

**Maersk Supply Service  
Brazil Holdings A/S**

Esplanaden 50  
DK-1263 Copenhagen K

**Central Business Registration  
No. 32320139**

**Annual Report 2019**

The Annual General Meeting adopted the annual report on 22.05.2020.

**Chairman of the General Meeting**



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Name: Lene Blume Larsen

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## COMPANY DETAILS

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<b>The Company</b>	Maersk Supply Service Brazil Holdings A/S Esplanaden 50 DK-1263 Copenhagen K Denmark
	CVR No.: 32320139
	Registered in: Copenhagen
	Registration date: 13 April 2010
	Accounting period: 1 January 2019 - 31 December 2019
<b>Board of Directors</b>	Carsten Gram Haagensen (chairman) Karl Fredrik Mikael Thorngren Mark Andrew Handin
<b>Executive Board</b>	Karl Fredrik Mikael Thorngren
<b>Auditors</b>	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup Denmark CVR No. 33771231
<b>Consolidated accounts</b>	The Company is included in the consolidated accounts of A.P. Møller Holding A/S, Copenhagen and A.P. Møller – Mærsk A/S, Copenhagen.

## STATEMENT BY MANAGEMENT ON THE ANNUAL REPORT

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The Board of Directors and the Executive Board have today considered and adopted the annual report of Maersk Supply Service Brazil Holdings A/S for the financial year 1 January - 31 December 2019.

The annual report for 2019 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 financial position at 31 December 2019 of the Company and of the results of the Company operations for 2019.

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

With reference to Danish Financial Statement Act, section 135 a decision is taken to opt out of auditing the financial statements, with effect from Financial Year 2020. The conditions according to section 135 has been met.

We recommend that the annual report be adopted at the Annual General Meeting.

Copenhagen, 22 May 2020

### Executive Board



Karl Fredrik Mikael Thorngren

### Board of Directors



Carsten Gram Haagensen  
(Chairman)



Karl Fredrik Mikael Thorngren



Mark Andrew Handin

## INDEPENDENT AUDITOR'S REPORT

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### To the Shareholder of Maersk Supply Service Brazil Holdings A/S

#### **Opinion**

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019, and of the results of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Maersk Supply Service Brazil Holdings A/S for the financial year 1 January - 31 December 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 Commentary**

Management is responsible for Management's Commentary.

Our opinion on the financial statements does not cover Management's Commentary, 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 Commentary and, in doing so, consider whether Management's Commentary 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 Commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Commentary 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 Commentary.

#### **Management's Responsibilities for the Financial Statements**

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

## INDEPENDENT AUDITOR'S REPORT (continued)

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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 (continued)

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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.

Copenhagen, 22 May 2020

### **PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

CVR No. 33 77 12 31



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Martin Lunden  
State Authorised Public Accountant  
mne32209



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Martin Enderberg Lassen  
State Authorised Public Accountant  
mne40044

## MANAGEMENT'S COMMENTARY

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### **Primary activities**

Maersk Supply Service Brazil Holdings A/S is a 100% owned subsidiary of Maersk Supply Service International A/S and holds interests in Maersk Supply Service Apoio Maritimo Ltda.

### **Development in activities and finances**

The Income Statement of the Company for 2019 shows a loss of USD 88 thousand (2018: USD -16 million), caused by minor impairment in subsidiaries and at 31 December 2019 the balance sheet of the Company shows an equity of USD 132 thousands (2018: USD -27 million).

### **Additional paid in capital**

During the year Maersk Supply Service International A/S has made a capital increase in Maersk Supply Service Brazil Holdings A/S of USD 27.6 million as a cash contribution.

### **Events after the balance sheet date**

The COVID-19 pandemic will have significant impact on the global economy, with many governments across the world deciding to "close down their countries". Management considers the implications of COVID-19 a subsequent event, which occurred after the balance sheet date (31 December 2019). It is therefore a non-adjusting event for the Company.

Management has tried to estimate the effect of COVID-19 on the expected financials and net profit of the Company. It is, however, still too early to give an opinion as to the extent of the negative implications. Therefore, Management finds itself unable to disclose reliably its outlook for the future in accordance with section 12 of the Danish Financial Statements Act.

In addition, no events have occurred after the reporting date of importance to the Annual Report.



