
Stena Rederi A/S

Tuborg Boulevard 12, DK-2900 Hellerup

Annual Report for 1 January - 31 December 2019

CVR No 33 26 00 59

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
26/6 2020

Morten Rich
Chairman of the General
Meeting



pwc

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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Stena Rederi A/S for the financial year 1 January - 31 December 2019.

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 at 31 December 2019 of the Company and of the results of the Company operations for 2019.

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.

Hellerup, 26 June 2020

Executive Board

Sindo Dominic Fernandez-Ares
CEO

Board of Directors

Mats Anders Carlsson
Chairman

Bjarne Eric Koitrand

Bengt Ambjörn Fröjd

Sindo Dominic Fernandez-Ares

Independent Auditor's Report

To the Shareholders of Stena Rederi 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 Stena Rederi 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 ("the 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 Financials 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 as Management determines is necessary to enable the preparation of financial statements that are free from material misstate-

Independent Auditor's Report

ment, 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 judgement and maintain professional scepticism 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

Independent Auditor's Report

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.

Hellerup, 26 June 2020

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

René Otto Poulsen

statsautoriseret revisor

mne26718

Company Information

The Company

Stena Rederi A/S
Tuborg Boulevard 12
DK-2900 Hellerup

CVR No: 33 26 00 59
Financial period: 1 January - 31 December
Municipality of reg. office: Gentofte

Board of Directors

Mats Anders Carlsson, Chairman
Bjarne Eric Koitrund
Bengt Ambjörn Fröjd
Sindo Dominic Fernandez-Ares

Executive Board

Sindo Dominic Fernandez-Ares

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Financial Highlights

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

	2019 TEUR	2018 TEUR	2017 TEUR	2016 TEUR	2015 TEUR
Key figures					
Profit/loss					
Revenue	101.674	98.124	93.063	70.967	47.105
Gross profit/loss	33.343	18.269	17.176	20.555	16.807
Profit/loss before financial income and expenses	18.229	12.160	9.931	13.795	11.785
Net financials	-360	-11.156	-267	0	133
Net profit/loss for the year	17.879	1.002	9.656	13.773	11.885
Balance sheet					
Balance sheet total	87.598	64.859	68.871	28.188	23.821
Equity	48.292	59.420	63.348	22.408	20.539
Investment in property, plant and equipment	56.376	956	-1.825	27.791	22.297
Number of employees	328	205	218	218	78
Ratios					
Gross margin	32,8%	18,6%	18,5%	29,0%	35,7%
Profit margin	17,9%	12,4%	10,7%	19,4%	25,0%
Return on assets	20,8%	18,7%	14,4%	48,9%	49,5%
Solvency ratio	55,1%	91,6%	92,0%	79,5%	86,2%
Return on equity	33,2%	1,6%	22,5%	64,1%	60,9%

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Danish Society of Financial Analysts. For definitions, see under accounting policies.

In connection with merger under the pooling-of-interests method, the comparative figures from 2016 and back to 2015 have not been restated.

Management's Review

Key activities

The Company's main activity consists of operation of Ro-Pax vessels on the Baltic market, including the services Nynashamn (Sweden) - Ventspils (Latvia) and Travemünde (Germany) - Liepaja (Latvia), as well as operation of RoRo vessels.

Development in the year

The income statement of the Company for 2019 shows a profit of EUR 17,879,277, and at 31 December 2019 the balance sheet of the Company shows equity of EUR 48,291,907.

As of 1 January 2019 the Company demerged the Tanker activities into a sister Company structure under the new Holding company.

The past year and follow-up on development expectations from last year

The profit for the year of EUR 17,879k is negatively affected by the increased competition in the Liner activities. The RoRo activities are in line with expectations, and thus Management considers the overall result satisfactory.

The growth on the Nynashamn Ventspils service has developed positively with good increased freight volumes compared to 2018. The Travemünde Liepaja traffic is in line with the expected volume.

The demerger of the Tanker activities along with increasing freight volumes and a return of the activities in the RoRo vessels have affected the company's results, and profit for the financial year 2019 as expected.

Capital resources

Cash flows from operating activities are still good.

The Company's cash and cash equivalents have increased from EUR 7,672k to EUR 18,349k at the end of the year.

