

# **Maestro Shipping A/S**

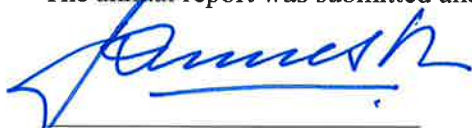
**Hummeltoftevej 49, Parterre, 2830 Virum**

**Company reg. no. 40 90 10 19**

## **Annual report**

**1 January - 31 December 2020**

The annual report was submitted and approved by the general meeting on the 29 June 2021.



**Jørgen P. Dannesboe**  
Chairman of the meeting

**Notes:**

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

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## Management's report

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Today, the board of directors and the managing director have presented the annual report of Maestro Shipping A/S for the financial year 1 January - 31 December 2020.

The annual report has been presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies appropriate and, in our opinion, the financial statements provide a fair presentation of the company's assets, equity and liabilities, and financial position at 31 December 2020 and of the company's results of activities in the financial year 1 January – 31 December 2020.

We are of the opinion that the management commentary presents a fair account of the issues dealt with.

We recommend that the annual report be approved by the general meeting.

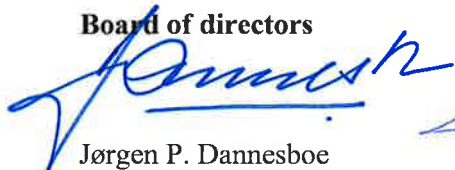
Virum, 19 April 2021

### Managing Director

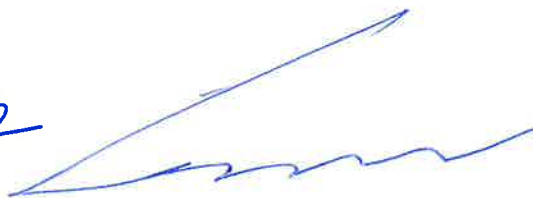


Carsten Ib Hansen

### Board of directors



Jørgen P. Dannesboe



Carsten Ib Hansen



Peter Hergens Kolte Marcussen



Robert R. A. Sjøqvist

## **Independent auditor's report**

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### **To the shareholder of Maestro Shipping A/S**

#### **Opinion**

We have audited the financial statements of Maestro Shipping A/S for the financial year 1 January - 31 December 2020, which comprise income statement, statement of financial position, notes and accounting policies. The financial statements have been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements present a fair view of the company's assets, equity and liabilities, and financial position at 31 December 2020 and of the results of the company's activities for the financial year 1 January - 31 December 2020 in accordance with the Danish Financial Statements Act.

#### **Basis for opinion**

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the section "Auditor's responsibilities for the audit of the financial statements". We are independent of the company in accordance with international ethical requirements for auditors (IESBA's Code of Ethics), 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.

#### **Responsibilities of management and those charged with governance for the financial statements**

Management is responsible for the preparation of financial statements that provide a fair view in accordance with the Danish Financial Statements Act. Management is also responsible for such internal control as the 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 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 including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing, 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**

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As part of an audit conducted in accordance with international standards on auditing, 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 the 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 preparation of the financial statements using the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists arising from 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 disclosures in notes, and whether the financial statements reflect the underlying transactions and events in a manner that presents a 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 the 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 express no assurance opinion thereon.

## Independent auditor's report

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In connection with our audit of the financial statements, it is our responsibility to read the management commentary and to consider whether the management commentary is materially inconsistent with the financial statements or the evidence obtained during the audit, or whether it otherwise appears to contain material misstatement.

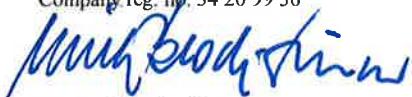
Furthermore, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that management commentary is consistent with the financial statements and that it has been prepared in accordance with the provisions of the Danish Financial Statement Act. We did not discover any material misstatement in the management commentary.

