

Maersk Decom A/S
Lyngby Hovedgade 85
2800 Kgs. Lyngby
Business Registration No
39644053

Annual report 2018

The Annual General Meeting adopted the annual report on 10.05.2019

Chairman of the General Meeting

Name: Benjamin Critchley

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Entity details

Entity

Maersk Decom A/S
Lyngby Hovedgade 85
2800 Kgs. Lyngby

Central Business Registration No (CVR): 39644053

Founded: 14.06.2018

Registered in: Lyngby-Taarbæk

Financial year: 14.06.2018 - 31.12.2018

Board of Directors

Jørn Peter Madsen, Chairman
Steen Strøm Karstensen
Carsten Gram Haagensen
Morten Kelstrup
Jonas Munch Agerskov
Nikolaj Barsøe Svane

Executive Board

Lars Banke

Entity auditors

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Maersk Decom A/S for the financial year 14.06.2018 - 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 14.06.2018 - 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.

Copenhagen, 10.05.2019

Executive Board

Lars Banke

Board of Directors

Jørn Peter Madsen
Chairman

Steen Strøm Karstensen

Carsten Gram Haagensen

Morten Kelstrup

Jonas Munch Agerskov

Nikolaj Barsøe Svane

Independent auditor's report

To the shareholders of Maersk Decom 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 2018, and of the results of the Company's operations for the financial year 14 June - 31 December 2018 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Maersk Decom A/S for the financial year 14 June - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("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 Financial 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 misstatement, whether due to fraud or error.

Independent auditor's report

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 judgment 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.

Independent auditor's report

- 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.

Copenhagen, 10.05.2019

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Central Business Registration No (CVR) 33771231

Martin Lunden

State Authorised Public Accountant

mne32209

Management commentary

Primary activities

Maersk Decom is a stand-alone Joint Venture, owned by Maersk Supply Service A/S and Maersk Drilling A/S, providing bundled full-scope decommissioning solutions for the offshore oil & gas industry.

Development in activities and finances

The Income Statement of the Company for 2018 shows a loss of USD -2.3 million and at 31 December 2018 the balance sheet of the Company shows an equity of USD 1.7 million. The reason for the loss in 2018 is because the Company is still in the start-up phase and therefore has a substantial amount of start-up costs.

This is the Company's first financial year.

Events after the balance sheet date

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income statement for 2018

	<u>Notes</u>	<u>2018</u> <u>USD'000</u>
Gross profit/loss		(2,463)
Other financial income	1	9
Other financial expenses	2	<u>(118)</u>
Profit/loss before tax		(2,572)
Tax on profit/loss for the year	3	<u>252</u>
Profit/loss for the year		<u>(2,320)</u>
Proposed distribution of profit/loss		
Retained earnings		<u>(2,320)</u>
		<u>(2,320)</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	2018 <u>USD'000</u>
Trade receivables		141
Receivables from group enterprises		3,016
Other receivables		388
Income tax receivable		<u>252</u>
Receivables		<u>3,797</u>
Current assets		<u>3,797</u>
Assets		<u>3,797</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018</u> <u>USD'000</u>
Share capital		77
Retained earnings		<u>1,603</u>
Equity		<u>1,680</u>
Trade payables		612
Payables to group enterprises		1,199
Other payables		<u>306</u>
Current liabilities other than provisions		<u>2,117</u>
Liabilities other than provisions		<u>2,117</u>
Equity and liabilities		<u>3,797</u>
Contingent liabilities	4	
Related parties with controlling interest	5	

Statement of changes in equity for 2018

	Share capital <u>USD'000</u>	Retained earnings <u>USD'000</u>	Total <u>USD'000</u>
Contributed upon formation	77	3,923	4,000
Profit/loss for the year	<u>0</u>	<u>(2,320)</u>	<u>(2,320)</u>
Equity end of year	<u>77</u>	<u>1,603</u>	<u>1,680</u>

Notes

	2018
	USD'000
1. Other financial income	
Other interest income	4
Exchange rate adjustments	5
	9

	2018
	USD'000
2. Other financial expenses	
Exchange rate adjustments	118
	118

	2018
	USD'000
3. Tax on profit/loss for the year	
Current tax	(252)
	(252)

4. Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where A.P. Møller Holding A/S serves as the administration company. 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. The total known net liability of the jointly taxed entities under the joint arrangement is evident from the administration company's financial statement.

There are no other security or contingent liabilities at 31 December 2018.

5. Related parties with controlling interest

Related parties with controlling interest:

The Company is a stand-alone joint venture, owned by Maersk Supply Service A/S (50%) and Maersk Drilling A/S (50%). The ultimate controlling parent of the company is A.P. Møller-Mærsk A/S, Esplanaden 50, 1263 Copenhagen K, Denmark, at the end of 2018.

Other related parties:

Companies affiliated with A.P. Møller – Mærsk A/S and A.P. Møller Holding A/S.

Notes

The Company's related parties include the members of the Board of Directors, Management and the key executives, as well as the related family members of these persons. Related parties also include companies in which the above-mentioned persons have significant interest.

Transactions:

During the financial year, related party transactions have been conducted on an arm's length basis.

Consolidated annual accounts:

The Company is included in the consolidated annual accounts of A.P. Møller – Mærsk A/S, Esplanaden 50, 1263 Copenhagen K and A.P. Møller Holding A/S, Esplanaden 50, 1263 Copenhagen K.

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 Annual Accounts are presented in American dollars (USD). The exchange rate of USD to DKK was 6.521 at 31 December 2018.

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.

Income statement

Gross profit or loss

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

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 comprise costs of administration etc.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, payables and transactions in foreign currencies as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, payables and transactions in foreign currencies as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

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.

The company is jointly taxed with group enterprises. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance sheet

Receivables

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

Income tax payable or receivable

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.

Other financial liabilities

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