



Frey P/S

Soren Frichs Vej 38 L, St. Tv., DK-8230 Abyhøj

(CVR. No. 40 10 17 72)

Annual Report for 1 January – 31 December 2022

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 4 May 2023.

Jacob Ramsgaard Nielsen
Chairman

	Page
Management's Statement	3
Independent Auditor's Report	4
Management's Review	
Company details	6
Financial highlights	7
Management's Review	8
Summary of Accounting Policies	10
Income statement 1 January - 31 December	13
Balance Sheet 31 December	14
Statement of Changes in Equity	15
Notes to the Financial Statements	16

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Frey P/S for the financial year 1 January - 31 December 2022.

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 2022 of the Company and of the results of the Company's operations for 2022.

In our opinion, Management's Review includes a true and fair view of the matters addressed in the Review.

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

Abyhøj, 4 May 2023

Executive Board

Jeff Løcke Laursen

Board of Directors

Jørgen Balle
Chairman

Liesel du Toit

Tommy Gade Jensen

Jens-Jacob Aarup

Jeff Løcke Laursen

Frey P/S

Independent Auditor's Report

To the Shareholders of Frey P/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Frey P/S for the financial year 1 January - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of 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.

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.

Frey P/S

Independent Auditor's Report

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 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 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.

Copenhagen, 4 May 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab
CVR No. 33 77 12 31

Jacob Brinch
State Authorised Public Accountant
mne 35447

Christian Møller Gyrsting
State Authorised Public Accountant
mne 44111

Name	Frey P/S
Address, zip code, city	Soren Frichs Vej 38 L, St. Tv., DK-8230 Abyhoj
CVR no.	40 10 17 72
Established	13 December 2018
Financial Year	1 January - 31 December
Board of Directors	Jørgen Balle (Chairman) Liesel du Toit Tommy Gade Jensen Jens-Jacob Aarup Jeff Løcke Laursen
Executive Board	Jeff Løcke Laursen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44, DK-2900 Hellerup, Denmark

Seen over five year period, the development of the Company is described by the following financial highlights:
 (The Company was founded in 2018)

	2022	2021	2020	2019	13/12-31/12 2018
Key figures	USD '000	USD '000	USD '000	USD '000	USD '000
Profit/Loss					
Revenue	248.063	105.231	*	*	*
Gross profit/loss	7.284	2.270	235	-294	-41
Profit/loss before financial items	3.373	142	-1.197	-1.060	-41
Net financials	-227	-523	-99	-8	0
Net profit/loss for the year	3.146	-380	-1.296	-1.068	-41
Balance sheet					
Balance sheet total	59.408	33.387	20.030	5.539	2.996
Total Equity	40.829	2.809	2.930	3.888	2.956
Investment in property, plant and equipment	0	0	0	0	0
Average number of employees	25	15	12	6	0
Ratios					
Return on assets	5,7%	0,4%	-6,0%	-19,1%	-1,4%
Solvency ratio	68,7%	8,4%	14,6%	70,2%	98,7%
Return on equity	14,4%	-13,3%	-38,0%	-31,2%	-1,4%

* With reference to section 32 of the Danish Financial Statements Act revenue is not disclosed for 2018-2020

Financial Highlights

Explanation of financial ratios

Return on assets	$\frac{\text{Profit before financial items} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$

Principal activities and financial matters

The Company carry on business activities globally within containerized commodities trade in the agri commodity markets as well as any related business activities.

Development in activities and financial position

The financial year brought increased sales and despite a year with challenging market conditions the Company increased its toplevel performance for the fourth consecutive year. The financial results of the year shows a gross profit of USD 7.284 thousand, and a profit for the year of USD 3.146 thousand. The balance sheet statement shows an equity of USD 40.829 thousand. On that basis, and with the Company's accelerated growth strategy in mind, management considers the result acceptable.

Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any significant uncertainties.

The past year and follow-up on development expectation for last year

Effective as of 31 March 2022, Maersk A/S granted the Company with an additional total of USD 35.000 thousand in capital contribution. The equity injection is considered a clear proof of concept and groupwide support, and with the Company's liquidity need has been secured for at least the Financial year 2023.

