# A/S Dan-Bunkering Ltd. Strandvejen 5 5500 Middelfart

CVR No 67 22 69 17

**Annual Report for 2019/20** 

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 25 June 2020

Chairman of the meeting: Casper Pasgaard Dybdal

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## **Management's Statement**

The Executive and Supervisory Boards have today presented and adopted the Annual Report of A/S Dan-Bunkering Ltd. for the financial year 1 May 2019 – 30 April 2020.

The Annual Report was 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 of the Company at 30 April 2020 and of the results of the Company operations and cash flows for 2019/20.

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

Middelfart, 25 June 2020

Executive Board

Henrik Zederkof

**Supervisory Board** 

Keld Rosenbæk/Demant

Chairman

Christoffer Berg Lassen

Michael Krabbe

## **Independent Auditor's Report**

To the Shareholders of A/S Dan-Bunkering Ltd.

#### **Opinion**

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 April 2020, and of the results of the Company's operations and cash flows for the financial year 1 May 2019 - 30 April 2020 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of A/S Dan-Bunkering Ltd. for the financial year 1 May 2019 - 30 April 2020, which comprise income statement, balance sheet, statement of cash flows, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

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

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financials 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.

## **Independent Auditor's Report**

#### 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.

#### **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.

## **Independent Auditor's Report**

- 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.

Henrik Forthoft Lind

State Authorised Public Accountant

Trekantområdet, 25 June 2020 **PricewaterhouseCoopers** Statsautoriseret Revisionspartnerselskab CVR No 33 77 12 31

State Authorised Public Accountant

Mne35811 Mne34169

## **Management's Review**

## **Company Information**

The Company A/S Dan-Bunkering Ltd.

Strandvejen 5

DK-5500 Middelfart

Telephone: +45 64 41 54 01 Facsimile: +45 64 41 53 01

E-mail: middelfart@dan-bunkering.com

CVR No: 67 22 69 17 Financial year: 1 May - 30 April

Municipality of

reg. office: Middelfart

Supervisory Board Keld Rosenbæk Demant, Chairman

Christoffer Berg Lassen

Michael Krabbe

**Executive Board** Henrik Zederkof

**Auditors** PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Herredsvej 32 DK-7100 Vejle

## **Management's Review**

Financial Highlights of the Company

Seen over a five-year period, the development of the Company is described by the following financial highlights:

	2019/20	2018/19	2017/18	2016/17	2015/16
	USD '000				
Duo £4					
Profit Revenue	717,153	865,231	761,533	717,395	518,269
Gross profit	20,195	18,481	15,509	16,761	22,044
Profit before financials	8,811	10,548	8,016	3,392	2,044
Net financials	6,426	6,069	4,882	3,556	3,693
Profit before tax	15,237	16,617	12,897	6,949	5,783
Net profit for the year	13,347	14,317	11,020	6,133	5,782
Dalamas shoot					
Balance sheet Balance sheet total	66,674	90,101	95,990	81,821	50.092
	36,827	35,480	*	25,143	59,082 19,010
Equity	30,627	33,460	36,163	23,143	19,010
Cash flows					
Cash flows from:					
- operating activities	21,123	7,762	14,885	(4,221)	13,689
- investing activities	(32)	(301)	(619)	(9,750)	49
hereof investment in pro-					
perty, plant and equipment					
and intangible assets	(31)	(312)	(611)	(126)	(7)
- financing activities	(20,286)	(6,342)	(14,514)	13,110	(14,173)
Change in cash and cash					
equivalents for the year	805	1,119	(248)	(861)	(435)
Ratios (%)					
Gross margin	2.8%	2.1%	2.0%	2.3%	4.3%
Profit margin	1.2%	1.2%	1.1%	0.5%	0.4%
Return on equity	36.9%	40.0%	36.0%	27.8%	19.1%
Liquidity ratio	1.76	1.39	1.37	1.25	1.37
Solvency ratio	55.2%	39.4%	37.7%	30.7%	32.2%
Number of employees	36	33	33	81	126

For definitions, see under accounting policies.

#### **Activities**

The main activities of the Company comprise the purchase, sale, mediation and supply of bunkers and lubricating oil for ships as well as various naturally related services. Trade takes place on a worldwide basis with suppliers and customers within the shipping industry. The Company is represented by own offices in Denmark and Russia.

#### **Development in the year**

Earnings before tax amounted to USD 15.2 million. The equity amounted to USD 36.8 million at year-end corresponding to 55% of the total assets.

