



MIF II Feeder no.1 A/S

Strandvejen 70, 2.
2900 Hellerup
CVR No. 42586005

Annual report 2022

The Annual General Meeting adopted the
annual report on 15.03.2023

Peter Toyberg

Chairman of the General Meeting

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Entity details

Entity

MIF II Feeder no.1 A/S

Strandvejen 70, 2.

2900 Hellerup

Business Registration No.: 42586005

Date of foundation: 09.08.2021

Registered office: Gentofte

Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Henrik Ramskov, Chairman

Søren Fogh

John Peter Boesen

Executive Board

Peter Toyberg

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of MIF II Feeder no.1 A/S for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Hellerup, 15.03.2023

Executive Board

Peter Toyberg

Board of Directors

Henrik Ramskov
Chairman

Søren Fogh

John Peter Boesen

Independent auditor's report

To the shareholder of MIF II Feeder no.1 A/S

Opinion

We have audited the financial statements of MIF II Feeder no.1 A/S for the financial year 09.08.2021- 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board 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.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Hellerup, 15.03.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Michael Thorø Larsen

State Authorised Public Accountant
Identification No (MNE) mne35823

Management commentary

Primary activities

The object of the Company is to conduct business within trade and industry, including purchase and sale of assets, and other hereto-related business at the discretion of the board of directors, including the holding of shares in other companies.

The Company's sole activity is to act as a feeder fund for the shareholder investment in Maritime Investment Fund II K/S.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2022

	Notes	2022 USD	2021 USD
Other external expenses	1	(8,343)	(5,000)
Gross profit/loss		(8,343)	(5,000)
Income from financial assets		3,890,414	558,799
Other financial income		39,645	87,101
Other financial expenses		(3,058)	(1,024,381)
Profit/loss before tax		3,918,658	(383,481)
Tax on profit/loss for the year		(230,725)	0
Profit/loss for the year		3,687,933	(383,481)
Proposed distribution of profit and loss:			
Ordinary dividend for the financial year		0	1,953,410
Extraordinary dividend distributed in the financial year		3,651,509	0
Retained earnings		36,424	(2,336,891)
Proposed distribution of profit and loss		3,687,933	(383,481)

Balance sheet at 31.12.2022

Assets

	2022 USD	2021 USD
Other investments	15,098,605	17,582,170
Financial assets	15,098,605	17,582,170
Fixed assets	15,098,605	17,582,170
Cash	56,953	2,014,366
Current assets	56,953	2,014,366
Assets	15,155,558	19,596,536

Equity and liabilities

	Notes	2022 USD	2021 USD
Contributed capital		63,117	62,845
Share premium		17,265,875	19,912,172
Retained earnings		(2,300,467)	(2,336,891)
Proposed dividend		0	1,953,410
Equity		15,028,525	19,591,536
Income tax payable		115,363	0
Other payables		11,670	5,000
Current liabilities other than provisions		127,033	5,000
Liabilities other than provisions		127,033	5,000
Equity and liabilities		15,155,558	19,596,536

Contingent liabilities

2

Statement of changes in equity for 2022

	Contributed capital USD	Share premium USD	Retained earnings USD	Proposed extraordinary dividend USD	Proposed dividend USD
Equity beginning of year	62,845	19,912,172	(942,280)	0	558,799
Corrections of material errors	0	0	(1,394,611)	0	1,394,611
Adjusted equity beginning of year	62,845	19,912,172	(2,336,891)	0	1,953,410
Increase of capital	272	2,862,685	0	0	0
Decrease of capital	0	(5,508,982)	0	0	0
Ordinary dividend paid	0	0	0	0	(1,953,410)
Extraordinary dividend paid	0	0	0	(3,651,509)	0
Profit/loss for the year	0	0	36,424	3,651,509	0
Equity end of year	63,117	17,265,875	(2,300,467)	0	0

	Total USD
Equity beginning of year	19,591,536
Corrections of material errors	0
Adjusted equity beginning of year	19,591,536
Increase of capital	2,862,957
Decrease of capital	(5,508,982)
Ordinary dividend paid	(1,953,410)
Extraordinary dividend paid	(3,651,509)
Profit/loss for the year	3,687,933
Equity end of year	15,028,525

Management decided to increase the ordinary dividend at the Annual General Meeting. Equity beginning of year as been adjusted accordingly.

Notes

1 Other external expenses

The Company has no employees.

The Management has not received remuneration.

2 Contingent liabilities

There is a remaining investment commitment of a total of USD 34.9m.

In addition there are no guarantees or contingent liabilities of the Company.

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

Reporting currency is U.S. Dollars (USD).

Material errors in previous years

Management decided to increase the ordinary dividend at the Annual General Meeting. Equity beginning of year as been adjusted accordingly.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities.

Income from other fixed asset investments

Income from other fixed asset investments comprise dividend from investments.

Other financial income

Other financial income comprises interest income, equalization interests and net exchange rate adjustments on transactions in foreign currencies.

Other financial expenses

Other financial expenses comprise interest expenses, equalization fee and net exchange rate adjustments on transactions in foreign currencies.

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 taxed in accordance with the Danish tonnage tax regime.

Balance sheet**Other investments**

Other investments comprise investments in portfolio companies which are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Cash

Cash comprises cash in bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity.

Other financial liabilities

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

Tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

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Michael Thorø Larsen

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Søren Fogh

Bestyrelsesmedlem

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Mit  

John Peter Boesen

Bestyrelsesmedlem

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Mit  

Peter Toyberg

Adm. direktør

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Peter Toyberg

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