The expectations for the financial year of 2022 was continued growth in gross profit and net result. An increase of USD 5.014 thousand in gross profit and an improvement of the net result by USD 3.526 thousand is considered satisfactory. The Company's long term growth strategy also included opening at least one new origin sourcing country and adding a variety of products to the portfolio in 2022. The reached target enabled the Company to gain an even stronger foothold and market presence in 2022. Overall the 2022 performance and the investments made are considered as evidence that the Company's strategy to combine logistics and data initiatives are on the right track for continued growth.

External environment

The Company works continuously to minimize the environmental impact of the services and products. Optimizing the logistics by moving agricultural commodities between surplus and deficit container equipment areas, assisting in reducing trade imbalances and inefficiencies in the container trade supply chain is a fundamental part of the Company's business model.

Risks

The Company operates under risk policies and mandates approved by the Board of Directors. The Company is not exposed to any risks other than the risks common to international trade and other counterparty risks originating from the trade with financial instruments.

The Board of Directors has approved written principles for the overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk, long/short positions, hedging activities etc.

As a general rule the Company does not enter into contracts with a speculative element that might expose the Company to an unhedged risk. The Company mainly enters into contracts that are back-to-back on all significant elements. All risk exposures when not trading back-to-back are hedged to the best possible extent.

For hedges of foreign currency purchases, the Company enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item. Derivatives are only used for cash-flow hedging purposes and not as speculative investments. For the financial year 2022 the Company's has not been affected by any unusual events than usual in the industry.

Expectations for 2023

The Company expects a continuous increase in revenue, gross profit and net result through growth in sales in new origin and destination countries combined with data- and analytical initiatives making the flow of agricultural commodities more efficient and profitable. In 2023 the Company expects to increase its sold volumes by 60%.

Events after the balance sheet date

There has been no significant events after the balance sheet date.

Sustainability and gender composition of management

An independently assured Sustainability Report for 2022 is published which provides detailed information on the A.P. Moller – Maersk Group's sustainability performance and sustainability strategy. The report serves as compliance with the requirements of Section 99a of the Danish Financial Statements Act (*Årsregnskabsloven*) on corporate social responsibility and reporting on the gender composition of management. The report is available on:

<https://www.maersk.com/sustainability/reports-and-resources>

Account and gender composition of Board of Directors

By the 31 December 2022 the Board of Directors had a composition of 3 men and two women and an equal composition had been achieved for 2022 in accordance with the Danish business authorities guidance on the area. Under section 99b of the Danish Companies Act, the Board of Directors of the Company has laid down the Company's policy to increase the share of the underrepresented gender in the Company's current Board of Directors. An equal composition of men and women are expected again after the general assembly in 2023.

Account and gender composition of other management

The Company fall below the threshold for the requirement to report on this policy.

Data ethics

The responsible use of data is a critical enabler for the group business model. In line with regulatory requirements of Section 99d of the Danish Financial Statements Act (*Årsregnskabsloven*), A.P. Moller – Maersk has established a data ethics policy, with accompanying governance measures. Please refer to

<https://www.maersk.com/sustainability/our-esg-priorities/data-ethics>

The Annual Report of Frey P/S has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class C large enterprises.

There have been no changes in the accounting policies due to the change of reporting class from C medium to C large enterprises in the current year.

The functional currency of the Company is USD and the Financial Statements for 2022 are presented in USD. At 31 December 2022 the exchange rate USD/DKK is 6.97 (2021: USD/DKK 6.56).

Consolidated financial statements

With reference to section 112(2) of the Danish Financial Statements Act and to the consolidated financial statements of A.P. Møller - Mærsk A/S (CVR No. 22756214), the Company has not prepared consolidated financial statements. The Annual Report of A.P. Møller - Mærsk A/S is available at: <http://investor.maersk.com/financials.cfm>

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of A.P. Møller - Mærsk A/S (CVR No. 22756214), the company has not prepared a cash flow statement.

Recognition and measurement in general

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 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.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with the addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Foreign currency translation

Transactions in other currency than the functional currency are translated at the exchange rate on the date of the transaction. Monetary items in foreign currency that are not settled on the balance sheet date are translated at exchange rate on the balance sheet date. Foreign exchange rate gains and loss are included in the income statement as financial items. The functional and presentation currency is USD.

