

Maersk Decom A/S

Lyngby Hovedgade 85
2800 Kgs. Lyngby
CVR No. 39644053

Annual Report 2021

The Annual General Meeting adopted the
Annual Report on 28 April 2022



Kelly Duggleby
Chairman of the General Meeting



Contents

Company details	2
Management's Statement	3
Independent Auditor's Report	4
Management's Review	7
Income statement for 2021	8
Balance sheet at 31 December 2021	9
Statement of changes in equity for 2021	11
Notes	12
Accounting policies	14



Company details

Company

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

Business Registration No.: 39644053
Date of foundation: 14 June 2018
Registered office: Lyngby-Taarbæk
Financial year: 01 January - 31 December 2021

Board of Directors

Steen Strøm Karstensen, Chairman
Jørn Peter Madsen
Jonas Munch Agerskov
Morten Kelstrup

Executive Board

Jens Klit Thomsen

Auditors

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup
CVR No.: 33771231



Management's Statement

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 1 January - 31 December 2021.

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 Company's financial position at 31 December 2021 and of the results of its operations for the financial year 1 January - 31 December 2021.

We believe that the Management's Review 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, 28 April 2022

Executive Board

Jens Klit Thomsen

Board of Directors

Steen Strøm Karstensen, Chairman

Jørn Peter Madsen

Jonas Munch Agerskov

Morten Kelstrup



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 2021, and of the results of the Company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Maersk Decom A/S for the financial year 1 January - 31 December 2021, which comprise the 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We refer to note 1 in the Financial Statements from which it appears that the Financial Statements are not prepared on a going concern basis, and that recognition, measurement and preparation are made with due consideration to this. Our opinion has not been modified in respect of this matter.

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.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern taking into account the expected liquidation, disclosing, as applicable, matters related to going concern and using appropriate accounting policies taking into account the expected liquidation.

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 taking into account the expected liquidation. 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.

Copenhagen, 28 April 2022

PricewaterhouseCoopers, Statsautoriseret Revisionspartnerselskab

CVR No. 33771231

Martin Lunden

State Authorised Public Accountant

Identification No (MNE) mne32209

Management's Review

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.

Description of material changes in activities and finances

The Income Statement of the Company for 2021 shows a loss of USD 3.1 million and at 31 December 2021 the balance sheet of the Company shows an equity of USD 6.5 million.

Capital Resources

Maersk Decom A/S' budget for 2022 was approved on 22 February 2022. The approved budget for 2022 indicates that Maersk Decom A/S is able to settle its obligations as they fall due.

Events after the balance sheet date

As a consequence of slower market maturation in the decommissioning space, Maersk Drilling A/S and Maersk Supply Service A/S decided at the end of January 2022, to scale down the activities in their decommissioning joint venture Maersk Decom A/S. The last and only remaining project of Maersk Decom A/S was to be executed by its subsidiary Maersk Decom Mauritania A/S. Effective April 2022, the contract for this project was novated to a third party. As a result, there are no further commitments of Maersk Decom A/S and the company will begin the process of winding up.

Except for the above, no events have occurred subsequently to the balance sheet date, which would have a material impact on the financial position of the Company.

Income statement for 2021

	Notes	2021 USD'000	2020 USD'000
Gross profit/loss		(3,859)	(4,453)
Other financial income	4	19	152
Other financial expenses	5	(49)	(9)
Profit/loss before tax		(3,889)	(4,310)
Tax on profit/loss for the year	6	797	492
Profit/loss for the year		(3,092)	(3,818)
Proposed distribution of profit and loss			
Retained earnings		(3,092)	(3,818)
Proposed distribution of profit and loss		(3,092)	(3,818)

Balance sheet at 31 December 2021

Assets

	Notes	2021 USD'000	2020 USD'000
Investments in group enterprises		59	59
Financial assets		59	59
Fixed assets		59	59
Receivables from group enterprises		969	317
Other receivables		244	638
Income tax receivable		853	670
Receivables		2,066	1,625
Cash		5,512	3,128
Current assets		7,578	4,753
Assets		7,637	4,812

Equity and liabilities

	Notes	2021 USD'000	2020 USD'000
Contributed capital		77	77
Retained earnings		6,402	3,494
Equity		6,479	3,571
Trade payables		179	172
Payables to group enterprises		407	451
Other payables		572	618
Current liabilities other than provisions		1,158	1,241
Liabilities other than provisions		1,158	1,241
Equity and liabilities		7,637	4,812
Uncertainties relating to going concern	1		
Events after the balance sheet date	2		
Capital Resources	3		
Contingent liabilities	7		
Related parties with controlling interest	8		

Statement of changes in equity for 2021

	Contributed capital USD'000	Retained earnings USD'000	Total USD'000
Equity beginning of year	77	3,494	3,571
Tax free contribution from shareholder	0	6,000	6,000
Profit/loss for the year	0	(3,092)	(3,092)
Equity end of year	77	6,402	6,479

Notes

1 Uncertainties relating to going concern

During 2022, the last and only remaining project in Maersk Decom A/S was to be executed by its subsidiary, Maersk Decom Mauritania A/S. However this project has been novated to a third party, consequently there is no remaining activity. Therefore, the Company is expected to enter into solvent liquidation in 2022. As a consequence of the expected solvent liquidation, the Company's Annual Report is not prepared on a going concern basis, and that recognition, measurement and preparation are made with due consideration to this.