Special risks - operating risks and financial risks

Operating risks

The Company has entered into long term agreements concerning the chartering of vessels. Together with the Company's own vessels, these vessels are the most important resource of the Company in relation to ensuring stable operations. Moreover, the Company has purchased two vessels, which have both been hired out on a time charter basis and one on a bareboat charter agreement.

Management's Review

Market risks

Due to the significant price fluctuations on the market, the Company's use of bunker oil for the operation of vessels involves a special risk as price increases may only to a relatively limited extent be recognized in the transportation price.

Due to spot market volatility, the Company's activity of entering into bareboat charter agreements for vessels and subsequently hiring out the vessels on a time charter basis involves a special risk and may therefore result in significant fluctuations in earnings.

Foreign exchange risks

The Company's results, both income and expenses, are largely denominated in EUR. Therefore, the foreign exchange risk relating to EUR is limited.

Purchases of bunker oil are transacted in USD. As regards decisions to hedge USD, the Company is advised by the finance department of AB Stena Finans.

Interest rate risks

The Company is not affected by any significant interest rate risks.

Strategy and objectives

Strategy

Stena Rederi A/S's strategy is to offer competitive transportation solutions in connection with transports by sea to customers in the Baltic Sea area. The Company's most important customer markets are the Baltics, Russia, Sweden and Germany.

It is part of the strategy to increase the market share in a growing market. This strategy requires Stena Rederi A/S to be able to adjust its tonnage to market needs in a flexible way.

Based on this strategy, it is Stena Rederi A/S's objective to generate a profit for the Company's shareholders which exceeds the shareholders' required return on their investment. Furthermore, it is the Company's strategy to distribute dividend on excess capital resources that are not going to be used for developing the business.

Management's Review

Targets and expectations for the year ahead

The Company's expectations for the future are adversely affected by the Covid-19 outbreak and the measures taken by governments in most of the world to mitigate the effects of the outbreak, see also the discussion of events after the balance sheet date in note 15.

Before the Covid-19 outbreak, the the Company's operations are expected to generate positive liquidity in line with the liquidity generated this year. Profit for the year 2020 was before Covid-19 outbreak expected to amount to approximately EUR 20,000k.

Although many of the company's customers have indicated that they maintain ongoing operations, there is a risk that revenue and earnings will fall as a result of Covid-19. Management is closely following developments, but it is too early to say whether and if so, what effect Covid-19 will have on revenue and earnings in 2020. However, management expects the expected development to be adversely affected.

The market growth of the services run by Stena Rederi A/S is still positive. The freight market is expected to recuperate and grow further in end 2020 and onwards in 2021.

To meet the growing demand on Nynäshamn – Ventspils and further strengthen our market position, we continue developing and enhancing our freight based routes in BR Baltic Sea North. The two fully dedicated sister vessels, Stena Flavia and Scottish Viking, offering the market and our customers 24 crossings per week. Further we have positioned Port of Ventspils as the gateway to Scandinavia with our 8.5 hour crossing time, which is the shortest route connecting the Baltic countries with Scandinavia.

Intellectual capital resources

The Company's primary activity is transport by ship. Thus, the Company's most important intellectual capital resource is naval officers who are able to operate the ships. Through contact with other companies in the Stena Group, including Northern Marine Management, there are good possibilities of ensuring access to these important resources.

Statement of corporate social responsibility

The Stena Group has an overall policy of recruiting the best suited employees for any given position, irrespective of gender. To ensure the broadest possible recruitment basis, continuous efforts are made to create working conditions and a corporate culture that attract and retain qualified employees across gender, nationality and other criteria without importance to the performance. The Stena Group tries to optimize the use of its employee resources by giving everybody equal opportunities of developing professionally and career wise at all levels.

https://www.stena.com/app/uploads/2020/05/Stena_%C3%85rsrapport_2019_ENG.pdf

Management's Review

Statement on gender composition

The Stena Group has an overall policy of recruiting the best suited employees for any given position, irrespective of gender. In order to ensure the broadest possible recruitment basis, continuous efforts are made to create working conditions and a corporate culture that attract and retain qualified employees across gender, nationality and other criteria without importance to the performance. The Stena Group tries to optimize the use of its employee resources by giving everybody equal opportunities of developing professionally and career wise at all levels.

Top management

It is the Company's objective that the underrepresented gender should constitute at least 25% of the Company's Board of Directors and other management levels by 2020 at the latest. The target was set in 2017.

