Tel.: +45 39 15 52 00
koebenhavn@bdo.dk
www.bdo.dk

BDO Statsautoriseret revisionsaktieselskab
Havneholmen 29
DK-1561 København V
CVR no. 20 22 26 70

SUNSTONE MARITIME GROUP A/S

C/O LUND, BOLTONVEJ 7, 2300 KØBENHAVN S

ANNUAL REPORT

1 JANUARY - 31 DECEMBER 2021

The Annual Report has been presented and adopted at the Company's Annual General Meeting on 15 July 2022

Niels-Erik Thamdrup Lund

CVR NO. 14 38 28 44

CONTENTS

COMPANY DETAILS

Company	SunStone Maritime Group A/S c/o Lund, Boltonvej 7 2300 Copenhagen S
	CVR No.: 14 38 28 44 Established: 1 April 1990 Municipality: Copenhagen Financial Year: 1 January - 31 December
Board of Directors	Steen Raagaard Andersen, Chairman Carsten Thamdrup Lund Christian Thamdrup Lund Niels-Erik Thamdrup Lund
Executive Board	Niels-Erik Thamdrup Lund
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V

MANAGEMENT'S STATEMENT

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of SunStone Maritime Group A/S for the financial year 1 January - 31 December 2021.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In our opinion the Consolidated Financial Statements and the Annual Financial Statements of the Company give a true and fair view of Group's and the Company's assets, liabilities and financial position at 31 December 2021 and of the results of Group's and the Company's operations for the financial year 1 January - 31 December 2021.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Copenhagen, 15 July 2022

Executive Board

Niels-Erik Thamdrup Lund

Board of Directors

Steen Raagaard Andersen Chairman	Carsten Thamdrup Lund	Christian Thamdrup Lund

Niels-Erik Thamdrup Lund

INDEPENDENT AUDITOR'S REPORT

To the Shareholder of SunStone Maritime Group A/S

Opinion

We have audited the Consolidated Financial Statements and the Annual Financial Statements of the Company of SunStone Maritime Group A/S for the financial year 1 January - 31 December 2021, which comprise income statement, Balance Sheet, statement of changes in equity, notes and a summary of significant accounting policies. The Consolidated Financial Statements and the Annual Financial Statements of the Company are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Consolidated Financial Statements and the Annual Financial Statements of the Company give a true and fair view of the assets, liabilities and financial position of the Group or the Company at 31 December 2021 and of the results of the Group and the Parent Company's operations for the financial year 1 January - 31 December 2021 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 Consolidated Financial Statements and the Annual Financial Statements of the Company" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements 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 Consolidated Financial Statements and the Annual Financial Statements of the Company

Management is responsible for the preparation of Consolidated Financial Statements and the Annual Financial Statements of the Company 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 Consolidated Financial Statements and the Annual Financial Statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements and the Annual Financial Statements of the Company, Management is responsible for assessing the Group's and the Parent 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 Consolidated Financial Statements and the Annual Financial Statements of the Company unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements and the Annual Financial Statements of the Company 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 Consolidated Financial Statements and the Annual Financial Statements of the Company.

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 Consolidated Financial Statements and the Annual Financial Statements of the Company, 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 Group's and the Parent 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 Consolidated Financial Statements and the Annual Financial Statements of the Company and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Parent 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 Consolidated Financial Statements and the Annual Financial Statements of the Company 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 Group and the Parent Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Consolidated Financial Statements and the Annual Financial Statements of the Company, including the disclosures, and whether the Consolidated Financial Statements and the Annual Financial Statements of the Company represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

INDEPENDENT AUDITOR'S REPORT

Statement on Management Commentary
Management is responsible for Management Commentary.

Our opinion on the Consolidated Financial Statements and the Annual Financial Statements of the Company does not cover Management Commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements and the Annual Financial Statements of the Company, our responsibility is to read Management Commentary and, in doing so, consider whether Management Commentary is materially inconsistent with the Consolidated Financial Statements and the Annual Financial Statements of the Company or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

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

Based on the work we have performed, we conclude that Management Commentary is in accordance with the Consolidated Financial Statements and the Annual Financial Statements of the Company and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management Commentary.