## INCOME STATEMENT

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Amounts in USD 1,000

Note		<u>2019</u>	<u>2018</u>
	Other external expenses	(3)	(5)
	<b>Operating profit/loss</b>	<b>(3)</b>	<b>(5)</b>
4	Impairment of financial assets	(82)	(15,938)
	Other financial expenses	0	(62)
	<b>Profit/loss before tax</b>	<b>(85)</b>	<b>(16,005)</b>
5	Tax	(3)	11
	<b>Profit/loss for the year</b>	<b><u>(88)</u></b>	<b><u>(15,994)</u></b>
	 <b>Proposed distribution of profit/loss</b>		
	Retained earnings	<u>(88)</u>	<u>(15,994)</u>
		<b><u>(88)</u></b>	<b><u>(15,994)</u></b>

## BALANCE SHEET 31 DECEMBER

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Amounts in USD 1,000

<b>Assets</b>	<b>2019</b>	<b>2018</b>
Note		
6 Investment in subsidiaries	118	0
<b>Fixed assets</b>	<b>118</b>	<b>0</b>
Receivables from affiliated companies	24	13
Other receivables	0	1
Income tax receivable	0	11
<b>Receivables</b>	<b>24</b>	<b>25</b>
<b>Total current assets</b>	<b>24</b>	<b>25</b>
<b>Assets</b>	<b>142</b>	<b>25</b>

## BALANCE SHEET 31 DECEMBER

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Amounts in USD 1,000

### Equity and liabilities

Note	<u>2019</u>	<u>2018</u>
Share capital	913	913
Retained earnings	<u>(781)</u>	<u>(28,333)</u>
<b>Total equity</b>	<b><u>132</u></b>	<b><u>(27,420)</u></b>
Trade payables	6	6
Payables to affiliated companies	<u>4</u>	<u>27,439</u>
<b>Current liabilities</b>	<b><u>10</u></b>	<b><u>27,445</u></b>
<b>Total liabilities</b>	<b><u>10</u></b>	<b><u>27,445</u></b>
<b>Equity and liabilities</b>	<b><u>142</u></b>	<b><u>25</u></b>

- 1 Going concern
- 2 Special Items
- 3 Events after the balance sheet date
- 7 Contingent liabilities
- 8 Related parties with controlling interest

## STATEMENT OF CHANGES IN EQUITY FOR 2019

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Amounts in USD 1,000

	Share capital	Retained earnings	Total
1 January 2019	913	(28,333)	(27,420)
Capital increase	0	27,640	27,640
Profit for the year	0	(88)	(88)
<b>31 December 2019</b>	<b>913</b>	<b>(781)</b>	<b>132</b>

## NOTES

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Amounts in USD 1,000

Note

### 1 **Going concern**

In connection with the Board of Directors and Management's assessment of the assumption of going concern which forms the basis of the preparation of the Annual Report of Maersk Supply Service Brazil Holdings A/S for 2019 Maersk Supply Service International A/S, being the Parent Company, have informed that they in line with prior practice will support Maersk Supply Service Brazil Holdings A/S to the extent necessary to finance the Company's operating activities and to settle its financial obligations as they fall due until the date of publishing of the Annual Report for 2020.

Based on this, the Annual Report of Maersk Supply Service Brazil Holdings A/S is based on the assumption of going concern.

### 2 **Special Items**

Special items include impairment on investments in subsidiaries amounting to USD 0.1 million (2018: USD 16 million).

The fair value estimates are highly uncertain due to the nature of the assets. The value in use calculations for the individual cash generating units are sensitive to the day rates expected to apply when contracts expire and to the risks of idle periods in the forecasts. In addition, the discount rate, growth rate and EBITDA margin in the terminal period are critical variables. The day rates in the short to medium term are expected to remain low. In line with analysts in the market, management expects a gradual move towards more economically sustainable rates in the long-term. Due to the uncertain prospects for off-contract vessels, and limited head-room in the deepwater segment, further impairment write downs may be recognized in the coming years, if the market decline continues for a longer period.

### 3 **Events after the balance sheet date**

The COVID-19 pandemic will have significant impact on the global economy, with many governments across the world deciding to "close down their countries". Management considers the implications of COVID-19 a subsequent event, which occurred after the balance sheet date (31 December 2019). It is therefore a non-adjusting event for the Company.