Derivatives and hedging activities

Derivatives are initially recognised at cost on the date a derivative contract is entered into, and they are subsequently remeasured at their fair value. Positive and negative fair values of derivatives are classified as other receivables or other payables as appropriate.

Changes in the fair value of derivative financial instruments are recognized in the income statement, unless the derivatives meets the criteria for accounting hedging, cf. below

Cash flow hedges that qualify for hedge accounting

The Company hedges the particular risk associated with the cash flow of highly probable forecast transactions.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts accumulated in equity are reclassified to profit or loss in the period when the hedged item expires.

Income statement

Revenue

Revenues are recognised when the performance obligation has been satisfied, which happens upon the transfer of the control to the customer at an amount that reflects the consideration to which the Company expects to be exchanged for the goods and services.

Revenue from the sale of goods for resale and finished goods is recognised in the income statement when the sale is considered effected based on the following criteria:

- delivery has been made before year end
- a binding sales agreement has been made
- the sales price has been determined; and
- payment has been received or may with reasonable certainty be expected to be received

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Cost of sales

Cost of sales includes the purchase of goods for resale and transportation thereof incurred to achieve revenue for the year. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of goods.

Other external costs

Other external expenses comprise other operating expenses, including expenses for premises, marketing and office expenses, etc.

Fees to statutory auditor

In accordance with the Danish Financial Statements Act section 96(3), fees to statutory auditors is not disclosed as the information is disclosed in the Annual Report for the APMM Group, in which the Company is fully consolidated.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Financial income and expenses

Financial income and expenses comprise interest, realised and unrealised exchange adjustments.

Tax

Company is tax transparent entity under which the income or expense of the participants under the transparency principle. Income is taxed at the level of the owners rather than at the level of the entity.

Balance Sheet

Financial assets

Financial assets comprise of rent- and other deposits.

Investment in subsidiaries

Investments in subsidiaries are recognised at cost.

The carrying amounts of investments in subsidiaries are reviewed on an annual basis to determine whether there is any indication of impairment. If so, an impairment test is carried out to determine whether the recoverable amount is lower than the carrying amount. If so, the asset is written down to its lower recoverable amount.

Inventories

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

The net realisable value of inventories is calculated at the amount expected to be generated by sale in the process of normal operations less selling expenses. The net realisable value is determined allowing for marketability and development in expected sales. Inventories mainly comprise grains, feed and oilseeds.

Receivables

Receivables are measured in the balance sheet at amortised cost less the expected credit losses.

Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Cash and cash equivalents

Cash comprise deposits on demand which are subject to an insignificant risk of change in value.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item

Liabilities

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

Segment information

Segment information is provided on geographical markets. The segment information is in line with the Company's accounting policies, risks and internal financial management.

Frey P/S
Income Statement 1 January - 31 December



Amount in USD '000

	Note	2022	2021
Revenue	1	248.063	105.231
Operating costs		-239.538	-102.330
Other external expenses		-1.241	-631
Gross profit/loss		7.284	2.270
Staff expenses	2	-3.911	-2.128
Profit before financial items		3.373	142
Financial income		792	13
Financial expenses, group enterprises		-128	-447
Other financial expenses		-891	-88
Profit for the year	3	3.146	-380

Amount in USD '000

Assets	Note	2022	2021
Deposits		58	133
Investments in subsidiaries	4	0	0
Financial assets		58	133
Total financial assets		58	133
Inventories		5.132	629
Trade receivables		27.410	20.942
Receivables from group enterprises		2.733	0
Other receivables		1.969	7.050
Prepayments		11.586	1.935
Cash and cash equivalents		10.520	2.698
Total current assets		59.350	33.254
Total assets		59.408	33.387
Liabilities and equity			
Company capital	5	762	762
Retained earnings		40.067	2.047
Total equity		40.829	2.809
Other payables		492	0
Total non-current liabilities		492	0
Trade payables		14.356	8.351
Payable to group enterprises		2.022	21.507
Other payables		1.708	719
Total current liabilities		18.087	30.578
Total liabilities		18.579	30.578
Total liabilities and equity		59.408	33.387
Derivative financial instruments	6		
Contingent liabilities	7		
Related parties	8		
Subsequent events	9		