Copenhagen, 15 July 2022

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Morten Christensen
State Authorised Public Accountant
MNE no. mne35626

Søren Søndergaard Jensen
State Authorised Public Accountant
MNE no. mne32069

MANAGEMENT COMMENTARY

Principal activities
The Group’s primary activity is to be owner and part owner in expedition cruise vessels. Further, the Group’s activities consist of consulting in connection with buying, selling and chartering of oceangoing passenger ships and investing in securities and other financial instruments.

Description of material changes in the entity's activities
During the financial year SunStone Maritime Group A/S have entered into several agreements, which have streamlined its organizational setup. This includes:

Incorporation of S.Cruise Holdings, Unipessoal Lda.
With effect from 30 December 2020 S.Cruise Holdings, Unipessoal Lda was incorporated in Madeira with the purpose to ultimately own SunStone Maritime Group A/S’ shares in shipping related activities. In March 2021, the company was converted from a private limited company to a public limited company. At the same time the company changed its name from S.Cruise Holdings, Unipessoal Lda to Achieva Cruise Holdings S.A.

Sale of Ocean Nova and shares in Nova Cruising Ltd.
With effect from 3 June 2021 the vessel Ocean Nova and related Net Assets were sold from Nova Cruising Ltd. to O. Nova Owner Lda, a newly incorporated company in Madeira. At the same time SunStone Maritime Group A/S’ 50% ownership was sold to Achieva Cruise Holdings S.A.

Sale of Sea Spirit and related Net Assets
With effect from 6 August 2021 the vessel Sea Spirit and related Net Assets were sold from TN Cruise K/S to Sea.S Owner, Unipessoal Lda, a newly incorporated company in Madeira. At the same time SunStone Maritime Group A/S’ ownership was sold to Achieva Cruise Holdings S.A.

Sale of Net Assets and shares in SunStone Marine Advisors Ltd.
With effect from 1 September 2021 the Net Assets were sold from SunStone Marine Advisors Ltd. to SMA Madeira, Lda, a newly incorporated company in Madeira. At the same time SunStone Maritime Group A/S’ 51% ownership was sold to Achieva Cruise Holdings S.A.

Sale of IOT Denmark A/S shares and loan receivable
With effect from 15 September 2021 SunStone Maritime Group A/S’ ownership of 34.18% and loan receivable were sold to the Owner.

Sale of SunStone Ships, Inc. shares
With effect from 21 October 2021 SunStone Maritime Group A/S’ ownership was sold to Achieva Cruise Holdings S.A.

Unusual matters

Group
An error has been identified in regards to the Group's recognition of revenue allocated from contracts, in previous year. The value amounts to USD 2,215,824 which is adjusted directly on equity, beginning of year. As a result the comparison numbers in the Consolidated Annual Report for 2020 has also been corrected with an increase on revenue in the income statement of USD 2,215,824 and an increase of prepayments in the balance sheet of USD 2,215,824. As a result of the correction, prepayments under liablities and trade receiveables have been presented accordingly together with the correction with prepayment under assets.

The above error on recognition of revenue allocated from contracts was the same for the Group's associated company Danish Cruise Holdings ApS, which the Group owns 33.3%. As a result there was an adjustment of USD 7,798,869 directly on equity, beginning of year. Therefore 33.3% of this adjustment totaling USD 2,599,622 has been included direcly on equity, beginning of year as well as an increase of income from investments in associates in the income statement of USD 2,599,622 and an increase of investments in associates in the balance sheet of USD 2,599,622. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,599,622.

Unusual matters (continued)

Parent Company
As a result of the above correction for the Group in regards to recognition of revenue, the numbers for the Parent Company have been adjusted as well. The value amounts to USD 2,215,824 which is adjusted directly on equity, beginning of year. As a result the comparison numbers in the Annual Report for 2020 has also been corrected with an increase of income from investments in subsidiaries in the income statement of USD 2,215,824 and an increase of investments in subsidiaries in the balance sheet of USD 2,215,824. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,215,824.

The above error on recognition of revenue allocated from contracts was the same for the Group's associated company Danish Cruise Holdings ApS, which the Parent owns 33.3%. As a result there was an adjustment of USD 7,798,869 directly on equity, beginning of year. Therefore 33.3% of this adjustment totaling USD 2,599,622 has been included direcly on equity, beginning of year for the Parent Company as well as an increase of income from investments in associates in the income statement of USD 2,599,622 and an increase of investments in associates in the balance sheet of USD 2,599,622. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,599,622.

