MSC Denmark A/S

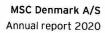
Vandvejen 7, 5. sal, 8000 Aarhus C CVR no. 32 55 13 35

Annual report 2020

Approved at the Company's annual general meeting on 22 March 2021

Chair of the meeting:







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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of MSC Denmark A/S for the financial year 1 January - 31 December 2020.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020.

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, 22 March 2021

Executive Board:

Mogens Møller Klintemark

CEÓ

Board of Directors:

Luca Zanchi

Søren Feldt Jacobsen

Mogens Møller Klintemark

Sanne Lauritzen

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Independent auditor's report

To the shareholders of MSC Denmark A/S

Opinion

We have audited the financial statements of MSC Denmark A/S for the financial year 1 January - 31 December 2020, which comprise income statement, balance sheet, statement of changes in equity 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 financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

Management's responsibilities for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance 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 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 the 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:

- ldentify 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.





Independent auditor's report

- 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 note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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, 22 March 2021

EY Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28

Claus Hammer-Pedersen

State Authorised Public Accountant

mne21334



Management's review

Company details

Name

Address, Postal code, City

MSC Denmark A/S

Vandvejen 7, 5. sal, 8000 Aarhus C

CVR no. Established Registered office Financial year

32 55 13 35 5 October 2009 Aarhus Kommune

1 January - 31 December

Website E-mail https://www.msc.com/dnk DNK-info@msc.com

Telephone +45 86 20 39 00

Board of Directors

Luca Zanchi, Chairman Mogens Møller Klintemark Sanne Lauritzen

Sanne Lauritzen Søren Feldt Jacobsen

Executive Board

Mogens Møller Klintemark, CEO

Auditors

EY Godkendt Revisionspartnerselskab

Værkmestergade 25, P.O. Box 330, 8100 Aarhus C, Denmark



Management's review

Financial highlights

DKK'000	2020	2019	2018	2017	2016
Key figures					
Revenue	33,686	34,039	32,801	31,971	1,020,129
Gross profit	31,160	31,313	27,281	26,119	40,918
Profit before interest and tax (EBITA)	429	954	1,091	936	17,163
Net financials	-36	-101	-28	-227	732
Profit for the year	288	640	793	526	13,833
Total assets	13,488	11,391	7,954	7,655	125,700
Investments in property, plant and		100	,		,
equipment	1,004	382	0	0	727
Equity	2,221	1,933	1,293	1,060	14,334
Financial ratios					
Operating margin	1.3%	2.8%	3.3%	2.9 %	1.7 %
Gross margin	92.5%	92.0%	83.2%	81.7%	4.0%
Current ratio	0.0%	0.0%	102.0%	97.3%	111.6%
Equity ratio	16.5%	17.0%	16.3%	13.8%	11.4%
Return on equity	13.9%	39.7%	67.4%	6.8%	90.7%
Average number of employees	60	59	57	52	53

For terms and definitions, please see the accounting policies.

The key figures for 2019 are affected by the implementation of IFRS 16. The accounting policies are explained in note 1.



Management's review

Business review

MSC is a sea freight and global logistics company. MSC Denmark A/S is an agent for and represents Mediterranean Shipping Company S.A.'s container and vessel activities in Denmark. The Company is located in Aarhus.

Financial review

Profit/loss for the year

The profit/loss for the year 2020 is DKK 288 thousand after tax compared to DKK 640 thousand the year before. Management considers the Company's financial performance in the year to be satisfactory.

Special risks

The Company is to some extent dependent on the development and increase in the world trade, including a positive ocean freight development.

Currency risks

As the Company invoices the cost+ activities in DKK, there is no currency risk.

Knowledge resources

Our policy is to secure the best competences possible at all company levels and to continue to develop and train our staff internally and externally.

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Income statement

Note	DKK'000	2020	2019
	Revenue Cost of sales Other external expenses	33,686 -4 -2,522	34,039 -18 -2,708
2	Gross profit Staff costs Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	31,160 -28,830 -1,901	31,313 -28,373 -1,987
3 4	Profit before net financials Financial income Financial expenses	429 95 -131	953 26 -127
5	Profit before tax Tax for the year	393 -105	852 -212
	Profit for the year	288	640
	Recommended appropriation of profit		
	Retained earnings	288	640
		288	640





Balance sheet

Note	DKK'000	2020	2019
	ASSETS Fixed assets		
6	Property, plant and equipment		
	Land and buildings	1,410	2,819
	Fixtures and fittings, other plant and equipment	1,259	747
		2,669	3,566
	Investments		
	Other securities and investments	0	1
	Deposits, investments	672	672
		672	673
	Total fixed assets	3,341	4,239
	Non-fixed assets		
	Receivables from group enterprises	9,381	6,068
8	Deferred tax assets	68	12
•	Corporation tax receivable	189	340
	Joint taxation contribution receivable	0	429
	Other receivables	82	125
	Prepayments	144	174
		9,864	7,148
	Cash	283	4
	Total non-fixed assets	10,147	7,152
	TOTAL ASSETS	13,488	11,391





