IMOC Scandinavia ApS

Lergravsvej 53
2300 København S
CVR no. 37 05 64 80

Annual report for 2015/16

Adopted at the annual general meeting on 31 May 2017

chairman

Jens Kristian Holm

Contents

Statement by management on the annual report

The executive board has today discussed and approved the annual report of IMOC Scandinavia ApS for the financial year 3 September 2015 - 31 December 2016.

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

In my opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2016 and of the results of the company's operations for the financial year 3 September 2015 - 31 December 2016.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends to the company in general meeting that the financial statements for 2017 should not be audited. Management considers the criteria for omission of audit to be met.

Management recommends that the annual report should be approved at the annual general meeting.

Copenhagen, 31 May 2017

Executive board

Jens Kristian Holm

The general meeting of shareholders have resolved that the financial statements for the coming financial year are not to be audited.

Independent auditor's report

To the shareholder of IMOC Scandinavia ApS

Opinion

We have audited the financial statements of IMOC Scandinavia ApS for the financial year 3 September 2015 - 31 December 2016, which comprise an income statement, balance sheet and notes, including a summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2016 and of the results of the company's operations for the financial year 6 August 2015 - 31 December 2016 in accordance with the Danish Financial Statements Act.

Basis for Opinion

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

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.

Independent auditor's report

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.

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 management's review

Management is responsible for management's review.

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

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

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

Based on the work we have performed, we conclude that 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 of management's review.

Glostrup, 31 May 2017

BACH
Statsautoriseret Revisionsinteressentskab
CVR no. 33 08 82 05

Jesper Strunge
statsautoriseret revisor

Company details

The company	IMOC Scandinavia ApS Lergravsvej 53 2300 København S	
	CVR no.:	37 05 64 80
	Reporting period:	3 September - 31 December
	Domicile:	København
Executive board	Jens Kristian Holm	
Auditors	BACH Statsautoriseret Revisionsinteressentskab Hovedvejen 94, 1. sal 2600 Glostrup	

Management's review

Business activities
The company's purpose is to conduct consultancy in the maritime and offshore industry and related business.

Recognition and measurement uncertainties
The recognition and measurement of items in the financial statements is not subject to any uncertainty.

Business review
The Company's income statement for the year ended 31 December shows a loss of DKK 36.681, and the balance sheet at 31 December 2016 shows equity of DKK 13.319.

The company has lost more than 50% of the company's capital and is thus subject to the capital loss rules in the Companies Act. Management is aware of this and expects the company to re-establish equity in the coming year.

Furthermore, management expects that the company's own earnings in the coming year will ensure the necessary capital resources.

Significant events occurring after end of reporting period
No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of IMOC Scandinavia ApS for 2015/16 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The annual report for 2015/16 is presented in DKK

As 2015/16 is the company's first reporting period, no comparatives have been presented.

Basis of recognition and measurement
Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company's 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 from the company's and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any instalments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report are presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit
In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue and other external expenses.

Revenue
Income is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Accounting policies

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Other external expenses
Other external expenses include expenses related to sale, advertising, administration, premises, bad debts, etc.

Staff costs
Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses
Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of property, plant and equipment.

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
The company is subject to the Danish rules on compulsory joint taxation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets
Software acquired is measured at cost less accumulated amortisation. Software is amortised on a straight-line basis over its useful life, which is assessed to be 5 years.

Receivables
Receivables are measured at amortised cost.

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 is impaired, an impairment loss for that individual asset is recognised.

Accounting policies

Prepayments
Prepayments comprise costs incurred concerning subsequent financial years.

Income tax and deffered tax
Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Joint taxation contributions payable and receivable are recognised in the balance sheet as 'Joint taxation contributions receivable' or 'Joint taxation contributions payable'.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss allowed for carry forward are measured at the value to which the asset is expected to be realised, either by elimination in tax on future income or by offsetting against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities
Liabilities, which include trade receivables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Income statement 3 September - 31 December

	Note	2015/2016
		DKK
Gross profit		**1.102.149**
Staff costs	2	-1.127.194
Earnings Before Interest Taxes Depreciation and Amortization		**-25.045**
Depreciation, amortisation and impairment of property, plant and equipment		-5.000
Profit/loss before financial income and expenses		**-30.045**
Financial income	3	58.355
Financial costs	4	-69.262
Profit/loss before tax		**-40.952**
Tax on profit/loss for the year	5	4.271
Net profit/loss for the year		**-36.681**

Proposed distribution of profit

Retained earnings	-36.681
	-36.681

Balance sheet 31 December

	Note	2016
		DKK
Assets		
Completed development projects		20.000
Intangible assets		**20.000**
Deposits		22.500
Fixed asset investments		**22.500**
Fixed assets total		**42.500**
Trade receivables		29.821
Other receivables		4.112
Deferred tax asset		4.271
Prepayments		29.920
Receivables		**68.124**
Cash at bank and in hand		**1.817**
Current assets total		**69.941**
Assets total		**112.441**

Balance sheet 31 December

	Note	2016
		DKK
Liabilities and equity		
Share capital		50.000
Retained earnings		-36.681
Equity	6	**13.319**
Trade payables		15.000
Other payables		84.122
Short-term debt		**99.122**
Debt total		**99.122**
Liabilities and equity total		**112.441**
Uncertainty about the continued operation (going concern)	1	
Contingent assets, liabilities and other financial obligations	7	

Noter til årsrapporten

1 Uncertainty about the continued operation (going concern)

The company has lost more than 50% of the company's capital and is thus subject to the capital loss rules in the Companies Act. Management is aware of this and expects the company to re-establish equity in the coming year.

Furthermore, management expects that the company's own earnings in the coming year will ensure the necessary capital resources.

		2015/2016
		DKK
2	**Staff costs**	
	Wages and salaries	887.068
	Other social security costs	10.814
	Other staff costs	229.312
		1.127.194
	Average number of employees	2
3	**Financial income**	
	Exchange gains	58.355
		58.355
4	**Financial costs**	
	Other financial costs	171
	Exchange loss	69.091
		69.262

Noter til årsrapporten

		2015/2016
		DKK
5	**Tax on profit/loss for the year**	
	Deferred tax for the year	-4.271
		-4.271

6 Equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 3 September 2015	50.000	0	50.000
Net profit/loss for the year	0	-36.681	-36.681
Equity at 31 December 2016	**50.000**	**-36.681**	**13.319**

The share capital consists of 50 shares of a nominal value of DKK 1.000. No shares carry any special rights.

7 Contingent assets, liabilities and other financial obligations

The company is included in Danish joint taxation. Consequently, under the rules of the Danish Corporation TaxAct the company is jointly and severally liable for income tax etc of the jointly taxed companies, moreover for any obligations of withholding taxes from interest, royalties and dividends distributed by the jointly taxed companies.

Financial obligations

The company has entered into a lease with a notice period of 3 months, corresponding to a total rent obligation at the balance sheet date of DKK 19,500.