Frey P/S
Statement of Changes in Equity



Amount in USD '000

	<u>Company capital</u>	<u>Retained earnings</u>	<u>Total</u>
1 January 2022	762	2.047	2.809
Cash flow hedge reserve, 1 Jan	0	-598	-598
Cash flow hedge reserve, 31 Dec	0	472	472
Capital contribution	0	35.000	35.000
Profit/Loss of the Year	<u>0</u>	<u>3.146</u>	<u>3.146</u>
31 December 2022	<u>762</u>	<u>40.067</u>	<u>40.829</u>

Amount in USD '000

1 Segment information

The Company's revenue segments operate in the following geographical areas:

	<u>2022</u>	<u>2021</u>
Europe	0	0
North America	0	0
Asia	248.063	105.231
Rest of world	0	0
	<u>248.063</u>	<u>105.231</u>

2 Staff expenses

Wages and salaries	3.830	2.034
Pensions	61	41
Other social security expenses	20	53
	<u>3.911</u>	<u>2.128</u>
<i>Including remuneration to the Executive Board and Board of Directors</i>	<u>846</u>	<u>464</u>
<i>Average number of employees</i>	<u>25</u>	<u>15</u>

3 Proposed distribution of profit

Retained earnings	<u>3.146</u>	<u>-380</u>
	<u>3.146</u>	<u>-380</u>

4 Investments in subsidiaries

Investments in subsidiaries are measured at cost and can be specified as follows:

Cost at 1 January	<u>0</u>	<u>0</u>
Value adjustments 1 January	0	0
Value adjustments 31 December	<u>0</u>	<u>0</u>
Carrying amount at 31 December	<u>0</u>	<u>0</u>

<u>Name</u>	<u>Place of registered office</u>	<u>Share capital</u>	<u>Votes and ownership</u>
Frey Australia Pty Ltd.	Victoria, Australia	1 AUD	100%

5 Company capital

Total company capital consist of 5.000.002 shares with total nominal value of DKK 5.000.002 equal to USD 761.610 applying the the exchange rate at incorporation, 13th December 2018, and the capital increases, 8th November 2019 and 31 March 2022 respectively.

No Shares have special rights.

Amount in USD '000

6 Derivative financial instruments

At 31 December 2022 the financial instruments consists of commodity futures and foreign exchange currency contracts that are part of the Company's ordinary business activity and hedging strategy. The fair value amount in "Other receivables" and "Other Payables" can be specified as follows:

	2022	2021
Currency Forward Contracts - Cash flow hedges, assets	18	36
Currency Forward Contracts - Cash flow hedges, liabilities	-251	-9
Commodities Futures - Cash flow hedges, assets	748	576
Commodities Futures - Cash flow hedges, liabilities	-43	-5
Fair value of derivative financial instruments, net	472	598

The financial instrument contracts have an expiry period of 1-5 months

7 Contingent liability

Lease obligation, period of non-terminability, 18 months (2021: 24 months)	96	91
---	----	----

As a wholly owned subsidiary the company shall be liable jointly with the other companies in the joint taxation of Danish withholding taxes on dividends, interest and royalties within joint taxation group of A.P. Møller - Mærsk A/S group and A.P. Møller - Holding A/S.

8 Related parties

Maersk A/S, Esplanaden 50, DK-1098 Copenhagen K., holds 100% of the company capital.

The company is included in the consolidated financial statements of A.P. Møller - Mærsk A/S (CVR No. 22756214), Copenhagen.

The company discloses all transactions with related parties during 2022. All transactions are on arms length.

Purchase of freight and related services from Maersk Agency Denmark A/S of USD 16.710
 Financial expenses to A.P. Møller - Maersk A/S of USD 123
 Financial expenses to Frey GP ApS of USD 1
 Salary and administrative services to affiliated companies of USD 1.181

There have been no other transactions completed, apart from normal management remuneration, with the Board of Directors, senior executives, significant shareholders, affiliated companies or other related parties.

9 Subsequent events

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