

C-bed A/S
Strevelinsvej 34
7000 Fredericia
Central Business Registration No
37183555

Annual report 2017

The Annual General Meeting adopted the annual report on 04.05.2018

Chairman of the General Meeting

Name: Kenneth Henriks

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Entity details

Entity

C-bed A/S
Strevelinsvej 34
7000 Fredericia

Central Business Registration No: 37183555

Registered in: Fredericia

Financial year: 01.01.2017 - 31.12.2017

Board of Directors

Anders Østergaard, Chairman
Kenneth Henriks
Svend Stenberg Mølholt

Executive Board

Jesper Tarbensen Nielsen, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 København S

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of C-bed A/S for the financial year 01.01.2017 - 31.12.2017.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2017 and of the results of its operations for the financial year 01.01.2017 - 31.12.2017.

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

We recommend the annual report for adoption at the Annual General Meeting.

Fredericia, 04.05.2018

Executive Board

Jesper Tarbensen Nielsen
CEO

Board of Directors

Anders Østergaard
Chairman

Kenneth Henriks

Svend Stenberg Mølholt

Independent auditor's report

To the shareholder of C-bed A/S

Opinion

We have audited the financial statements of C-bed A/S for the financial year 01.01.2017 - 31.12.2017, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2017 and of the results of its operations for the financial year 01.01.2017 - 31.12.2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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:

Independent auditor's report

- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

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

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

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

Independent auditor's report

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 04.05.2018

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No: 33963556

Kåre Valtersdorf
State Authorised Public Accountant
Identification number (MNE) mne34490

Peter Aslak Storgaard
State Authorised Public Accountant
Identification number (MNE) mne33767

Management commentary

Primary activities

The main activitet of the company is to conduct technical management on ships owned by group-related companies and or third parties, as well as to provide other services to group-related companies.

Development in activities and finances

The result for the year shows a loss at 8,118 DKK. Equity at 31 December 2017 amounts to 500,068 DKK. The loss for the year is not satisfactory.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2017

	<u>Notes</u>	<u>2017</u> <u>DKK</u>	<u>19.10.2015 -</u> <u>31.12.2016</u> <u>DKK</u>
Gross profit		7,047,429	7,718,656
Staff costs	1	(6,742,812)	(7,342,990)
Depreciation, amortisation and impairment losses	2	<u>(327,388)</u>	<u>(214,901)</u>
Operating profit/loss		(22,771)	160,765
Other financial income		35,786	15,337
Other financial expenses		<u>(21,458)</u>	<u>(165,094)</u>
Profit/loss before tax		(8,443)	11,008
Tax on profit/loss for the year	3	<u>325</u>	<u>(2,822)</u>
Profit/loss for the year		<u>(8,118)</u>	<u>8,186</u>
Proposed distribution of profit/loss			
Retained earnings		<u>(8,118)</u>	<u>8,186</u>
		<u>(8,118)</u>	<u>8,186</u>

Balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 DKK</u>	<u>19.10.2015 - 31.12.2016 DKK</u>
Other fixtures and fittings, tools and equipment		346,667	547,628
Leasehold improvements		<u>2,211</u>	<u>192,037</u>
Property, plant and equipment	4	<u>348,878</u>	<u>739,665</u>
Deposits		<u>72,000</u>	<u>72,000</u>
Fixed asset investments		<u>72,000</u>	<u>72,000</u>
Fixed assets		<u>420,878</u>	<u>811,665</u>
Trade receivables		47,753	0
Receivables from group enterprises		1,652,716	6,202,310
Deferred tax		930	0
Other receivables		129,738	115,184
Prepayments		<u>42,532</u>	<u>33,086</u>
Receivables		<u>1,873,669</u>	<u>6,350,580</u>
Cash		<u>306,291</u>	<u>439,949</u>
Current assets		<u>2,179,960</u>	<u>6,790,529</u>
Assets		<u>2,600,838</u>	<u>7,602,194</u>

Balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017</u> <u>DKK</u>	<u>19.10.2015 -</u> <u>31.12.2016</u> <u>DKK</u>
Contributed capital		500,000	500,000
Retained earnings		<u>68</u>	<u>8,186</u>
Equity		<u>500,068</u>	<u>508,186</u>
Deferred tax		<u>0</u>	<u>2,482</u>
Provisions		<u>0</u>	<u>2,482</u>
Trade payables		98,915	59,230
Payables to group enterprises		1,027,588	6,056,186
Income tax payable		3,087	340
Other payables		<u>971,180</u>	<u>975,770</u>
Current liabilities other than provisions		<u>2,100,770</u>	<u>7,091,526</u>
Liabilities other than provisions		<u>2,100,770</u>	<u>7,091,526</u>
Equity and liabilities		<u>2,600,838</u>	<u>7,602,194</u>
Unrecognised rental and lease commitments	5		
Contingent liabilities	6		
Group relations	7		

Statement of changes in equity for 2017

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	500,000	8,186	508,186
Profit/loss for the year	0	(8,118)	(8,118)
Equity end of year	500,000	68	500,068

Notes

	2017	19.10.2015 -
	DKK	31.12.2016
	DKK	DKK
1. Staff costs		
Wages and salaries	6,283,248	6,911,344
Pension costs	403,463	380,986
Other social security costs	56,101	50,660
	6,742,812	7,342,990
Average number of employees	10	9
	2017	19.10.2015 -
	DKK	31.12.2016
	DKK	DKK
2. Depreciation, amortisation and impairment losses		
Depreciation of property, plant and equipment	121,173	214,901
Profit/loss from sale of intangible assets and property, plant and equipment	206,215	0
	327,388	214,901
	2017	19.10.2015 -
	DKK	31.12.2016
	DKK	DKK
3. Tax on profit/loss for the year		
Tax on current year taxable income	3,087	340
Change in deferred tax for the year	(3,412)	2,482
	(325)	2,822

Notes

	Other fixtures and fittings, tools and equipment DKK	Leasehold improve- ments DKK
4. Property, plant and equipment		
Cost beginning of year	705,371	249,194
Disposals	<u>(103,296)</u>	<u>(245,404)</u>
Cost end of year	<u>602,075</u>	<u>3,790</u>
Depreciation and impairment losses beginning of the year	(157,743)	(57,157)
Depreciation for the year	(120,415)	(758)
Reversal regarding disposals	<u>22,750</u>	<u>56,336</u>
Depreciation and impairment losses end of the year	<u>(255,408)</u>	<u>(1,579)</u>
Carrying amount end of year	<u>346,667</u>	<u>2,211</u>
	2017	19.10.2015 - 31.12.2016
	DKK	DKK
5. Unrecognised rental and lease commitments		
Hereof liabilities under rental or lease agreements until maturity in total	<u>90,000</u>	<u>90,000</u>

6. Contingent liabilities

The entity participates in a joint taxation arrangement in which Endeavour Invest ApS as of 31 August 2017 serves as the administration company (Monjasa Holding A/S until 30 August 2017). According to the joint taxation provisions of the Danish Corporation Tax Act, the entity is therefore liable for income taxes etc. for the jointly taxed entities, and obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. Corporate income tax payable for the Danish jointly taxed companies amounted to USD 0m at 31 December 2017 (2016: USD 0m).

7. Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: Monjasa Holding A/S, Fredericia

Accounting policies

Reporting class

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

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

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

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

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

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

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

Foreign currency translation

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

Income statement

Gross profit or loss

Gross profit or loss comprises revenue and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Accounting policies

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises office supplies, marketing costs, etc.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to assets, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of assets as well as property, plant and equipment.

Other financial income

Other financial income comprises dividends etc received on interest income including interest income on receivables from group enterprises, payables and transactions in foreign currencies.

Other financial expenses

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

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Property, plant and equipment

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

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For assets held under finance leases, cost is the lower of the asset's fair value and present value of future lease payments.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	5 years
Leasehold improvements	5 years

For leasehold improvements, the depreciation period cannot exceed the contract period.

Accounting policies

Estimated useful lives and residual values are reassessed annually.

Items of equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

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

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

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

Income tax receivable or payable

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