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# **OOCL (DENMARK) A/S**

**CVR-no.: 19020703**

Store Torv 3  
8000 Aarhus C

Annual report  
1 January 2022 - 31 December 2022

**The annual report has been presented and  
approved on the company's general meeting  
the**

**26/06/2023**

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**Jan Schmahl**  
**Chairman of general meeting**

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## Company information

**Reporting company**

OOCL (DENMARK) A/S

Store Torv 3  
8000 Aarhus C

CVR-no.: 19020703

Reporting period: 01/01/2022 - 31/12/2022

**Auditor**Deloitte Statsautoriseret Revisionspartnerselskab  
Værkmestergade 2, 18  
8000 Aarhus C  
DK Denmark

CVR-no.: 33963556

P-number: 1017194999

## Statement by Management

The Board of Directors and Management have today considered and approved the annual report for the financial year 01. January 2022 - 31. December 2022 for OOCL (DENMARK) A/S.

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

Management believes that the financial statements give a true and fair view of the company's assets, liabilities and financial position and of the result of its operations.

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

The annual report is submitted for approval by the General Assembly.

Aarhus, the 19/06/2023

### Management

Finn Nielsen  
Managing Director

### Board of directors

Jan Christof Schmahl  
Chairman

Finn Nielsen

Cheung Kwong Emil Lai

Jianping Ye

# Independent auditor's report

## Opinion

We have performed an extended review of the financial statements of OOCL (Denmark) A/S for the financial year 01.01.2022 - 31.12.2022, 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.

Based on our extended review, 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 extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors.

Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

## 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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of Management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

### **Statement on management's review**

Management is responsible for the management commentary.

Our conclusion 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 extended review 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 extended review 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 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.

, the 19/06/2023

Deloitte Statsautoriseret Revisionspartnerselskab  
CVR-no.: 33963556  
Michael Bach, mne19691  
State Authorized Public Accountant

## Management's Review

### **Main activity**

The purpose of the Company is to conduct business in Denmark as Liner Shipping Agent and Freight forwarder as well as activities related hereto.

The Company manages the Danish shipping agency for Orient Overseas Container Line Limited and OOCL (Europe) Limited.

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

The profit for the year of DKK 2,307,450 is considered satisfactory by Management.

The Company has lost more than half its share capital. The Company expects to restore the capital through capital contribution or restructuring of the Company. To ensure sufficient liquid resources for the next 12 months the Company has received a Letter of Support from its indirect Parent Company, Orient Overseas (International) Limited with the following wording: *"This is to confirm that it is our intention to provide financial support for the continuing operations of your company so as to enable it to meet its liabilities as they fall due and carry on its business without a significant curtailment of operations in the twelve months from the date of signing each company's 2022 financial statements."*

### **Subsequent events**

No known subsequent events is impacting the company's business

## Accounting Policies

The annual report has been prepared in accordance with the regulation applying to Reporting class B. There have been options of certain rules in reporting class C. The accounting policies applied to these financial statements are consistent with those applied last year.

### 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 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 the company has a legal or constructive obligation as a result of a prior event that future economic benefits will flow out of the Company, 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.

Danish kroner is used as the measurement currency. All other currencies are regarded as foreign currencies.

### Leases

Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

### Translation policies

Transactions in foreign currencies are translated 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 that have not been settled at the balance sheet date 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.

### Income Statement

#### *Gross profit/Loss*

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

#### *Revenue*

Revenue is recognised in the income statement provided that delivery and transfer of risk have been made to the purchaser by year end. Revenue is recognised exclusive of VAT and net of discounts relating to sales.

#### *Distribution costs*

Distribution cost comprise cost incurred for the sale of the Company's services.

*Administrative expenses*

Administrative expenses comprise cost incurred for the Company's administrative function including remuneration of Management, administrative staff, office expenses, advertising and marketing expenses, operation of motor vehicles, depreciation, etc.

*Financial income and expenses*

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

*Tax on profit/loss for the year*

Tax for the year consists of current tax for the year and 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. The tax recognised in the income statement is classified as tax on ordinary activities and tax on extraordinary items, respectively. Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The company is in a joint taxation unit with sister units in Denmark. Current Danish company tax is distributed between the Danish units pro rata to the taxable income (full distribution with reimbursement from tax loss)

**Balance Sheet***Property, plant and equipment*

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated 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.

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

Other fixtures and fittings, tools and equipment 3-10 years

*Impairment of fixed assets*

The carrying amounts of property, plant and equipment and financial fixed assets are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and 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.

*Receivables*

Receivables are measured at amortised cost usually equalling nominal value less write down for bad and doubtful debts.

*Prepayments*

Prepayments comprise incurred cost relating to subsequent financial years. Prepayments are measured at cost.

