

TITAN CONTAINERS INTERNATIONAL A/S
Litauen Alle 9
2630 Høje Taastrup

Annual report for 2019
(43th Financial year)

Adopted at the annual general meeting on
2 April 2020

chairman

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STATEMENT BY MANAGEMENT ON THE ANNUAL REPORT

The supervisory and executive boards have today discussed and approved the annual report of TITAN Containers International A/S for the financial year 1 January - 31 December 2019.

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 company's financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January - 31 December 2019.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Høje Taastrup, 2 April 2020

Executive board

John Layland Barker

Supervisory board

John Layland Barker

Nete Lind Barker

Mette Louisa Barker

INDEPENDENT AUDITOR'S REPORT

To the shareholder of TITAN Containers International A/S

Opinion

We have audited the financial statements of TITAN Containers International A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity, notes and summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

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.

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 the 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:

INDEPENDENT AUDITOR'S REPORT

- 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.

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.

INDEPENDENT AUDITOR'S REPORT

Based on the work we have performed, we conclude that 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 of management's review.

Copenhagen, 2 April 2020

MAZARS

Statsautoriseret Revisionspartnerselskab
CVR no. 31 06 17 41

Pia Lillebæk
State-authorized public accountant
MNE no. mne30257

COMPANY DETAILS

The company	TITAN Containers International A/S Litauen Alle 9 2630 Høje Taastrup
	Telephone: 70 23 17 18
	Website: www.titancontainers.com
	CVR no.: 81 72 54 11
	Reporting period: 1 January - 31 December 2019
	Incorporated: 17. May 1976
	Domicile: Høje Taastrup
Supervisory board	John Layland Barker Nete Lind Barker Mette Louisa Barker
Executive board	John Layland Barker
Auditors	Mazars Statsautoriseret Revisionspartnerselskab Midtermolen 1, 2.tv. 2100 København Ø

MANAGEMENT'S REVIEW

Business review

The Company's aim is to drive trade and management of containers and related activity following the board of directors. The company's activity is holding of the container fleet for administration purpose.

Financial review

The company's income statement for the year ended 31 December 2019 shows a profit of USD 16,781, and the balance sheet at 31 December 2019 shows negative equity of USD 136,056.

The result of the Company is as forecasted.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

ACCOUNTING POLICIES

The annual report of TITAN Containers International A/S for 2018 has been prepared in accordance with the provisions of the Danish Financial Statements Act concerning reporting class B entities as well as selected provisions as regards larger entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2019 is presented in USD

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Revenue derived in lease and from the sale of goods and services is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. Revenue is net of all types of discounts granted.

ACCOUNTING POLICIES

Other external expenses

Other external expenses include expenses related to administration etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

Balance sheet

Tangible assets

Items of tangible assets are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Where individual parts of an item of equipment have different useful lives, the cost is divided into separate parts, which are depreciated separately.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Operating equipment	28 years	30 %

Gains and losses are stated as the difference between the selling prices less than selling costs and the carrying amount at the date of sale.

Gains or losses from the disposal of equipment are recognised in the income statement as other operating income or other operating expenses.

Leases

Leases for items of property, plant and equipment that transfer substantially all the risks and rewards incident to ownership to the company (finance leases) are recognised in the balance sheet as assets. On initial recognition, assets are measured at estimated cost, corresponding to the lower of fair value of the leased asset and the present value of the future lease payments. In calculating the net present value of the future lease payments, the interest rate implicit in the lease or the incremental borrowing rate is used as the discount factor. Assets held under finance leases are subsequently depreciated as the company's other non-current assets, excl. residual value.

ACCOUNTING POLICIES

The capitalised residual lease commitment is recognised in the balance sheet as a liability, and the interest element of the lease payment is recognised in the income statement over the term of the lease.

All other leases are operating leases. Payments relating to operating leases and any other leases are recognised in the income statement over the term of the lease. The company's total liabilities relating to operating leases and other rent agreements are disclosed under 'Contingencies, etc.'.

Receivables

Receivables are measured at amortised cost, which usually corresponds, to nominal value. Bad debts are written down to net realisable value.

Equity

Dividends

Dividend proposed by management to be distributed for the year is recognised under liabilities.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Total payables company tax for the Group is showed in the ultimate parent company.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Financial liabilities also include the capitalised residual finance lease commitment.

Other liabilities are measured at net realisable value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

ACCOUNTING POLICIES

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are measured at the exchange rate at the transaction date.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2019 USD	2018 USD'000
Gross profit		3,741,975	3,853
Depreciation, amortisation and impairment of operating equipment		-1,347,379	-1,362
Profit/loss before net financials		2,394,596	2,491
Financial income	1	346,449	1
Financial costs	2	-2,558,173	-2,749
Profit/loss before tax		182,872	-257
Tax on profit/loss for the year	3	-166,091	-227
Profit/loss for the year		16,781	-484
Retained earnings		16,781	-484
		16,781	-484

BALANCE SHEET 31 DECEMBER

	Note	2019 USD	2018 USD'000
ASSETS			
Operating equipment		28,642,091	29,772
Leased operating equipment		20,930,113	21,518
Tangible assets	4	49,572,204	51,290
Total non-current assets		49,572,204	51,290
Deferred tax asset		232,330	54
Prepayments		255,793	378
Receivables		488,123	432
Cash at bank and in hand		2,895	1
Total current assets		491,018	433
Total assets		50,063,222	51,723