Copenhagen, 19 April 2021

### Grant Thornton

State Authorized Public Accountants  
Company reg. no. 34 20 99 36



Ulrik Bloch-Sørensen  
State Authorised Public Accountant  
mne2913

## Company information

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<b>The company</b>	Maestro Shipping A/S Hummeltoftevej 49, Parterre 2830 Virum
	Company reg. no. 40 90 10 19 Established: 1 June 1975 Domicile: Copenhagen Financial year: 1 January - 31 December
<b>Board of directors</b>	Jørgen P. Dannesboe Carsten Ib Hansen Peter Hergens Kolte Marcussen Robert R. A. Sjøqvist
<b>Managing Director</b>	Carsten Ib Hansen
<b>Auditors</b>	Grant Thornton, Statsautoriseret Revisionspartnerselskab Stockholmsgade 45 2100 København Ø
<b>Bankers</b>	Ringkjøbing Landbobank, Torvet 1, 6950 Ringkøbing
<b>Parent company</b>	Maestro Shipping S.A., Schweiz
<b>Subsidiary</b>	Maestro Reefers A/S, Copenhagen

## **Management commentary**

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### **The principal activities of the company**

The company acts as parent company for the fully owned subsidiary Maestro Reefers A/S.

### **Development in activities and financial matters**

The profit of 13 t.DKK for the financial year is considered satisfactory considering prevailing market conditions during the year.



## Income statement 1 January - 31 December

Amounts concerning 2020: DKK.

Amounts concerning 2019: DKK thousand.

<u>Note</u>	<u>2020</u>	<u>2019</u>
Revenue	0	1.800
Other external costs	-78.066	-187
<b>Gross profit</b>	<b>-78.066</b>	<b>1.613</b>
1 Staff costs	-1.822	-2.154
<b>Operating profit</b>	<b>-79.888</b>	<b>-541</b>
Income from equity investments in group enterprises	9.118	317
Other financial income	94.252	613
2 Other financial costs	-9.530	-13
<b>Pre-tax net profit or loss</b>	<b>13.952</b>	<b>376</b>
Tax on net profit or loss for the year	-858	-14
<b>Profit or loss from ordinary activities after tax</b>	<b>13.094</b>	<b>362</b>
<b>Net profit or loss for the year</b>	<b>13.094</b>	<b>362</b>
<b>Proposed appropriation of net profit:</b>		
Reserves for net revaluation according to the equity method	9.118	317
Dividend for the financial year	0	5.000
Transferred to retained earnings	3.976	0
Allocated from retained earnings	0	-4.955
<b>Total allocations and transfers</b>	<b>13.094</b>	<b>362</b>

## Statement of financial position at 31 December

Amounts concerning 2020: DKK.

Amounts concerning 2019: DKK thousand.

<b>Assets</b>		
Note	2020	2019
<b>Non-current assets</b>		
3 Equity investments in group enterprises	746.427	1.238
4 Other receivables	46.027	87
Total investments	792.454	1.325
<b>Total non-current assets</b>	<b>792.454</b>	<b>1.325</b>
<b>Current assets</b>		
Receivables from group enterprises	1.750.000	0
Income tax receivables	0	922
Tax receivables from group enterprises	0	90
Other receivables	554.578	73
Total receivables	2.304.578	1.085
Other financial instruments and equity investments	0	5.710
Total financial instruments	0	5.710
Cash on hand and demand deposits	537.905	1.193
<b>Total current assets</b>	<b>2.842.483</b>	<b>7.988</b>
<b>Total assets</b>	<b>3.634.937</b>	<b>9.313</b>

## Statement of financial position at 31 December

Amounts concerning 2020: DKK.

Amounts concerning 2019: DKK thousand.