Balance sheet

Balan	ce sheet	2020	2019
Note	DKK'000		
7	EQUITY AND LIABILITIES Equity Share capital Retained earnings	500 1,721 2,221	500 1,433 1,933
9	Total equity Liabilities other than provisions Non-current liabilities other than provisions Lease liabilities Other payables	661 2,802 3,463	1,677 898 2,575
9	Trade payables Joint taxation contribution payable Other payables	1,721 297 0 5,783 3	1,561 128 666 4,528
	Deferred income	7,804	6,883
		11,267	9,458
	TOTAL EQUITY AND LIABILITIES	13,488	11,391
	TOTAL EGOTT		

 ¹ Accounting policies
 10 Contractual obligations and contingencies, etc.
 11 Related parties



Statement of changes in equity

Stateman	Share capital	Retained earnings	Total
DKK'000	500	793	1,293
Equity at 1 January 2019	0	640	640
Transfer through appropriation of profit	500	1,433	1,933
Equity at 1 January 2020	0	288	288
Transfer through appropriation of profit	500	1,721	2,221
Equity at 31 December 2020	300		





Notes to the financial statements

Accounting policies

The annual report of MSC Denmark A/S for 2020 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Foreign currency translation

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

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate 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 most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

Revenue is recognised in the income statement as costs plus.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Cost of sales

Cost of sales includes payment to shipping companies as well as direct and indirect costs incurred to generate revenue for the year.

Other external expenses

Other external expenses comprise expenses relating to distribution, sale, advertising, administration, premises, bad debts, etc. The item also includes impairment write-down of receivables recognised as non-current assets.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance and pensions, and other social security costs, etc., for the Company's employees. Refunds received from public authorities are deducted from staff costs.





Notes to the financial statements

1 Accounting policies (continued)

Depreciation

The item comprises depreciation of property, plant and equipment.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Fixtures and fittings, other plant and equipment

2-5 years

Depriciation is recognised in the income statement as depreciation and impairment losses.

The basis of depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depriciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Land is not depreciated, except right-of-use assets.

Financial income and expenses

Financial income and expenses comprise interest income and expenses, gains and losses on payables and transactions denominated in foreign currencies.

Tax

Tax for the year comprises current tax for the year and changes in deferred tax. The tax expense relating 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.

MSC Denmark A/S acts as management company for the joint taxation arrangement and consequently settles all corporate income tax payments with the tax authorities.



Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight-line basis over the expected useful life. The expected useful lives of the assets are as follows:

Fixtures and fittings, tools and equipment: 2-5 years

Depreciation is recognised in the income statement as depreciation and impairment losses.

The basis of depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In case of changes in the amortisation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Gains and losses on the disposal of items of fixtures and fittings, tools and equipment are calculated as the difference between the selling price less costs to sell and the carrying amount at the date of disposal. The gains or losses are recognised in the income statements as amortisation, depreciation and impaiments losses.



Notes to the financial statements

1 Accounting policies (continued)

Leased assets and lease commitments are recognised in the balance sheet when the leased asset under a lease entered into regarding a specific identifiable asset is made available to the Company in the lease term, and when the Company obtains the right to almost all economic benefits from the use of the identified asset and the right to control the use of the identified asset.

On initial recognition, lease commitments are measured at the present value of the future lease payments discounted by an incremental borrowing rate. The following lease payments are recognised as part of the lease commitment:

- Fixed payments.
- Variable payments that change concurrently with changes to an index and an interest rate based on said index or interest rate.
- Payments overdue subject to a residual value guarantee.
- Exercise price of call options that it is highly probable that Management will exercise.
- Payments subject to an extension option that it is highly probable that the Company will exercise.
- Penalty related to a termination option unless it is highly probable that the Company will not exercise the option.

The lease commitment is measured at amortised cost according to the effective interest method. The lease commitment is recalculated when the underlying contractual cash flows change due to changes in an index or an interest rate if the Company's estimate of a residual value guarantee changes or if the Group changes its assessment of whether call options, extension options or termination options can reasonably be expected to be exercised.

On initial recognition, the leased asset is measured at cost, corresponding to the value of the lease commitment adjusted for prepaid lease payments plus directly related costs and estimated costs for demolition, repairs or the like and less discounts or other types of incentive payments received from the lessor.

Subsequently, the asset is measured at cost less accumulated depreciation and impairment losses. The leased asset is depreciated over the shorter of the lease term and the useful life of the leased asset. Depreciation charges are recognised on a straight-line basis in the income statement.

The leased asset is adjusted for changes to the lease commitment due to changes to the terms of the lease or changes to the cash flows of the lease concurrently with changes to an index or an interest rate.

Leased assets are depreciated on a straight-line basis over the expected lease term, which is:

Land and buildings: 3 years

Fixtures and fittings, tools and equipment: 1-4 years

The Company presents the leased asset and the lease commitment separately in the balance sheet. The Company has chosen not to recognise leased assets of a low value and short-term leases in the balance sheet. Instead, related lease payments are recognised on a straight-line basis in the income statement.



Notes to the financial statements

1 Accounting policies (continued)

Leases

The Company has chosen IFRS 16 as interpretation for classification and recognition of leases.

As opposed to previously, the Company recognises all leases in the balance sheet.