Revenue dropped by USD 148 million to USD 717 million.

A/S Dan-Bunkering Ltd. has improved gross profit by USD 1.7 million. Profit before tax in 2019/20 was USD 1.4 million lower compared to 2018/19. The performance is satisfactory as the company is still operating in a volatile shipping market and under the impact of COVID-19.

A/S Dan-Bunkering Ltd. maintained a very high nominal equity and the solvency ratio ended at 55% of the total assets end of the year. Due to this continued solid and robust financial position of the Company we maintain a very strong position with our suppliers in terms of credits. The Company participates in a loan agreement through its parent company and has access to substantial funds and liquidity.

#### Strategy and objective

A/S Dan-Bunkering Ltd.'s vision is to be a global and leading supplier of bunkers, lubricating oil and related products and services.

A/S Dan-Bunkering Ltd. will on a continuous basis develop its business in line with the customers' wishes and requirements. The Company wants to be known as a safe choice for its customers and for its high quality in a wide sense, and deliveries must follow the highest international standards as regards both trade and quality.

The Company's strategy plan contains clear objectives for A/S Dan-Bunkering Ltd. as a whole and for the individual enterprises of the Group to support growth in activities and earnings. Current follow-up is made on the realisation of the goals set.

### Financial and operational risks

#### Foreign exchange risks

The Company hedges against commercial foreign exchange exposure on a current basis and moreover assesses the need to hedge against foreign exchange exposure of future cash flows. Hedging mainly takes place by means of forward exchange contracts. Future expected cash flows are hedged for a maximum period of the first succeeding 12 months.

#### Credit risks

The Company is exposed to credit risk relating to its customers, and all customers and other business partners are credit rated regularly in accordance with the Company's policy for assuming credit risks. Thorough internal procedures are in place to minimise the credit risks and the international conventions for obtaining maritime lien for bunker deliveries mitigates the negative impact from defaulting payers. In addition, the Company insures the credit risk on certain receivables where considered adequate due to the credit worthiness of the counter party or the size of the credit exposure.

#### **Interest rate risks**

The Company's interest-bearing debt is mainly based on variable interest rates, and therefore earnings are affected by any changes in the level of interest. The Company monitors and assesses on a current basis the financial consequences of interest rate changes and hedges the interest rate risk if considered adequate.

#### Oil price risk

The Company's trading activities are back-to-back trading, where sale and purchase are done simultaneously and thus without any open positions. When the Company enters into fixed price agreements the oil price exposure from such contracts is also hedged to reduce the price risk.

#### **Trading risks**

The Company's trading activities are widely spread on the various shipping segments and no single customer or supplier has a significant part of the Company's sales or purchases. Deliveries take place widely spread over the world and as such geographical or political uncertainty in specific parts of the world should not affect the Group's activities significantly.

#### Corporate social responsibility

(cf. Section 99 a of the Danish Financial Statements Act)

The Company's policies for corporate social responsibility are disclosed in the Financial Statement of A/S United Shipping & Trading Company for 2019/20.

#### **Report on Gender Composition in Management**

(cf. Section 99 b in the Danish Financial Statements Act)

Currently the Board of Directors in A/S Dan-Bunkering Ltd. consists of three members of which zero is female. It is our ambition to have one female member among the members of the Board of Directors elected on the general assembly no later than 2020/21.

#### Policy for the underrepresented gender at other management levels

For other management levels, equal gender distribution has been obtained and therefore there is no requirement to disclose further on the gender representation at management level.

#### **Compliance**

At A/S Dan-Bunkering Ltd., we know that every lasting business relationship is based on mutual trust and respect. We also know that trust is earned and should not be taken for granted. Keeping promises and meeting expectations are keys to building a trustful relation where two parties can rely on each other.

Quality, proactivity and attention to detail must characterise everything we do. This means that we always strive to create value for our customers and suppliers in any way that we can, and that we aim to avoid unnecessary bureaucracy and obsolete routines. We set high stand-ards for our employees and expect initiative from all, while at the same time displaying a high degree of humanity and compassion.

#### **Competition & Anti-corruption**

It is a fundamental principle that A/S Dan-Bunkering Ltd. must act in full compliance with applicable competition laws and anti-corruption laws. Due to the global nature of our activities, it is imperative that A/S Dan-Bunkering Ltd. complies with all relevant rules and legislation in those countries where the Company operates.

A/S Dan-Bunkering Ltd.'s activities are subject to a number of anti-corruption laws, i.a. the Danish Criminal Code, the UK law against corruption (the UK Bribery Act) and the American anti-corruption law (the U.S. Foreign Corrupt Practices Act).