2 Events after the balance sheet date

As a consequence of slower market maturation in the decommissioning space, Maersk Drilling A/S and Maersk Supply Service A/S decided at the end of January 2022, to scale down the activities in their decommissioning joint venture Maersk Decom A/S. The last and only remaining project of Maersk Decom A/S was to be executed by its subsidiary Maersk Decom Mauritania A/S. Effective April 2022, the contract for this project was novated to a third party. As a result, there are no further commitments of Maersk Decom A/S and the company will begin the process of winding up.

Except for the above, no events have occurred subsequently to the balance sheet date, which would have a material impact on the financial position of the Company.

3 Capital Resources

Maersk Decom A/S' budget for 2022 was approved on 22 February 2022. The approved budget for 2022 indicates that Maersk Decom A/S is able to settle its obligations as they fall due.

4 Other financial income

	2021 USD'000	2020 USD'000
Other interest income	6	11
Exchange rate adjustments	13	141
	19	152

5 Other financial expenses

	2021 USD'000	2020 USD'000
Other interest expenses	10	5
Exchange rate adjustments	39	4
	49	9

6 Tax on profit/loss for the year

	2021	2020
	USD'000	USD'000
Current tax	(853)	(670)
Adjustment concerning previous years	56	178
	(797)	(492)

7 Contingent liabilities

The Company 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 Company is therefore liable for income taxes etc for the jointly taxed companies. The jointly taxed companies' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

There are no other security or contingent liabilities at 31 December 2021.

8 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 Holding A/S, Esplanaden 50, 1263 Copenhagen K, Denmark, at the end of 2021.

Other related parties:

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

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 the immediate parent A.P. Møller – Mærsk A/S, Esplanaden 50, 1263 Copenhagen K and the ultimate controlling parent 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 a few provisions for reporting class C.

The annual accounts are presented in American dollars (USD). The exchange rate of USD to DKK was 6.566 at 31 December 2021.

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

The Annual Report is not prepared on a going concern basis and that recognition, measurement and presentation are taken into account for that matter.

Consolidated Financial Statements

No consolidated Financial Statements have been prepared, cf. section 112(1) of the Danish Financial Statements Act. The Annual Report of Maersk Decom A/S and its group enterprises are included in the Consolidated Financial Statements for A.P. Møller - Mærsk A/S, Denmark, CVR no. 22 75 62 14.

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 Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Company 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 Company, 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

Gross profit or loss comprises revenue, cost of sales and other 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.

Other external expenses

Other external expenses include expenses relating to the Company's ordinary activities, including expenses for administration etc.

Other financial income

Other financial income comprises interest income, payables and transactions in foreign currencies, and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, payables and transactions in foreign currencies, and 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 current Danish income tax is allocated among the jointly taxed companies proportionally to their taxable income (full allocation with a refund concerning tax losses).

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.

Receivables

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

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.

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.

Verification

Transaction 09222115557468183968

Document

Final Annual report 2021 Maersk Decom AS

Main document

16 pages

Initiated on 2022-04-28 17:00:35 CEST (+0200) by Maersk Decom (MD)

Finalised on 2022-05-09 12:47:01 CEST (+0200)

Initiator

Maersk Decom (MD)

Maersk Decom A/S

Company reg. no. 39644053

reshmi.machado@maerskdecom.com

Signing parties

Jens Klit Thomsen (JKT)

Maersk Decom A/S

ID number 9208-2002-2-362514432379

jens.klit.thomsen@maerskdecom.com

NEM ID

The name returned by Danish NemID was "Jens Klit Thomsen"

Signed 2022-04-28 17:02:13 CEST (+0200)

Steen Strøm Karstensen (SSK)

Maersk Supply Service A/S

ID number 9208-2002-2-331157908493

steen.karstensen@maersksupply.com

NEM ID

The name returned by Danish NemID was "Steen Strøm Karstensen"

Signed 2022-04-28 17:03:42 CEST (+0200)

Jørn Peter Madsen (JPM)

Maersk Drilling A/S

ID number 9208-2002-2-979053671974

jorn.madsen@maerskdirilling.com

NEM ID

The name returned by Danish NemID was "Jørn Peter Madsen"

Signed 2022-05-03 18:08:42 CEST (+0200)

Jonas Munch Agerskov (JMA)

Maersk Supply Service A/S

ID number 9208-2002-2-351553193325

jonas.agerskov@maersksupply.com

NEM ID

The name returned by Danish NemID was "Jonas Munch Agerskov"

Signed 2022-05-03 18:39:34 CEST (+0200)

Morten Kelstrup (MK)

Maersk Drilling A/S

ID number 9208-2002-2-875546990775

morten.kelstrup@maerskdirilling.com

NEM ID

The name returned by Danish NemID was "Morten

Martin Lunden (ML)

PricewaterhouseCoopers, Statsautoriseret

Revisionspartnerselskab

ID number 9208-2002-2-749502718239

martin.lunden@pwc.com

NEM ID



Verification

Transaction 09222115557468183968

Kelstrup"
Signed 2022-05-09 12:33:34 CEST (+0200)

The name returned by Danish NemID was "Martin Lunden"
Signed 2022-05-09 12:47:01 CEST (+0200)

This verification was issued by Scrive. Information in italics has been safely verified by Scrive. For more information/evidence about this document see the concealed attachments. Use a PDF-reader such as Adobe Reader that can show concealed attachments to view the attachments. Please observe that if the document is printed, the integrity of such printed copy cannot be verified as per the below and that a basic print-out lacks the contents of the concealed attachments. The digital signature (electronic seal) ensures that the integrity of this document, including the concealed attachments, can be proven mathematically and independently of Scrive. For your convenience Scrive also provides a service that enables you to automatically verify the document's integrity at: <https://scrive.com/verify>