Following the replacement in the Company's top management, the Board of Directors and the Executive Board now consist of five members, one of whom is a woman.

In view of the above objective, it is, however, at all times the Company's and the owners' policy to employ the most qualified people for the positions, which may mean that, in some years, there may be a significant overweight of one gender in Company Management. This is also the reason why the 25% objective has not been met in 2019.

Other management levels

Stena Rederi follows the Stena Group's overall gender equality objectives that recruitment, skills development and other forms of educational activities should be gender neutral, and discrimination must never occur.

All courses that are of a general or horizontal nature, such as introductory courses for new employees or continuing education courses, contain sections on Stena's gender equality work.

Employees in Stena have the opportunity of developing various skills such as different forms of education and individual development plans in relation to their individual goals.

Within Stena, the individual is expected to submit proposals for education and courses that he or she wishes to implement or want to participate in in order to further develop in his or her work and contribute to the continued development of the business.

Diversity and gender equality should be encouraged through external as well as internal recruitment, skills development, promotion and at workgroup assemblies within Stena. A priority objective is that the underrepresented gender should always be involved in the recruitment processes, when possible.

Each department will be associated with recruitment and promotion efforts to achieve and maintain as even distribution as possible between women and men in all types of work and in different categories of

Management's Review

workers.

Within Stena, the individual is expected to submit proposals for education and courses that he or she wishes to implement or want to participate in in order to further develop in his or her work and contribute to the continued development of the business. Diversity and gender equality should be encouraged through external as well as internal recruitment, skills development, promotion and at workgroup assemblies within Stena. A priority objective is that the underrepresented gender should always be involved in the recruitment processes, when possible. Each department will be associated with recruitment and promotion efforts to achieve and maintain as even distribution as possible between women and men in all types of work and in different categories of workers.

In 2019, we have continued to strengthen our focus on recruitment of the underrepresented gender. In recruiting where Stena hires external recruitment support in the form of crew, headhunters or equivalent for recruitment, we have in 2019 maintained focus on Stena's responsibility to take into account gender equality.

The gender distribution in Stena Rederi A/S is currently maintained at the same level for the offshore personnel and has with the demerger and new setup in 2019 obtained equality on the shore based personnel management levels.

Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

Unusual events

The financial position at 31 December 2019 of the Company and the results of the activities of the Company for the financial year for 2019 have not been affected by any unusual events.

Subsequent events

Corona virus

Corona virus

The consequences of outbreak of Covid-19 on Stena AB is at this stage still evolving. Stena has taken steps to ensure the health and safety of its employees and in parallel is focused on minimizing any negative impact on the business. The situation is developing rapidly, and the assessment is that there is a risk that the outbreak of the corona virus may have a negative financial impact during 2020 for our Business Areas.

Ferry Lines

The outbreak of Covid-19 has rapidly changed the possibility of movement for individuals which has had a severe negative effect on passenger volumes in Stena Line. The freight volumes are also at a lower level than expected. As a consequence, Stena Line has introduced a rapid cost cutting program including

Management's Review

reduction of staff cost ashore and onboard as well as lay-up off vessels.

Stena Rederi has been cutting down OBS staff and number of crossings. These measures will mitigate part of the loss of revenue for 2020.

Shipping

The restrictions in travel has negatively affected the possibility to change crew according to schedules. Congestions in ports due to restrictions slows down loading and unloading. Decline in demand of RoRo and RoPax ships has increased number of laid up vessels. Planned visits to shipyards in some cases postponed.

Income Statement 1 January - 31 December

	Note	2019 EUR	2018 EUR
Revenue	1	101.674.498	98.123.961
Other operating income		0	7.487
Expenses for raw materials and consumables		-23.553.305	-25.100.630
Other external expenses		-44.778.156	-54.761.974
Gross profit/loss		33.343.037	18.268.844
Staff expenses	2	-8.020.210	-3.311.779
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-7.093.339	-2.797.094
Profit/loss before financial income and expenses		18.229.488	12.159.971
Income from investments in subsidiaries		125.108	-10.638.852
Financial income	3	360.680	42.743
Financial expenses	4	-845.828	-559.716
Profit/loss before tax		17.869.448	1.004.146
Tax on profit/loss for the year	5	9.829	-2.336
Net profit/loss for the year		17.879.277	1.001.810