The Company has introduced a compliance program to ensure that the Company has ade-quate procedures to prevent fraudulent behavior among individuals within the Company or persons associated with the Company.

#### **Compliance Programs**

It is A/S Dan-Bunkering Ltd.'s policy that all board members, managers and employees must have a general understanding of competition and anti-corruption laws and possesses the tools and knowledge necessary to ensure that A/S Dan-Bunkering Ltd. acts in full compliance herewith. Furthermore, it is our policy that all board members, managers and employees must demonstrate proper business ethics and code of conduct.

To realise this goal, A/S Dan-Bunkering Ltd. strengthens the knowledge of competition law and anti-corruption law by having a so-called 'competition law compliance program' and an 'anti-corruption law compliance program'. The programs each consist of a compliance manual (available on the company intranet) and recurring training of relevant managers and employees in competition-law and anti-corruption law matters. Furthermore, each employee is to complete a compliance e-learning once every year.

A/S Dan-Bunkering Ltd.'s management assists in ensuring that we act in compliance with competition law and anti-corruption law. Employees must always report to management both in clear-cut cases and cases of doubt. Employees are encouraged to consult management with any questions or grey-zone matters.

#### **Expectations for the year ahead**

The Company's level of activity, revenues and earnings are affected by a number of external factors, such as the development on the global freight market, the oil price development and the general structure of the oil market.

In the financial year 2020/21, we expect a result at the same level or lower of what have been achieved this year.

This is however with some uncertainty due to COVID-19 and the impact it has on the demand for 2020/21.

# **Income Statement 1 May - 30 April**

Proposed distribution of profit

	Note	2019/20	2018/19
		USD '000	USD '000
D.	1	717 152	065 221
Revenue	1	717,153	865,231
Direct expenses		(696,958)	(846,750)
Gross profit		20,195	18,481
Other operating income		22	1,247
Other external expenses		(5,207)	(4,586)
Staff expenses	2	(6,008)	(4,433)
Profit before depreciation		9,002	10,709
Depreciation	7	(191)	(161)
Profit before financial income and expenses		8,811	10,548
Income from investments in subsidiaries		6,500	6,000
Financial income	3	859	1,540
Financial expenses	4	(933)	(1,471)
Profit before tax		15,237	16,617
Corporation tax	5	(1,890)	(2,300)
Net profit for the year		13,347	14,317

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# **Balance Sheet at 30 April**

## Assets

USD '000 US	SD '000
030 000 03	2000
T 1 11 11 11 7 7 7 7 7 7 7 7 7 7 7 7 7 7	<b>72</b> 0
Land and buildings 522	528
Other fixtures and fittings, tools and equipment  614	738
Leasehold improvements89	119
Property, plant and equipment 7 1,225	1,385
Deposit 162	161
Securities 15	15
Investments in subsidiaries 12,860	12,860
	12.026
Fixed asset investments 8 13,037	13,036
Fixed assets 14,262	14,421
Trade receivables 29,231	62,071
Receivables from group enterprises 9,294	8,859
Receivables from group enterprises, special-term deposits 11,760	3,474
Deferred tax asset 9 84	79
Other receivables 848	463
Prepayments 10 <u>209</u>	286
Receivables 51,426	75,232
	-
Cash at bank and in hand 986	448
Current assets 52,412	75,680
Total assets 66,674	90,101

# **Balance Sheet at 30 April**

# Liabilities and equity

	Note	2020	2019
		USD '000	USD '000
Share capital		3,404	3,404
Retained earnings		33,423	32,076
Equity	11	36,827	35,480
Credit institutions		0	267
Trade payables		16,307	23,355
Payables to group enterprises		8,952	27,572
Corporation tax		1,895	2,288
Other payables		2,693	1,139
Short-term debt		29,847	54,621
Total liabilities and equity		66,674	90,101
Contingent liabilities	12		
Related parties	13		
Fee to auditors appointed at the general meeting	14		
Subsequent events	15		
Accounting policies	16		

# **Statement of Changes in Equity**

2019/20:	Share capital	Retained earnings	Total
	USD '000	USD '000	USD '000
Equity at 1 May	3,404	32,076	35,480
Dividend paid	0	(12,000)	(12,000)
Net profit for the year	0	13,347	13,347
Equity at 30 April	3,404	33,423	36,827
2018/19:	Share	Retained	Total
	capital USD '000	earnings USD '000	USD '000
Equity at 1 May	3,404	32,759	36,163
Dividend paid	0	(15,000)	(15,000)
Net profit for the year	0	14,317	14,317
Equity at 30 April	3,404	32,076	35,480

