

Dania Ship Management Holding A/S

Tuborg Havnevej 15
2900 Hellerup
Business Registration No
39153238

Annual report 11.12.2017 - 31.12.2018

The Annual General Meeting adopted the annual report on 29.05.2019

Chairman of the General Meeting

Name: Lennart Jensen

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Entity details

Entity

Dania Ship Management Holding A/S
Tuborg Havnevej 15
2900 Hellerup

Central Business Registration No (CVR): 39153238
Registered in: Gentofte
Financial year: 11.12.2017 - 31.12.2018

Board of Directors

Franck Johannes Kayser, Chairman
Henriette Schütze
Per Sylvester Jensen
Martin Gaard Christiansen
Ian Vallance

Executive Board

Mikkjal Poulsen, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 København C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Dania Ship Management Holding A/S for the financial year 11.12.2017 - 31.12.2018.

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 31.12.2018 and of the results of its operations for the financial year 11.12.2017 - 31.12.2018.

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.

Hellerup, 29.05.2019

Executive Board

Mikkjal Poulsen
CEO

Board of Directors

Franck Johannes Kayser
Chairman

Henriette Schütze

Per Sylvester Jensen

Martin Gaard Christiansen

Ian Vallance

Independent auditor's report

To the shareholders of Dania Ship Management Holding A/S

Opinion

We have audited the financial statements of Dania Ship Management Holding A/S for the financial year 11.12.2017 - 31.12.2018, 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 31.12.2018 and of the results of its operations for the financial year 11.12.2017 - 31.12.2018 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, 29.05.2019

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR)
33963556

Henrik Hjort Kjelgaard
State Authorised Public Accountant
Identification No (MNE) mne29484

Bjarne Iver Jørgensen
State Authorised Public Accountant
Identification No (MNE) mne35659

Management commentary

Primary activities

The Company's primary activities involve acting holding company to technical manager companies.

Development in activities and finances

The loss of the year is DKK 1.595.973. The result of the year is not satisfactory. The equity is positive DKK 3.315.727.

The Company expects to improve the operating result for 2019.

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 2017/2018

	<u>Notes</u>	<u>2017/2018</u> <u>DKK</u>
Other external expenses		<u>(1.113.744)</u>
Operating profit/loss		(1.113.744)
Other financial expenses	2	<u>(482.229)</u>
Profit/loss for the year		<u>(1.595.973)</u>
Proposed distribution of profit/loss		
Retained earnings		<u>(1.595.973)</u>
		<u>(1.595.973)</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	2017/2018 DKK
Investments in group enterprises		<u>7.598.828</u>
Fixed asset investments		<u>7.598.828</u>
Fixed assets		<u>7.598.828</u>
Assets		<u>7.598.828</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2017/2018</u> <u>DKK</u>
Contributed capital		500.000
Retained earnings		<u>2.815.727</u>
Equity		<u>3.315.727</u>
Payables to group enterprises		4.268.851
Other payables		<u>14.250</u>
Current liabilities other than provisions		<u>4.283.101</u>
Liabilities other than provisions		<u>4.283.101</u>
Equity and liabilities		<u>7.598.828</u>
Staff costs	1	
Contingent liabilities	3	
Group relations	4	

Statement of changes in equity for 2017/2018

	Contributed capital DKK	Retained earnings DKK	Total DKK
	<u> </u>	<u> </u>	<u> </u>
Contributed upon formation	500.000	4.411.700	4.911.700
Profit/loss for the year	<u> 0</u>	<u> (1.595.973)</u>	<u> (1.595.973)</u>
Equity end of year	<u> 500.000</u>	<u> 2.815.727</u>	<u> 3.315.727</u>

Notes

	<u>2017/2018</u>
1. Staff costs	
Average number of employees	<u>0</u>

	<u>2017/2018</u>
	<u>DKK</u>
2. Other financial expenses	
Financial expenses from group enterprises	218.662
Exchange rate adjustments	<u>263.567</u>
	<u>482.229</u>

3. Contingent liabilities

The Company is jointly taxed with all Danish subsidiaries. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

4. Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

Vouvray Acquisition Limited, 1st Floor, 63 Queens Victoria Street, London, EC4N 4UA, United Kingdom.

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.

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.

Income statement

Other external expenses

Other external expenses comprise expenses for management and administration of the the Company.

Other financial expenses

Other financial expenses comprise interest expenses related to transactions in foreign currencies.

Balance sheet

Investments in group enterprises

Investments in group enterprises are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Other financial liabilities

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