Balance Sheet 31 December

Assets

	Note	2019 EUR	2018 EUR
Acquired rights		460.000	920.000
Intangible assets	6	460.000	920.000
Other fixtures and fittings, tools and equipment		582.619	341.218
Ships		52.828.021	3.254.771
Property, plant and equipment in progress		55.053	124.933
Property, plant and equipment	7	53.465.693	3.720.922
Investments in subsidiaries	8	1.181.492	30.063.591
Deposits		23.774	0
Fixed asset investments		1.205.266	30.063.591
Fixed assets		55.130.959	34.704.513
Inventories		1.197.515	947.586
Trade receivables		566.021	232.056
Receivables from group enterprises		12.610.820	8.892.667
Other receivables		1.249.869	345.725
Corporation tax receivable from group enterprises		131.987	19.029
Prepayments	9	2.640.400	1.367.977
Receivables		17.199.097	10.857.454
Cash at bank and in hand		14.070.327	18.349.153
Currents assets		32.466.939	30.154.193
Assets		87.597.898	64.858.706

Balance Sheet 31 December

Liabilities and equity

	Note	2019 EUR	2018 EUR
Share capital		941.703	941.703
Reserve for net revaluation under the equity method		1.017.561	0
Retained earnings		46.332.643	58.478.133
Equity	10	48.291.907	59.419.836
Payables to group enterprises		22.000.000	0
Long-term debt	12	22.000.000	0
Trade payables		2.689.860	1.158.966
Payables to group enterprises	12	9.506.895	1.225.779
Corporation tax		1.065.709	0
Other payables		3.449.955	3.002.623
Deferred income		593.572	51.502
Short-term debt		17.305.991	5.438.870
Debt		39.305.991	5.438.870
Liabilities and equity		87.597.898	64.858.706
Distribution of profit	11		
Contingent assets, liabilities and other financial obligations	13		
Related parties	14		
Subsequent events	15		
Accounting Policies	16		

Statement of Changes in Equity

	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Total
	EUR	EUR	EUR	EUR
Equity at 1 January	941.703	0	58.478.133	59.419.836
Net effect from demerger	0	0	-29.007.206	-29.007.206
Adjusted equity at 1 January	941.703	0	29.470.927	30.412.630
Net profit/loss for the year	0	1.017.561	16.861.716	17.879.277
Equity at 31 December	941.703	1.017.561	46.332.643	48.291.907

Notes to the Financial Statements

	2019	2018
	EUR	EUR
1 Revenue		
Geographical segments		
Revenue, Denmark	7.194.848	0
Revenue, exports	94.479.650	98.123.961
	101.674.498	98.123.961
Business segments		
Freight	86.472.363	86.570.495
Charter	12.212.258	7.570.732
Other	2.989.877	3.982.734
	101.674.498	98.123.961
2 Staff expenses		
Wages and salaries	7.333.388	2.888.040
Pensions	465.956	246.290
Other social security expenses	171.271	153.502
Other staff expenses	49.595	23.947
	8.020.210	3.311.779
Average number of employees	328	205

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.

The company hires ship personnel from it's subsidiary and therefore the company indirectly has all the obligations attached. Consequently the average number of employees stated above includes personnel hired from it's subsidiary. These employees are not included in the average number of employees stated in the subsidiary's Financial Statements. The cost for hired staff is included in Other External Expenses.

Notes to the Financial Statements

	2019 <u>EUR</u>	2018 <u>EUR</u>
3 Financial income		
Interest received from group enterprises	107.872	0
Other financial income	47.786	42.743
Exchange adjustments	205.022	0
	<u>360.680</u>	<u>42.743</u>
4 Financial expenses		
Interest paid to group enterprises	689.321	0
Other financial expenses	142.216	22.412
Exchange adjustments, expenses	14.291	537.304
	<u>845.828</u>	<u>559.716</u>
5 Tax on profit/loss for the year		
Current tax for the year	-65.113	2.336
Adjustment of tax concerning previous years	55.284	0
	<u>-9.829</u>	<u>2.336</u>
6 Intangible assets		<u>Acquired rights</u> EUR
Cost at 1 January		2.300.000
Cost at 31 December		<u>2.300.000</u>
Impairment losses and amortisation at 1 January		1.380.000
Amortisation for the year		460.000
Impairment losses and amortisation at 31 December		<u>1.840.000</u>
Carrying amount at 31 December		<u>460.000</u>
Amortised over		<u>5 years</u>