# **Cash Flow Statement 1 May - 30 April**

	2019/20	2018/19
	USD '000	USD '000
	15 227	16 617
Profit for the year before tax	15,237	16,617
Depreciation and impairment	191	161
Changes in receivables	32,097	(2,252)
Changes in trade payables,		
other payables, etc	(24,113)	(4,907)
Other adjustments	(32)	(102)
Cash flows from ordinary activities	23,380	9,517
Corporation tax paid	(2,257)	(1,755)
Cash flows from operating activities	21,123	7,762
Purchase of property, plant and equipment	(31)	(312)
Fixed asset investments made	(31) $(1)$	11
Cash flows from investing activities	(32)	(301)
Changes in special-term loans	(8,286)	8,658
Dividend paid	(12,000)	(15,000)
Cash flows from financing activities	(20,286)	(6,342)
Change in cash and cash equivalents	805	1,119
Cash and cash equivalents at 1 May	181	(938)
Cash and cash equivalents at 30 April	986	181

### 1 Revenue

The Company's activities are considered one segment.

		2019/20	2018/19
2	Staff expenses	USD '000	USD '000
	Wages and salaries	5,670	4,129
	Pensions	241	234
	Other social security expenses	97	70
		6,008	4,433
			,
	With reference to section 98 B(3) of the Danish Financial Statements Act, remuneration to the Supervisory and Executive Boards has not been disclosed.		
	Average number of employees	36	33
3	Financial income		
	Hereof intercompany interest income	584	807
4	Financial expenses		
	Hereof intercompany interest expenses	266	563
5	Corporation tax		
	Current tax for the year	1,895	2,288
	Change of deferred tax	(5)	12
		1,890	2,300
	which is broken down as follows:  Tax on profit for the year	1,890	2,300
		1,890	2,300

			2019/20	2018/19
6	Proposed distribution of profit		USD '000	USD '000
	Retained earnings		1,347	(683)
	Extraordinary dividend paid		12,000	15,000
			13,347	14,317
				Other
				fixtures and
		Land and	Leasehold	fittings, tools
		buildings	improvements	and equipment
7	Property, plant and equipment	USD '000	USD '000	USD '000
	Cost at 1 May	578	199	1,236
	Additions for the year	0	0	31
	Cost at 30 April	578	199	1,267
	Depreciation at 1 May	50	80	498
	Depreciation for the year	6	30	155
	Depreciation at 30 April	56	110	653
	Carrying amount at 30 April	522	89	614

Deferred tax at 30 April

8	Fived asset	investments	Deposit USD '000	Securities USD '000	Investments in subsidiaries USD '000
O					
	Cost at 1 M	•	161	15	12,860
	Additions at	nd disposals for the year	1	0	0
	Cost at 30 A	April	162	15	12,860
	Value adjus	tments at 1 May	0	0	0
	Exchange a	djustment	0	0	0
	Value adjus	tments at 30 April	0	0	0
	Carrying amount at 30 April		<u>162</u>	15	12,860
	Place of reg. office	s in subsidiaries comprise:  Name	Ownership Share	Equity 2020	Net profit 2019/20
	reg. office	ranc	Share	USD '000	USD '000
	Monaco	Dan-Bunkering (Monaco) S.A.M.	100%	1,265	16
	Texas, USA	Dan-Bunkering (America) Inc.	100%	12,620	5,315
		Dan-Bunkering (Middle East) DMCC	100%	14,910	5,252
	Singapore	Dan-Bunkering (Singapore) Pte. Ltd.	100%	7,168	4,340
				2020	2019
9	Deferred ta	<b>NX</b>		USD '000	USD '000
	Deferred tax	•		(79)	(91)
	Change for	the year		(5)	12

Deferred tax assets relate to temporary differences on property plant and equipment, which are essentially expected to be recirculated in the tax statement.

**(79)** 

(84)

#### 10 Prepayments

Prepayments comprise prepaid expenses relating to rent, consultant assistance, fees, subscriptions, etc.

#### 11 Equity

The share capital consists of: 1,500 shares of DKK 10,000 (equivalent USD 1,781.2) at the historical exchange rate of 5.6141 to USD 2,672k and 500 shares of DKK 10,000 (equivalent USD 1,464.2) at the exchange rate of 6.8296 to USD 732k.