In accordance with the transitional provisions of IFRS 16, when implementing the standard, the Company has chosen:

- Not to recognise leases with a term of less than 12 months or of low value.
- Not to reassess whether a contract is or comprises a lease.
- To determine a discount rate on a portfolio of leases with similar characteristics.

When assessing the future lease payments, the Company reviewed its leases and identified the lease payments related to a lease component that are fixed or variable but change in line with changes in an index or an interest rate. The Company has chosen not to recognise payments related to service components as part of the lease commitment.

When assessing the expected lease term, the Company identified the non-cancellable lease term of the lease plus periods covered by an extension option that Management is reasonably likely to exercise and plus periods covered by a termination option that Management is reasonably unlikely to exercise.

For leases on equipment and properties, the Company has assessed that the expected lease term is the non-cancellable lease term in the leases, as the Company has not historically exercised the extension options in similar leases.

When discounting the lease payments to present value, the Company used its incremental borrowing rate, which is the costs of obtaining external financing for a corresponding asset with a financing period corresponding to the term of the lease denominated in the currencies in which lease payments are settled. The Company has documented the incremental borrowing rate of each portfolio of leases with similar characteristics.

When measuring the lease commitment, the Company has applied an incremental borrowing rate of 3.15% for the leased assets, representing what a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.



Notes to the financial statements

1 Accounting policies (continued)

Receivables

Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Joint taxation contribution payable and receivable is recognised in the balance sheet as "Joint taxation contribution receivable" or "Joint taxation contribution payable".

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

Deferred tax assets, including the tax value of tax loss carry-forwards, are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction.

Deferred tax is measured according to 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.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost.

Other liabilities are measured at net realisable value.

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.



Notes to the financial statements

1 Accounting policies (continued)

Financial ratios

The financial ratios stated under "Financial highlights" have been calculated as follows:

Operating margin

Operating profit (EBIT) x 100

Revenue

Gross margin

Gross profit/loss x 100

Revenue

Current ratio

Current assets x 100

Current liabilities

Equity ratio

Equity, year-end x 100

Total equity and liabilities, year-end

Return on equity

Profit/loss after tax x 100
Average equity





Notes to the financial statements

	DKK'000		2020	2019
2	Staff costs Wages/salaries Pensions Other social security costs Other staff costs		26,003 1,863 369 595	25,285 1,877 411 800
			28,830	28,373
	Average number of full-time employees		60	59
3	Financial income			
	Other financial income		95 95	26 26
4	Financial expenses Interest, IFRS 16 Other financial expenses		91 40	110 17
	Other illiancial expenses		131	127
5	Tax for the year Estimated tax charge for the year Deferred tax adjustments in the year Tax adjustments, prior years		151 -56 10 105	236 -24 0 212
6	Property, plant and equipment		Fixtures and	
		Land and	fittings, other plant and	
	DKK'000	buildings	eguipment	Total
	Cost at 1 January 2020 Additions Disposals	4,220 0 0	1,888 1,004 -450	6,108 1,004 -450
	Cost at 31 December 2020	4,220	2,442	6,662
	Impairment losses and depreciation at 1 January 2020 Depreciation Reversal of accumulated depreciation and	1,401 1,409 0	1,141 492 -450	2,542 1,901 -450
	impairment of assets disposed Impairment losses and depreciation at		450	
	31 December 2020	2,810	1,183	3,993
	Carrying amount at 31 December 2020	1,410	1,259	2,669
	Property, plant and equipment include finance leases with a carrying amount totalling	1,410	917	2,327





Notes to the financial statements

7 Share capital

The share capital comprises 500,000 shares of DKK 500 nominal value each. All shares carry the same rights.

	DKK'000	2020	2019
8	Deferred tax		
	Deferred tax at 1 January Adjustment of the deferred tax charge for the year	-12 -56	12 -24
	Deferred tax at 31 December	-68	-12

9 Non-current liabilities other than provisions

DKK'000	Total debt at 31/12 2020	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Lease liabilities	2,382	1,721	661	0
Other payables	2,802	0	2,802	0
	5,184	1,721	3,463	0

The interest expense related to lease liabilites totalled DKK 91 thousand for 2020.

10 Contigent liabilities

Other contingent liabilities

As management company, MSC Denmark A/S is jointly taxed with other Danish group entities and together with other jointly taxed group entities, the Company has joint and several liability for payment of income taxes for the income year 2020 onwards as well as withholding taxes on interest, royalties and dividends falling due for payment on or after 31 December 2020.





Notes to the financial statements

11 Related parties

MSC Denmark A/S' related parties comprise the following:

Significant influence

Related party	Domicile	Basis for significant influence
United Agencies Limited SA	Chemin Rieu 12-14, 1208 Geneva	The company holds the majority of the share capital in the entity.

Related party transactions

MSC Denmark A/S was engaged in the below related party transactions:

DKK'000	2020	2019
Revenue from affiliates	33,686	34,051
Purchases from affiliates	22	221

Information on the Group:

Name and registered office of the parent company which prepares the consolidated financial statements of the largest group:

Mediterranean Shipping Company SA, Switzerland