BALANCE SHEET 31 DECEMBER

	Note	2019 USD	2018 USD'000
EQUITY AND LIABILITIES			
Share capital		81,681	82
Retained earnings		-217,737	-235
Equity	5	-136,056	-153
Banks		21,051,121	0
Lease obligations		8,800,112	12,414
Total non-current liabilities	6	29,851,233	12,414
Short-term part of long-term debt	6	10,622,215	32,178
Trade payables		680,206	2,337
Payables to subsidiaries		9,045,624	4,947
Total current liabilities		20,348,045	39,462
Total liabilities		50,199,278	51,876
Total equity and liabilities		50,063,222	51,723
Uncertainty about the continued operation (going concern)	7		
Contingent liabilities	8		
Mortgages and collateral	9		

STATEMENT OF CHANGES IN EQUITY

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2019	81,681	-234,518	-152,837
Net profit/loss for the year	<u>0</u>	<u>16,781</u>	<u>16,781</u>
Equity at 31 December 2019	<u><u>81,681</u></u>	<u><u>-217,737</u></u>	<u><u>-136,056</u></u>

NOTES

	2019 USD	2018 USD'000
1 FINANCIAL INCOME		
Exchange adjustments	344,724	0
Exchange gains	1,725	1
	346,449	1
 2 FINANCIAL COSTS		
Financial expenses, group entities	340,894	212
Other financial costs	2,217,279	2,308
Exchange adjustments costs	0	229
	2,558,173	2,749
 3 TAX ON PROFIT/LOSS FOR THE YEAR		
Deferred tax for the year	166,091	227
	166,091	227
 4 TANGIBLE ASSETS		
	Operating equipment	Leased operating equipment
Cost at 1 January 2019	31,937,800	23,532,557
Disposals for the year	-370,300	0
Cost at 31 December 2019	31,567,500	23,532,557
 Impairment losses and depreciation at 1 January 2019	2,166,346	2,014,128
Depreciation for the year	789,188	588,316
Reversal of impairment and depreciation of sold assets	-30,125	0
Impairment losses and depreciation at 31 December 2019	2,925,409	2,602,444
 Carrying amount at 31 December 2019	28,642,091	20,930,113

NOTES

5 EQUITY

The share capital consists of:

	Nominal value
20 A shares of USD 163.362	3,267
480 B shares of USD 163.362	<u>78,414</u>
	<u><u>81,681</u></u>

There have been no changes in the share capital during the last 5 years.

6 LONG TERM DEBT

	Debt at 1 January 2019	Debt at 31 December 2019	Instalment next year	Debt outstanding after 5 years
Banks	<u>28,589</u>	<u>28,101,801</u>	<u>7,050,680</u>	<u>0</u>
Lease obligations	<u>16,003</u>	<u>12,371,647</u>	<u>3,571,535</u>	<u>118,550</u>
	<u><u>44,592</u></u>	<u><u>40,473,448</u></u>	<u><u>10,622,215</u></u>	<u><u>118,550</u></u>

7 UNCERTAINTY ABOUT THE CONTINUED OPERATION (GOING CONCERN)

The financial statement have been prepared on a going concern basis. The company is a holding company of a container fleet for administration purpose and is supported by the parent company.

8 CONTINGENT LIABILITIES

The company is jointly taxed with the other Danish companies in the TITAN Group. The Danish companies of the Group are jointly and severally liable to tax of the Group's jointly taxed income etc. The total payable corporate tax is shown in Barker Holding ApS' annual report, registration no. 41 01 00 37, who is managing company in relation to the joint taxation. Furthermore, the Danish companies of the Group are jointly and severally liable to the Danish withholding taxes in form of dividend tax, royalty tax and interest tax. Any future corrections to corporate taxes and withholding taxes can result in a larger amount of company's liability.

NOTES

9 MORTGAGES AND COLLATERAL

As security for bank debts, the Company has granted charges on existing and future acquisitions of operating equipment and claims arising from sales, under the rules on company charges (floating charge). The carrying amount of assets comprised by the company charge is USD'000 28,642 at 31 December 2019.

The company is surely debtor for the group enterprise bank engagements.

Dette dokument er underskrevet af nedenstående parter, der med deres underskrift har bekræftet dokumentets indhold samt alle datoer i dokumentet.

This document is signed by the following parties with their signatures confirming the documents content and all dates in the document.

John Layland Barker

Som Direktør NEM ID
PID: 9208-2002-2-373063829244
Tidspunkt for underskrift: 02-04-2020 kl.: 13:54:17
Underskrevet med NemID

John Layland Barker

Som Bestyrelsesmedlem NEM ID
PID: 9208-2002-2-373063829244
Tidspunkt for underskrift: 02-04-2020 kl.: 14:45:52
Underskrevet med NemID

Nete Lind Barker

Som Bestyrelsesmedlem NEM ID
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Tidspunkt for underskrift: 02-04-2020 kl.: 14:01:23
Underskrevet med NemID

Mette Louisa Barker

Som Bestyrelsesmedlem NEM ID
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Tidspunkt for underskrift: 02-04-2020 kl.: 19:30:04
Underskrevet med NemID

Pia Lund Lillebæk

Som Revisor NEM ID
PID: 9208-2002-2-083768324670
Tidspunkt for underskrift: 03-04-2020 kl.: 10:18:21
Underskrevet med NemID

Nete Lind Barker

Som Dirigent NEM ID
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