#### 12 Contingent liabilities

A/S Dan-Bunkering Ltd. is an obligor in respect of the bank loans of the group companies. As at 30 April 2020, these obligations were limited to USD 36,827k, which is equal to A/S Dan-Bunkering Ltd.'s equity and A/S Dan-Bunkering Ltd.'s and its subsidiary's intra-group liability to Bunker Holding A/S as at 30 April 2020.

In the event that these obligations in respect of the bank loans of the group companies materialize, Bunker Holding A/S will cancel any claim it may have against A/S Dan-Bunkering Ltd. in an amount equaling the part of the obligations which relate to A/S Dan-Bunkering Ltd. and its subsidiary's intra-group liability to Bunker Holding A/S.

The Danish group enterprises are jointly and severally liable for tax on the consolidated jointly taxed income etc. The total corporation tax payable is shown in the Annual Report of Selfinvest ApS, which is the management company of the joint taxation. The Danish group enterprises are moreover jointly and severally liable for Danish withholding taxes. Any subsequent adjustments of corporation tax and withholding taxes may imply that the Company is liable for a higher amount.

A/S Dan-Bunkering Ltd. is involved in a legal dispute where the State Prosecutor for Serious Economic and International Crime in Denmark (SØIK) has filed preliminary charges of a potential sanction breach. A/S Dan-Bunkering Ltd. considers the preliminary charges as unsubstantiated.

12	Contingent liabilities (continued)	2020 USD '000	2019 USD '000
	Operating lease commitments:		
	Within one year	329	181
	Between one and five years	91	338
	After five years	0	0
	Total lease	420	519
	Hereof group enterprises	14	4
	Guarantees:		
	Payment guarantee, through bank	7	8

#### 13 Related parties

Related parties comprise the Supervisory Board, the Executive Board and senior executives in the group enterprises as well as companies in which these persons have significant interests.

With reference to section 98 C(7) of the Danish Financial Statements Act, related party transactions details are not disclosed.

The Company is included in the Consolidated Financial Statements of the immediate Parent Company, Bunker Holding A/S. The Company's ultimate Parent Company which prepares Consolidated Financial Statements is Selfinvest ApS, in which Torben Østergaard-Nielsen, CEO, exercises control.

Controlling interest is exercised through the Company's immediate Parent Company, Bunker Holding A/S. The Company's ultimate Parent Company which prepares Consolidated Financial Statements is Selfinvest ApS, in which Torben Østergaard-Nielsen, Gl. Strandvej 171, 5500 Middelfart, CEO, exercises control.

## 14 Fee to auditors appointed at the general meeting

Fee to auditors appointed at the general meeting is stated in the Annual Report of Bunker Holding A/S.

### 15 Subsequent events

No significant events effecting the assessment of the Annual Report have accurered after the balance sheet date.

#### **16 Accounting Policies**

#### **Basis of Preparation**

The Annual Report of A/S Dan-Bunkering Ltd. for 2019/20 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

The Annual Report for 2019/20 is presented in USD 1,000.

The accounting policies applied remain unchanged from previous year.

#### **Consolidated financial statements**

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Bunker Holding A/S, the Company has not prepared consolidated financial statements.

#### Recognition and measurement

The Financial Statements have been prepared based on the historic cost principle.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost is recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, 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 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.

#### **16 Accounting Policies** (continued)

#### **Recognition and measurement** (continued)

Recognition and measurement take into account profits, losses and risks occurring before the presentation of the Annual Report which relate to affairs and conditions existing at the balance sheet date.

US dollar is used as the measurement currency. All other currencies are regarded as foreign currencies.

#### **Presentation currency**

The Financial Statements for 2019/20 have been presented in USD. At 30 April 2020 the year-end exchange rate for USD/DKK was 6.86. The comparative figures are translated at the historical year-end exchange rate which as of 30 April 2019 was USD/DKK 6.65.

#### **Translation policies**

Transactions in foreign currencies are translated during the year at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement; however, see the paragraph on hedge accounting.

Income statements of foreign subsidiaries that are separate legal entities are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the exchange rates at the balance sheet date. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

#### **Derivative financial instruments**

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are recognised in "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

#### **16 Accounting Policies** (continued)

#### **Hedge accounting**

Changes in the fair values of derivative financial instruments that are designated and qualify as fair value hedges of a recognised asset or a recognised liability are recognised in the income statement as are any changes in the fair value of the hedged asset or the hedged liability related to the hedged risk.