<b>Equity and liabilities</b>	<u>2020</u>	<u>2019</u>
Note		
<b>Equity</b>		
Contributed capital	1.000.000	1.000
5 Reserve for net revaluation according to the equity method	246.427	738
6 Retained earnings	1.609.825	1.106
Proposed dividend for the financial year	0	5.000
<b>Total equity</b>	<u><b>2.856.252</b></u>	<u><b>7.844</b></u>
<b>Liabilities other than provisions</b>		
Other payables	0	83
Total long term liabilities other than provisions	<u>0</u>	<u>83</u>
Trade payables	60.000	60
Payables to group enterprises	16.500	0
Income tax payable	448.608	0
Other payables	253.577	1.326
Total short term liabilities other than provisions	<u>778.685</u>	<u>1.386</u>
<b>Total liabilities other than provisions</b>	<u><b>778.685</b></u>	<u><b>1.469</b></u>
<b>Total equity and liabilities</b>	<u><b>3.634.937</b></u>	<u><b>9.313</b></u>

## Notes

Amounts concerning 2020: DKK.

Amounts concerning 2019: DKK thousand.

	2020	2019
<b>1. Staff costs</b>		
Salaries and wages	0	2.142
Other costs for social security	1.822	12
	<b>1.822</b>	<b>2.154</b>
Average number of employees	0	2
<b>2. Other financial costs</b>		
Other financial costs	9.530	13
	<b>9.530</b>	<b>13</b>
<b>3. Equity investments in group enterprises</b>		
Acquisition sum, opening balance 1 January 2020	500.000	500
<b>Cost 31 December 2020</b>	<b>500.000</b>	<b>500</b>
Revaluations, opening balance 1 January 2020	737.309	421
Results for the year before goodwill amortisation	9.118	317
Dividend	-500.000	0
<b>Revaluation 31 December 2020</b>	<b>246.427</b>	<b>738</b>
<b>Carrying amount, 31 December 2020</b>	<b>746.427</b>	<b>1.238</b>

### Financial highlights for the enterprises according to the latest approved annual reports

	Equity interest	Equity DKK	Results for the year DKK	Carrying amount, Maestro Shipping A/S DKK
Maestro Reefers A/S, Copenhagen	100 %	746.427	9.118	746.427
		<b>746.427</b>	<b>9.118</b>	<b>746.427</b>

**Notes**

Amounts concerning 2020: DKK.

Amounts concerning 2019: DKK thousand.

	<u>31/12 2020</u>	<u>31/12 2019</u>
<b>4. Other receivables</b>		
Cost 1 January 2020	87.780	132
Disposals during the year	<u>-41.753</u>	<u>-45</u>
<b>Cost 31 December 2020</b>	<b><u>46.027</u></b>	<b><u>87</u></b>
 <b>Carrying amount, 31 December 2020</b>	 <b><u>46.027</u></b>	 <b><u>87</u></b>
 Specified as follows:		
Other debtors	<u>46.027</u>	<u>87</u>
	<b><u>46.027</u></b>	<b><u>87</u></b>
 <b>5. Reserve for net revaluation according to the equity method</b>		
Reserves for net revaluation 1 January 2020	737.309	421
Share of results	9.118	317
Distributed dividend	<u>-500.000</u>	<u>0</u>
	<b><u>246.427</u></b>	<b><u>738</u></b>
 <b>6. Retained earnings</b>		
Retained earnings 1 January 2020	1.105.849	6.060
Profit or loss for the year brought forward	3.976	-4.954
Distributed dividends from group enterprises	<u>500.000</u>	<u>0</u>
	<b><u>1.609.825</u></b>	<b><u>1.106</u></b>

## **Accounting policies**

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The annual report for Maestro Shipping A/S has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

### **Recognition and measurement in general**

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

### **Foreign currency translation**

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

Fixed assets acquired and paid for in foreign currency are measured at the exchange rate prevailing at the date of the transaction.

## **Accounting policies**

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### **Income statement**

#### **Revenue**

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

#### **Other external costs**

Other external costs comprise costs incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

#### **Staff costs**

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members. Staff costs are less government reimbursements.

