is cut off and recognised over the duration of the voyages.

Direct expenses

Direct expenses include expenses for the purchase of fuel for ships.

Other external expenses

Other external expenses include expenses for sale and marketing as well as office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Financial income and expenses

Financial income and expenses comprise interest as well as realised and unrealised exchange gains.

Tax on the profit/loss for the year

The Company's current tax is computed according to the provisions of the Danish Tonnage Tax Act. On the basis of the Company's planned shipowning operations, the Tonnage Tax Scheme does not imply recapture of depreciation, and therefore deferred tax is only disclosed in the notes.

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

The Company is jointly taxed with Danish group enterprises. The tax effect of the joint taxation is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses). The jointly taxed enterprises have adopted the on-account taxation scheme.

Balance Sheet

Intangible assets

Software is measured at cost less accumulated amortisation. Software is amortised over 5 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

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

Fixtures and fittings, tools and equipment 3-6 years Leasehold improvements lease term

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Inventory of fuel oil

Oil inventories comprise bunker for own use.

Prepayments

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

Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax assets and liabilities are offset within the same legal tax entity.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on taxable incomes for prior years.

Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

Financial debts

Fixed-interest loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

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

Deferred income

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

Definition of financial ratios

Gross margin = Gross profit x 100

Revenue

Profit margin = <u>Profit before financials x 100</u>

Revenue

Return on equity = Net profit for the year x 100

Average equity

Liquidity ratio = <u>Current assets</u>

Short-term debt

Solvency ratio = $\frac{\text{Equity at year end x } 100}{\text{Equity at year end x } 100}$

Total assets