Changes in the fair values of financial instruments that are designated and qualify as hedges of expected future transactions are recognised in retained earnings under equity as regards the effective portion of the hedge. The ineffective portion is recognised in the income statement. If the hedged transaction results in an asset or a liability, the amount deferred in equity is transferred from equity and recognised in the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount deferred in equity is transferred from equity to the income statement in the period in which the hedged transaction is recognised. The amount is recognised in the same item as the hedged transaction.

#### **Segment information**

Segment information on activities is presented.

#### **Income Statement**

#### Revenue

Revenue comprises the sale of goods and services and is recognised 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 recognised exclusive of VAT and net of discounts relating to sales.

Revenue also includes income from the sale of financial derivatives in respect of crude oil and oil-related products at the time when the contract is concluded.

#### **Direct expenses**

Direct expenses include expenses for the purchase of goods for resale.

#### Other external expenses

Other external expenses include expenses for sales, administration as well as the running of office facilities, etc.

#### **16 Accounting Policies** (continued)

#### **Staff expenses**

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

#### **Income from investments in subsidiaries**

Dividends from subsidiaries are recognised as income in the income statement when adopted at the General Meeting of the subsidiary. However, dividends relating to earnings in the subsidiary before it was acquired by the Parent Company are set off against the cost of the subsidiary.

#### Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on-account taxation scheme.

#### Tax on profit/loss for the year

Tax for the year consists of current tax for the year and adjustment of deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with Danish group enterprises. The tax effect of the joint taxation is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses). The jointly taxed enterprises have adopted the on-account taxation scheme.

#### **Balance Sheet**

#### Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Land is measured at cost. No depreciation is made on land.

Interest paid on loans raised for indirect or direct financing or production of property, plant and equipment is recognised in the income statement.

Freehold flat is measured at market value if this value is assessed to be of a durable nature, less accumulated depreciation.

#### **16 Accounting Policies** (continued)

#### **Property, plant and equipment** (continued)

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets:

Buildings 20-50 years
Other fixtures and fittings, tools and equipment 3-6 years
Leasehold improvements 5 years

Gains and losses on sale of property, plant and equipment are recognised in the income statement under Other operating income and Other external expenses, respectively.

#### Impairment of fixed assets

The carrying amounts of property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by depreciation. If so, an impairment test is carried out to determine whether the recoverable amount is lower than the carrying amount and the asset is written down to its lower recoverable amount.

The recoverable amount of the asset is calculated as the higher of net selling price and value in use. Where a recoverable amount cannot be determined for the individual asset, the assets are assessed in the smallest group of assets for which a reliable recoverable amount can be determined based on a total assessment.

#### **Investments in subsidiaries**

Investments in subsidiaries are recognised and measured to the lower of historical cost and net realisable value.

#### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

#### **Prepayments**

Prepayments under assets comprise prepaid expenses.

#### **Securities**

Securities recognised in current assets are measured at the fair value at the balance sheet date. Fair value is determined on the basis of the latest quoted market price.

#### Dividend

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

#### **16 Accounting Policies** (continued)

#### **Provisions**

Provisions are recognised when – in consequence of an event occurred before or on the balance sheet date – the Company has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

#### Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax assets and liabilities are offset within the same legal tax entity.

#### **Current tax receivables and liabilities**

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year and adjusted for tax on taxable incomes for prior years. Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

#### Financial debts

Fixed-interest loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

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

#### **16 Accounting Policies** (continued)

#### **Cash Flow Statement**

The cash flow statement shows the Company's cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Company's cash and cash equivalents at the beginning and end of the year.

#### Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

#### Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

#### Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of short- and long-term debt as well as payments to and from shareholders.

#### Cash and cash equivalents

Cash and cash equivalents comprise the items "Cash at bank and in hand" and "Securities" under current assets as well as "Credit institutions" under short-term debt.

The cash flow statement cannot be immediately derived from the published financial records.

### 16 Accounting Policies (continued)

#### **Definition of financial ratios**

Gross margin =  $\frac{\text{Gross profit x } 100}{\text{Gross profit x } 100}$ 

Revenue

Profit margin =  $\frac{\text{Profit before financials x } 100}{\text{Profit before financials x } 100}$ 

Revenue

Return on equity =  $\frac{\text{Net profit for the year x } 100}{\text{Net profit for the year x } 100}$ 

Average equity

Liquidity ratio = <u>Current assets</u>

Short-term debt

Solvency ratio =  $\frac{\text{Equity at year end x } 100}{\text{Equity at year end x } 100}$ 

Total assets

Average number of Employees are converted to annual

employees = full time employees