#### **Financial income and expenses**

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

#### **Results from equity investments in group enterprises**

After full elimination of intercompany profit or loss less amortised consolidated goodwill, the equity investment in the individual group enterprises are recognised in the income statement as a proportional share of the group enterprises' post-tax profit or loss.

#### **Tax on net profit or loss for the year**

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises. The company acts as an administration company in relation to the joint taxation. This means that the total Danish tax payable by the Danish consolidated companies is paid to the tax authorities by the company.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

## Accounting policies

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### Statement of financial position

#### **Impairment loss relating to non-current assets**

The carrying amount of both intangible and tangible fixed assets as well as equity investments in group enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

#### **Investments**

##### **Equity in group enterprises**

Equity in group enterprises are recognised and measured by applying the equity method. The equity method is used as a method of consolidation.

Equity in group enterprises recognised in the statement of financial position at the proportionate share of the enterprise's equity value. This value is calculated in accordance with the parent's accounting policies with deductions or additions of unrealised intercompany gains and losses as well as with additions or deductions of the remaining value of positive or negative goodwill calculated in accordance with the acquisition method. Negative goodwill is recognised in the income statement at the time of acquisition of the equity investment. If the negative goodwill relates to contingent liabilities acquired, negative goodwill is not recognised until the contingent liabilities have been settled or lapsed.

Consolidated goodwill is amortised over its estimated useful life, which is determined on the basis of the management's experience with the individual business areas. Consolidated goodwill is amortised on a straight-line basis over the amortisation period, which represent 5-20 years. The depreciation period is determined on the basis of an assessment that these are strategically acquired enterprises with a strong market position and a long-term earnings profile.

In relation to material assets and liabilities recognised in group enterprises, associates and equity interests but are not represented in the parent, the following accounting policies have been applied.



## **Accounting policies**

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Equity in group enterprises with a negative equity value measured at DKK 0, and any accounts receivable from these enterprises are written down to the extent that the account receivable is uncollectible. To the extent that the parent has a legal or constructive obligation to cover a negative balance that exceeds the account receivable, the remaining amount is recognised under provisions.

To the extent the equity exceeds the cost, the net revaluation of equity investments in group enterprises are transferred to the reserve under equity for net revaluation according to the equity method. Dividends from group enterprises expected to be adopted before the approval of this annual report are not subject to a limitation of the revaluation reserve. The reserve is adjusted by other equity movements in group enterprises.

Newly acquired or newly established companies are recognised in the financial statement as of the time of acquisition. Sold or liquidated companies are recognised until the date of disposal.

On the acquisition of enterprises, the acquisition method, the uniting-of-interests method or the book value method is applied, cf. the above description under Business combinations.

### **Receivables**

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

### **Financial instruments and equity investments**

Financial instruments and equity investments recognised under current assets consist of listed shares and bonds which are measured at fair value on the reporting date. Unlisted equity investments are measured at cost. Writedown takes place to the recoverable amount if this value is lower than the carrying amount.

## **Accounting policies**

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### **Cash on hand and demand deposits**

Cash on hand and demand deposits comprise cash at bank and on hand.

### **Equity**

#### **Reserve for net revaluation according to the equity method**

The reserve for net revaluation according to the equity method comprises net revaluation of equity investments in subsidiaries, associates and equity interests proportional to cost.

The reserve may be eliminated in the event of losses, realisation of equity investments, or changes in the accounting estimates.

The reserve cannot be recognised by a negative amount.

### **Dividend**

Dividend expected to be distributed for the year is recognised as a separate item under equity.

### **Income tax and deferred tax**

As administration company, Maestro Shipping A/S is liable to the tax authorities for the subsidiaries' corporate income taxes.

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the statement of financial position as "Income tax receivable" or "Income tax payable".

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Adjustments take place in relation to deferred tax concerning elimination of unrealised intercompany gains and losses.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

## **Accounting policies**

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Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

### **Liabilities other than provisions**

Liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.