NPC Projects A/S

Tuborg Havnevej 18, DK-2900 Hellerup

Annual Report for 17 June - 31 December 2016

CVR No 37 80 39 36

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 22/6 2017

Lars Steen Rasmussen
Chairman

Contents

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of NPC Projects A/S for the financial year 17 June - 31 December 2016.

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 2016 of the Company and of the results of the Company operations for 2016.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Hellerup, 22 June 2017

Executive Board

Lars Steen Rasmussen

Board of Directors

Ulrichs Onnen Ulrichs Chairman	Thorsten Pulver	Rüdiger Gerhardt

Lars Steen Rasmussen

Independent Auditor's Report

To the Shareholder of NPC Projects 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 2016 and of the results of the Company's operations for the financial year 17 June - 31 December 2016 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of NPC Projects A/S for the financial year 17 June - 31 December 2016, 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.

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 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.

Independent Auditor's Report

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 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, 22 June 2017
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Flemming Eghoff statsautoriseret revisor	Mark Phillip Beer statsautoriseret revisor

Company Information

The Company	NPC Projects A/S Tuborg Havnevej 18 DK-2900 Hellerup CVR No: 37 80 39 36 Financial period: 17 June - 31 December Municipality of reg. office: Gentofte
Board of Directors	Ulrichs Onnen Ulrichs , Chairman Thorsten Pulver Rüdiger Gerhardt Lars Steen Rasmussen
Executive Board	Lars Steen Rasmussen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup

Income Statement 17 June - 31 December

	Note	2016
		TUSD
Gross profit/loss		**-426**
Staff expenses	3	-508
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	4	-17
Profit/loss before financial income and expenses		**-951**
Financial expenses		-15
Profit/loss before tax		**-966**
Tax on profit/loss for the year		0
Net profit/loss for the year		**-966**

Distribution of profit

Proposed distribution of profit	
Retained earnings	-966
	-966

Balance Sheet 31 December

Assets

	Note	2016
		TUSD
Acquired licenses		48
Intangible assets	5	**48**
Other fixtures and fittings, tools and equipment		58
Property, plant and equipment	6	**58**
Investments in associates	7	85
Fixed asset investments		**85**
Fixed assets		**191**
Bunkers		**745**
Trade receivables		30
Other receivables		453
Prepayments		858
Receivables		**1.341**
Cash at bank and in hand		**553**
Currents assets		**2.639**
Assets		**2.830**

Balance Sheet 31 December

Liabilities and equity

	Note	2016
		TUSD
Share capital		76
Retained earnings		-57
Equity		**19**
Trade payables		799
Other payables		1.319
Prepayments		693
Short-term debt		**2.811**
Debt		**2.811**
Liabilities and equity		**2.830**
Capital resources and going concern	1	
Key activities	2	
Contingent assets, liabilities and other financial obligations	8	
Accounting Policies	9	

Statement of Changes in Equity

	Share capital	Share premium account	Retained earnings	Total
	TUSD	TUSD	TUSD	TUSD
Equity at 17 June	76	909	0	985
Net profit/loss for the year	0	0	-966	-966
Transfer from share premium account	0	-909	909	0
Equity at 31 December	**76**	**0**	**-57**	**19**

Notes to the Financial Statements

1 Capital resources and going concern

The Company has lost more than 50% of its nominal share capital at 31 December 2016. Company Executive Board has complied with the provisions of section 119 of the Danish Companies Act.

For the purpose of strengthening its cash resources, the Company has received letter of support from its Parent Company. The letter remain effective until 31 December 2017.

Based on the above, Executive Board considers the Company's capital resources adequate and thus presents the Annual Report under the going concern assumption.

2 Key activities

The primary activity of the company is to do business related to shipping or other business after the Executive Board's discretion associated therewith.

3 Staff expenses

	2016
	TUSD
Wages and salaries	499
Other staff expenses	9
	508
Average number of employees	**2**

4 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment

Amortisation of intangible assets	6
Depreciation of property, plant and equipment	11
	17

Notes to the Financial Statements

5 Intangible assets

	Acquired licenses
	TUSD
Cost at 17 June	0
Additions for the year	54
Cost at 31 December	54
Impairment losses and amortisation at 17 June	0
Amortisation for the year	6
Impairment losses and amortisation at 31 December	6
Carrying amount at 31 December	**48**

6 Property, plant and equipment

	Other fixtures and fittings, tools and equipment
	TUSD
Cost at 17 June	0
Additions for the year	69
Cost at 31 December	69
Impairment losses and depreciation at 17 June	0
Depreciation for the year	11
Impairment losses and depreciation at 31 December	11
Carrying amount at 31 December	**58**

Notes to the Financial Statements

	2016
	TUSD

7 Investments in associates

Cost at 17 June	0
Additions for the year	85
Carrying amount at 31 December	**85**

Investments in associates are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
NPC Projects Co. Ltd.	Thailand		49%

8 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The Company's contractual obligations relating to short-term chartering of vessels total tUSD 5,849.

The company has tenancy commitments totaling tUSD 4.

As part of the ordinary shipping operations, the company regularly receives claims from customers. The individual claims are provided in the Financial Statements based on an individual assessment.

Notes to the Financial Statements

9 Accounting Policies

The Annual Report of NPC Projects A/S for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Financial Statements for 2016 are presented in USD with exchange rate as at 31. december 2016 USD 705.28.

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.

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Notes to the Financial Statements

9 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.

Income Statement

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Revenue

Revenue includes vessels freight income and time charter income. Revenue is recognised in the income statement for the financial year as earned.

Vessel operating costs

Vessel operating costs comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries.

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

9 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.

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.

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:

Other fixtures and fittings, tools and equipment	3 - 5 years

Depreciation period and residual value are reassessed annually.

Notes to the Financial Statements

9 **Accounting Policies** (continued)

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 associates

Investments in associates are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Inventories

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

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning ongoing voyages.

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.

Notes to the Financial Statements

9 **Accounting Policies** (continued)

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.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

Prepayments

Prepayments comprises payments received in respect of income in subsequent years.