Development in activities and financial and economic position
As a cash flow precaution, several of the Group's Associates have agreed with their Banks that only interest will have to be paid on vessel bank loans from March 2020 until January 2022. Interest for the period from September 2020 until January 2022 was prepaid. Further, one of the Group's Associates have in February 2022 refinanced its loan portfolio in order to strengthen its financial position.

The Group has participated in the US COVID-19 government relief package aimed at the hard-hit transportation industry. The loans obtained in this respect have been forgiven.

There have been no other major changes to the Balance Sheet composition during the year except for normal operational changes.

Profit/loss for the year compared to the expected development
As a result of the spread of the COVID-19 virus, economic uncertainties arose during 2020. Management is closely monitoring the COVID-19 situation and the impact this may have on the operation and financial situation of the company.

The Group's result for the year amounted to USD ('000) 5,215, which is considered satisfactory.

The Group's result for 2021 is positively impacted by investments in associates.

Significant events after the end of the financial year
With effect from 25 January 2022 the company changed its name from Achieva Holding A/S to SunStone Maritime Group A/S.

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

Future expectations
During and shortly after the end of 2020, several vaccine candidates for COVID-19 were approved around the world and vaccinations started to take place. This brought some optimism that the world would revert to a more normalized situation during the 2021 summer season. This did in fact happen, but the market recovery was slow still causing a major challenge for the Expedition Cruise niche market.

The Company has a positive outlook from the 2022 summer season where all its vessels will be back in service. The Company continues to focus on obtaining long term contracts for its vessels and on its unique competence within its niche market. Management expects a positive result for 2022.

BDO

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	Group 2021 USD	Group 2020 USD	Parent Company 2021 USD	Parent Company 2020 USD
NET REVENUE		**13,947,260**	**15,971,064**	**155,762**	**349,710**
Cost of sales		-126,401	-653,489	0	0
Other operating income		4,613,668	1,043,441	0	1,043,441
Other external expenses		-3,761,622	-4,108,675	-299,086	-348,222
GROSS PROFIT/LOSS		**14,672,905**	**12,252,341**	**-143,324**	**1,044,929**
Staff costs	1	-2,794,830	-2,803,449	0	0
Depreciation, amortisation and impairment losses		-4,584,104	-4,047,477	0	-611
OPERATING PROFIT		**7,293,971**	**5,401,415**	**-143,324**	**1,044,318**
Income from investments in subsidiaries and associates		-829,928	-3,652,651	3,556,155	-2,296,468
Other financial income		3,632,022	861,806	2,301,652	1,304,344
Other financial expenses		-4,906,594	-4,141,076	-829,762	-1,625,074
PROFIT BEFORE TAX		**5,189,471**	**-1,530,506**	**4,884,721**	**-1,572,880**
Tax on profit/loss for the year	2	25,139	-180,549	-9,599	-105,205
PROFIT FOR THE YEAR		**5,214,610**	**-1,711,055**	**4,875,122**	**-1,678,085**

PROPOSED DISTRIBUTION OF PROFIT

	Group 2021 USD	Group 2020 USD	Parent Company 2021 USD	Parent Company 2020 USD
Proposed dividend for the year	1,000,000	0	1,000,000	0
Allocation to reserve for net revaluation under the equity method	0	0	3,556,155	-3,695,625
Retained earnings	6,002,363	-1,769,211	318,967	2,017,540
Minority share	-1,787,753	58,156	0	0
TOTAL	**5,214,610**	**-1,711,055**	**4,875,122**	**-1,678,085**