*Deferred tax assets and liabilities*

In capacity of an administrative Company in a joint taxation unit OOCL (Denmark) A/S is liable for the corporate income tax of the sister units.

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 and other items - apart from business acquisitions - where

temporary differences have arisen at the time of acquisition without affecting the profit for the year or the taxable income.

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 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.

#### *Debts*

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

## Income statement 1 Jan 2022 - 31 Dec 2022

	Disclosure	2022 DKK	2021 DKK
<b>Gross profit (loss)</b>		<b>23,437,097</b>	<b>22,658,023</b>
Distribution costs		-247,289	-187,240
Administrative expenses		-20,862,839	-21,896,031
<b>Profit (loss) from ordinary operating activities</b>		<b>2,326,969</b>	<b>574,752</b>
Other finance income		601	489
Other finance expenses		-20,120	-19,061
<b>Profit (loss) from ordinary activities before tax</b>		<b>2,307,450</b>	<b>556,180</b>
Tax expense		0	0
<b>Profit (loss)</b>		<b>2,307,450</b>	<b>556,180</b>
<b>Proposed distribution of results</b>			
Retained earnings		2,307,450	556,180
<b>Gross</b>		<b>2,307,450</b>	<b>556,180</b>

## Balance sheet 31 December 2022

### Assets

	Disclosure	2022 DKK	2021 DKK
Fixtures, fittings, tools and equipment		65,922	140,711
<b>Property, plant and equipment</b>	<b>1</b>	<b>65,922</b>	<b>140,711</b>
<b>Non-current assets</b>		<b>65,922</b>	<b>140,711</b>
Receivables from group enterprises		7,034,027	5,511,056
Other receivables		259,261	264,478
Deferred income assets		225,976	168,821
<b>Receivables</b>		<b>7,519,264</b>	<b>5,944,355</b>
Cash and cash equivalents		591,769	293,810
<b>Current assets</b>		<b>8,111,033</b>	<b>6,238,165</b>
<b>TOTAL ASSETS</b>		<b>8,176,955</b>	<b>6,378,876</b>

## Balance sheet 31 December 2022

### Liabilities and equity

	Disclosure	2022	2021
		DKK	DKK
Contributed capital		500,000	500,000
Retained earnings		-6,237,076	-8,544,526
<b>Total equity</b>		<b>-5,737,076</b>	<b>-8,044,526</b>
Trade payables		345,297	89,037
Other payables		13,568,734	14,334,365
<b>Short-term liabilities</b>		<b>13,914,031</b>	<b>14,423,402</b>
<b>Liabilities</b>		<b>13,914,031</b>	<b>14,423,402</b>
<b>LIABILITIES AND EQUITY, GROSS</b>		<b>8,176,955</b>	<b>6,378,876</b>

## Statement of changes in equity 1 Jan 2022 - 31 Dec 2022

	<b>Contributed capital</b>	<b>Retained earnings</b>	<b>Total</b>
	DKK	DKK	DKK
Equity, beginning balance	500,000	-8,544,526	-8,044,526
Profit (Loss)	0	2,307,450	2,307,450
Equity, ending balance	500,000	-6,237,076	-5,737,076

The Company has lost more than half its share capital and is subject to the regulations in §119 of the Companies Act. The company expects to restore the capital through capital contribution or restructuring of the company.

# Disclosures

## 1. Property, plant and equipment

	<b>Fixtures, fittings, tools and equipment DKK</b>
Cost, beginning of year	973,973
Increase	8,815
Decrease	-63,550
<b>Cost, end of year</b>	<b>919,238</b>
Depreciation and amortisation, beginning of year	-833,262
Depreciation, this year	-83,604
Reversal on disposal	63,550
<b>Depreciation and amortisation, end of year</b>	<b>-853,316</b>
<b>Carrying value, end of year</b>	<b>65,922</b>

## 2. Additional information about activities

The Company and OOCL Logistics, filial af OOCL Logistics (Europe) Limited, England is jointly liable for the taxable income of the unit.

The Company is liable for settlement of A-tax and social security of OOCL Logistics, filial af OOCL Logistics (Europe) Limited, England.

## 3. Disclosure of contingent liabilities

	<b>2022 DKK</b>	<b>2021 DKK</b>
Rental and lease within 1 year	330,605	367,846
Rental and lease between 1 and 5 years	6,688	114,170
	<b>337,293</b>	<b>482,016</b>

#### **4. Disclosure of ownership**

##### **Ownership**

Group relations

Included in the consolidated financial statements of:  
Orient Overseas (International) Limited, Incorporated in Bermuda and listed on the Stock Exchange of Hong Kong (Stock code 316)

#### **5. Information on average number of employees**

	<b>2022</b>
Average number of employees	16