Notes to the Financial Statements

7 Property, plant and equipment

	Other fixtures and fittings, tools and equipment	Ships	Property, plant and equipment in progress	Total
	EUR	EUR	EUR	EUR
Cost at 1 January	675.055	27.504.660	124.933	28.304.648
Additions for the year	153.876	55.456.401	765.718	56.375.995
Transfers for the year	253.343	582.255	-835.598	0
Cost at 31 December	<u>1.082.274</u>	<u>83.543.316</u>	<u>55.053</u>	<u>84.680.643</u>
Impairment losses and depreciation at 1 January	331.686	24.249.890	0	24.581.576
Depreciation for the year	167.969	6.465.405	0	6.633.374
Impairment losses and depreciation at 31 December	<u>499.655</u>	<u>30.715.295</u>	<u>0</u>	<u>31.214.950</u>
Carrying amount at 31 December	<u>582.619</u>	<u>52.828.021</u>	<u>55.053</u>	<u>53.465.693</u>

Notes to the Financial Statements

	2019 EUR	2018 EUR
8 Investments in subsidiaries		
Cost at 1 January	43.711.924	43.711.924
Disposals for the year	-43.547.993	0
Cost at 31 December	<u>163.931</u>	<u>43.711.924</u>
Value adjustments at 1 January	-13.648.333	720.543
Adjustment regarding previous year	0	-263.362
Exchange adjustment	0	1.734.443
Net profit/loss for the year	125.108	-10.638.852
Fair value adjustment of hedging instruments for the year	0	-6.401.104
Capital increase	0	1.199.999
Reversals of revaluations in previous years	14.540.786	0
Value adjustments at 31 December	<u>1.017.561</u>	<u>-13.648.333</u>
Carrying amount at 31 December	<u>1.181.492</u>	<u>30.063.591</u>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership	Equity	Net profit/loss for the year
SIA Stena Line	Riga, Latvia	EUR 100,000	100%	423.815	102.288
Stena Marine Management	Hellerup, Denmark	EUR 13,400	100%	757.677	22.820

All foreign subsidiaries are recognised and measured as separate entities.

9 Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums, subscriptions etc.

Notes to the Financial Statements

10 Equity

The share capital consists of 7,001 shares of a nominal value of EUR 1,000. No shares carry any special rights.

The share capital has developed as follows:

	2019	2018	2017	2016	2015
	EUR	EUR	EUR	EUR	EUR
Share capital at 1 January	941.703	941.703	941.569	941.569	941.569
Capital increase	0	0	134	0	0
Capital decrease	0	0	0	0	0
Share capital at 31 December	941.703	941.703	941.703	941.569	941.569

11 Distribution of profit

	2019	2018
	EUR	EUR
Reserve for net revaluation under the equity method	1.017.561	-720.543
Retained earnings	16.861.716	1.722.353
	17.879.277	1.001.810

12 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	2019	2018
	EUR	EUR
Payables to group enterprises		
After 5 years	6.000.000	0
Between 1 and 5 years	16.000.000	0
Long-term part	<u>22.000.000</u>	<u>0</u>
Within 1 year	4.000.000	0
Other short-term debt to group enterprises	5.506.895	1.225.779
Short-term part	<u>9.506.895</u>	<u>1.225.779</u>
	31.506.895	1.225.779

Notes to the Financial Statements

	2019	2018
	EUR	EUR
13 Contingent assets, liabilities and other financial obligations		
Contingent liabilities		
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	2.850.867	8.797.675
Between 1 and 5 years	1.212.622	2.955.438
	4.063.489	11.753.113

Specification of contingent liabilities

TC hire commitment	2.520.000	10.653.449
Rental obligation	1.543.489	1.099.664

There are unrecognized tax liabilities for any subsequent withdrawal of the tonnage tax scheme or for the sale of ferries without reinvestments. The company does not intend to withdraw from the scheme.

The Company is subject to Danish joint taxation with group enterprises. According to the Danish Corporation Tax Act, the Company is therefore jointly and severally liable to the Danish tax authorities for corporation taxes as well as withholding taxes on dividend and interest of the jointly taxed enterprises.

For employees under civil servants, the Company has a liable for a termination of 913 TEUR (2018: 961 TEUR) upon dismissal.

Notes to the Financial Statements

14 Related parties

	<u>Basis</u>
Controlling interest	
Stena AB	Ultimate parent company

Consolidated Financial Statements

The Company is included in the consolidated report for Stena AB.