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	Group 2021 USD	Group 2020 USD	Parent Company 2021 USD	Parent Company 2020 USD
Land and buildings		4,802,404	0	0	0
Ships		65,946,015	69,715,166	0	0
Tangible fixed assets in progress and prepayment		12,055,485	14,670,435	0	0
Property, plant and equipment	3	**82,803,904**	**84,385,601**	**0**	**0**
Investments in subsidiaries		0	0	27,599,014	25,561,190
Investments in associates		7,748,729	9,698,123	5,885,570	9,207,210
Receivables from Group companies		0	0	8,620,347	9,752,956
Receivables from associated enterprises		82,362,041	17,840,879	18,669,226	17,840,879
Rent deposit and other receivables		935,157	433,838	935,157	422,984
Financial non-current assets	4	**91,045,927**	**27,972,840**	**61,709,314**	**62,785,219**
NON-CURRENT ASSETS		**173,849,831**	**112,358,441**	**61,709,314**	**62,785,219**
Trade receivables		1,737,813	469,402	0	0
Deferred revenue		5,563,010	0	0	0
Other receivables		282,028	1,027,960	17,537	64,135
Corporation tax receivable		151,225	21,599	62,160	91,114
Prepayments	5	1,292,080	2,510,799	0	0
Receivables		**9,026,156**	**4,029,760**	**79,697**	**155,249**
Other securities and equity investments	6	9,829,174	12,662,581	9,829,174	12,662,581
Current investments		**9,829,174**	**12,662,581**	**9,829,174**	**12,662,581**
Cash and cash equivalents		**8,061,006**	**8,175,272**	**725,085**	**547,899**
CURRENT ASSETS		**26,916,336**	**24,867,613**	**10,633,956**	**13,365,729**
ASSETS		**200,766,167**	**137,226,054**	**72,343,270**	**76,150,948**

BDO

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	Group 2021 USD	Group 2020 USD	Parent Company 2021 USD	Parent Company 2020 USD
Share capital		120,499	120,499	120,499	120,499
Reserve for net revaluation under the equity method		0	0	13,554,471	16,088,959
Retained earnings		47,298,045	43,279,445	33,743,574	27,333,964
Proposed dividend		1,000,000	0	1,000,000	0
Minority shareholders		3,120,688	13,873	0	0
EQUITY		**51,539,232**	**43,413,817**	**48,418,544**	**43,543,422**
Provision for deferred tax		143,952	143,952	143,952	143,952
PROVISIONS		**143,952**	**143,952**	**143,952**	**143,952**
Bank loan		91,451,993	47,104,643	0	0
Prepayments received from customers		11,069,088	11,800,000	0	0
Payables to group enterprises		0	0	579,418	1,000,000
Payables to owners and management		1,345,980	404,038	1,345,980	1,744,038
Other non-current liabilities		8,892,966	14,547,949	1,032,005	7,406,068
Accruals and deferred income		3,646,150	0	0	0
Non-current liabilities	7	**116,406,177**	**73,856,630**	**2,957,403**	**10,150,106**
Bank loan		17,891,276	10,322,189	7,569,797	8,273,941
Prepayments from customers		5,865,998	6,303,246	0	0
Trade payables		851,774	567,145	0	0
Debt to Group companies		0	0	12,769,670	12,471,834
Debt to associated enterprises		0	6,488	0	0
Corporation tax payable		83,457	5,803	0	0
Other liabilities		7,777,301	2,406,784	483,904	1,567,693
Deposits		207,000	200,000	0	0
Current liabilities		**32,676,806**	**19,811,655**	**20,823,371**	**22,313,468**
LIABILITIES		**149,082,983**	**93,668,285**	**23,780,774**	**32,463,574**
EQUITY AND LIABILITIES		**200,766,167**	**137,226,054**	**72,343,270**	**76,150,948**

Contingencies	8
Charges and securities	9
Related parties	10

EQUITY

	Group				
	Share capital	Retained earnings	Proposed dividend	Minority shareholders	Total
Equity at 1 January 2021	120,499	38,463,997	0	13,577	38,598,073
Change of equity due to correction of errors		4,815,446			4,815,446
Adjusted equity at 1 January 2021	**120,499**	**43,279,443**	**0**	**13,577**	**43,413,519**
Proposed profit allocation		6,002,363	1,000,000	-1,787,753	5,214,610
Transactions with owners					
Additions/disposals relating to equity by mergers and acquisitions		-1,983,761		1,983,761	0
Other legal bindings					
Other adjustments				2,911,103	2,911,103
Equity at 31 December 2021	**120,499**	**47,298,045**	**1,000,000**	**3,120,688**	**51,539,232**