Management has tried to estimate the effect of COVID-19 on the expected financials and net profit for Maersk Supply Service Brazil Holdings A/S. It is, however, still too early to give an opinion as to the extent of the negative implications. Therefore, Management finds itself unable to disclose reliably its outlook for the future in accordance with section 12 of the Danish Financial Statements Act.

In addition, no events have occurred after the reporting date of importance to the Annual Report.

## NOTES (CONTINUED)

Note Amounts in USD 1,000

- 4 **Impairment of financial assets**  
Impairment of financial assets comprises write down on investments of USD 0.1 million (2018: USD 16 million).

	<u>2019</u>	<u>2018</u>
5 <b>Tax</b>		
Current tax on profit for the year	<u>(3)</u>	<u>11</u>
	<b><u>(3)</u></b>	<b><u>11</u></b>

6 **Fixed assets investments**

	Investments in subsidiaries
Cost:	
1 January 2019	82,711
Addition	<u>200</u>
31 December 2019	<u>82,911</u>
Value adjustments:	
1 January 2019	(82,711)
Impairment losses for the year	<u>(82)</u>
31 December 2019	<u>(82,793)</u>
Book value 31 December 2019	<u>118</u>

	Regi- stered in	Corporate form	Equity interest %	Equity USD 1,000	Profit/loss USD 1,000
<i>Investment in subsidiaries comprise:</i>					
Maersk Supply Service Apoio Maritimo Ltda. *	Brazil	Ltda.	100%	8,984	(12,026)
Maersk Supply America Latina Servicos Maritimos Ltda.**	Brazil	Ltda	100%	NA	NA

\* Annual Report 2018 (converted from local currency to USD, share capital and equity has been calculated using the exchange rates as of 31 December 2018, and the profit is calculated using the average exchange rate for 2018).

\*\* No published financial statements available (subsidiary to Maersk Supply Service Apoio Maritimo Ltda.).

**7 Contingent liabilities**

The Company participates in a Danish joint taxation arrangement where A.P. Møller Holding A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable for income taxes etc for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

Apart of customary risk to operations, there are no other contingent liabilities at 31 December 2019.

**8 Related parties with controlling interest**

Majority shareholder: Maersk Supply Service International A/S, Esplanaden 50, 1263 Copenhagen, Denmark.

Other related parties:

Companies affiliated with A.P. Møller - Mærsk A/S and A.P. Møller Holding A/S.

The Company's related parties include the members of the Board of Directors, Management and the key executives, as well as the related family members of these persons. Related parties also include companies in which the above-mentioned persons have a significant interest.

Transactions:

During the financial year, related party transactions have been conducted on an arm's length basis.

Consolidated financial statements:

The company is included in the consolidated financial statements of A.P. Møller - Mærsk A/S, Esplanaden 50, 1263 Copenhagen K, Denmark and A.P. Møller Holding A/S, Esplanaden 50, 1263 Copenhagen K, Denmark.

## ACCOUNTING POLICIES

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### **Reporting class**

This Annual Report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year and the Annual Reports are presented in American dollars (USD). The exchange rate of USD to DKK was 6.676 at 31 December 2019 (2018: DKK 6.521).

No consolidated financial statements have been prepared, cf. section 112(1) of the Danish Financial Statements Act. The Annual Report of Maersk Supply Service Brazil Holdings A/S and its group enterprises are included in the Consolidated Financial Statements for A.P. Møller - Mærsk A/S, Copenhagen, CVR nr. 22 75 62 14.

### **Recognition and measurement in general**

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

Liabilities are recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Fixed assets that have been purchased in foreign currencies are measured at the transaction date rates.



## ACCOUNTING POLICIES (CONTINUED)

### **Income statement**

#### **Other external expenses**

Other external expenses comprise costs of administration etc.

#### **Impairment of financial assets**

Impairment losses on financial assets comprise impairment losses on financial assets which are not measured at fair value on a current basis.

#### **Other financial expenses**

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, payables and transactions in foreign currencies.

#### **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.

The company is jointly taxed with other Danish companies in the A.P. Møller Holding A/S group. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

### **Balance sheet**

#### **Investments in subsidiaries**

Investments in subsidiaries are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

#### **Receivables**

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

#### **Income tax payable or receivable**

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

#### **Other financial liabilities**

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