<u>Name</u>	<u>Place of registered office</u>
Stena AB	Göteborg, Sweden

The Group Annual of Stena AB may be obtained at the following address:

Stena AB
Masthuggskajen 19
405-19 Göteborg
Sweden

15 Subsequent events

The consequences of outbreak of Covid-19 is at this stage still evolving. Stena has taken steps to ensure the health and safety of its employees and in parallel is focused on minimizing any negative impact on the business. The situation is developing rapidly, and the assessment is that there is a risk that the outbreak of the corona virus may have a negative financial impact during 2020 for our Business Areas.

Management considers the implications of COVID-19 a subsequent event occurred after the balance sheet date (31 December 2019), and therefore will not have any effect on the Financial Statements for 2019 (a non-adjusting event).

The outbreak of Covid-19 has rapidly changed the possibility of movement for individuals which has had a severe negative effect on passenger volumes in Stena Line. The freight volumes are also at a lower level than expected. As a consequence, Stena Line has introduced a rapid cost cutting program including reduction of staff cost ashore and onboard as well as lay-up off vessels.

Stena Rederi has been cutting down OBS staff and number of crossings. These measures will mitigate part of the loss of revenue for 2020.

Notes to the Financial Statements

15 Subsequent events (continued)

The restrictions in travel has negatively affected the possibility to change crew according to schedules. Congestions in ports due to restrictions slows down loading and unloading. Decline in demand of RoRo and RoPax ships has increased number of laid up vessels. Planned visits to shipyards in some cases postponed.

The capital resources and liquidity is secured and thus the liquidity for activities at least for 2020. Thus management assesses that the Company have sufficient capital resources and liquidity.

Notes to the Financial Statements

16 Accounting Policies

The Annual Report of Stena Rederi A/S for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2019 are presented in EUR.

Fee to auditors

With reference to section 96(3) of the Danish Financial Statements Act the fee to the auditors appointed at the general meeting has not been disclosed.

Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Stena AB, Sverige, the Company has not prepared consolidated financial statements.

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of Stena AB, the Company has not prepared a cash flow statement.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been 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.

Notes to the Financial Statements

16 Accounting Policies (continued)

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences 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. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Hedge accounting

Changes in the fair values of 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 related to the hedged risk.

Changes in the fair values of derivative financial instruments that are designated and qualify as hedges of expected future transactions are recognised in retained earnings under equity as regards the effective portion of the hedge. The ineffective portion is recognised in the income statement. If the hedged transaction results in an asset or a liability, the amount deferred in equity is transferred from equity and recognised in the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount deferred in equity 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.

Changes in the fair values of financial instruments that are designated and qualify as hedges of net investments in independent foreign subsidiaries or associates are recognised directly in equity as regards the effective portion of the hedge, whereas the ineffective portion is recognised in the income statement.

Revenue

Information on business segments and geographical segments based on the Company's risks and returns and its internal financial reporting system. Business segments are regarded as the primary segments.

Notes to the Financial Statements

16 Accounting Policies (continued)

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, other operating income, expenses for raw materials and consumables and other external expenses.

Staff expenses

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

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Notes to the Financial Statements

16 Accounting Policies (continued)

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in 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 wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance Sheet

Intangible assets

Patents and licences are measured at the lower of cost less accumulated amortisation and recoverable amount. Patents are amortised over the remaining patent period, and licences are amortised over the licence period; however not exceeding 5 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated 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, which are:

Notes to the Financial Statements

16 Accounting Policies (continued)

Production buildings	11-25 years
Other buildings	2-5 years
Ships	10-20 years
Other fixtures and fittings, tools and equipment	2-3 years
Docking	2-5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at EUR 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Other fixed asset investments

Other fixed asset investments consist of deposits.

Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the

Notes to the Financial Statements

16 Accounting Policies (continued)

inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

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

Receivables

Receivables are recognised in the balance sheet at amortised cost, which substantially corresponds to nominal value. Provisions for estimated bad debts are made.

Prepayments

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

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets 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 within the same legal tax entity.

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. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Notes to the Financial Statements

16 Accounting Policies (continued)

Financial debts

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.

Financial Highlights

Explanation of financial ratios

Gross margin	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$
Profit margin	$\frac{\text{Profit before financials} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit before financials} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$