	Parent Company				
	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Proposed dividend	Total
Equity at 1 January 2021	120,499	11,273,513	27,333,964	0	38,727,976
Change of equity due to correction of errors		4,815,446			4,815,446
Adjusted equity at 1 January 2021	**120,499**	**16,088,959**	**27,333,964**	**0**	**43,543,422**
Proposed profit allocation		3,556,155	318,967	1,000,000	4,875,122
Transfers					
Allowed equalization		-6,090,643	6,090,643		0
Equity at 31 December 2021	**120,499**	**13,554,471**	**33,743,574**	**1,000,000**	**48,418,544**

NOTES

	Group		Parent Company		
	2021 USD	2020 USD	2021 USD	2020 USD	Note
Staff costs					1
Average number of employees	31	37	0	0	
Wages and salaries	2,443,268	2,410,339	0	0	
Pensions	6,611	0	0	0	
Social security costs	18,228	4,176	0	0	
Other staff costs	326,723	388,934	0	0	
	2,794,830	**2,803,449**	**0**	**0**	
Tax on profit/loss for the year					2
Calculated tax on taxable income of the year	-34,738	36,708	0	-38,636	
Adjustment of tax in previous years	9,599	36,777	9,599	36,777	
Adjustment of deferred tax	0	107,064	0	107,064	
	-25,139	**180,549**	**9,599**	**105,205**	

Property, plant and equipment 3

	Group		
	Land and buildings	Production plant and machinery	Tangible fixed assets in progress and prepayment
Cost at 1 January 2021	0	80,550,491	14,670,436
Transferred	0	61,897,445	-61,897,444
Additions	5,316,437	137,176	59,315,045
Addition from mergers and acquisition of Company	0	0	-32,552
Disposals	-441,814	-62,393,271	0
Cost at 31 December 2021	**4,874,623**	**80,191,841**	**12,055,485**
Depreciation and impairment losses at 1 January 2021	0	10,835,324	
Transferred	0	-30,525	
Reversal of depreciation of assets disposed of	-140,756	-487,849	
Depreciation for the year	212,975	3,928,876	
Depreciation and impairment losses at 31 December 2021	**72,219**	**14,245,826**	
Carrying amount at 31 December 2021	**4,802,404**	**65,946,015**	**12,055,485**

NOTES

Note

Financial non-current assets 4

	Group	
	Investments in subsidiaries	Investments in associates
Cost at 1 January 2021	0	9,995,034
Additions	0	4,124,868
Disposals	0	-4,225,326
Cost at 31 December 2021	**0**	**9,894,576**
Revaluation at 1 January 2021	0	-155,305
Dividend	0	-2,686,612
Profit/loss for the year	0	-1,392,883
Reverse revaluation on desposals	0	2,088,953
Revaluation at 31 December 2021	**0**	**-2,145,847**
Carrying amount at 31 December 2021	**0**	**7,748,729**

	Group	
	Receivables from associated enterprises	Rent deposit and other receivables
Cost at 1 January 2021	19,357,134	422,984
Additions	67,063,042	623,015
Disposals	-2,154,769	-110,842
Cost at 31 December 2021	**84,265,407**	**935,157**
Revaluation at 1 January 2021	-1,629,037	0
Revaluation and impairment losses for the year	-274,329	0
Revaluation at 31 December 2021	**-1,903,366**	**0**
Carrying amount at 31 December 2021	**82,362,041**	**935,157**

	Parent Company		
	Investments in subsidiaries	Investments in associates	Receivables from Group companies
Cost at 1 January 2021	9,367,970	9,312,514	10,077,548
Additions	2,659,050	2,815,905	4,611,998
Disposals	0	-4,225,326	-5,546,958
Cost at 31 December 2021	**12,027,020**	**7,903,093**	**9,142,588**
Revaluation at 1 January 2021	16,194,256	-105,305	-324,593
Dividend	-4,951,275	-2,686,612	0
Profit/loss for the year	4,329,013	-1,314,559	0
Revaluation and impairment losses for the year	0	0	-197,648
Reverse revaluation disposals	0	2,088,953	
Revaluation at 31 December 2021	**15,571,994**	**-2,017,523**	**-522,241**
Carrying amount at 31 December 2021	**27,599,014**	**5,885,570**	**8,620,347**

NOTES

Note

Fixed asset investments (continued) 4

	Parent Company	
	Receivables from associated enterprises	Rent deposit and other receivables
Cost at 1 January 2021	19,469,918	422,984
Additions	2,129,518	623,015
Disposals	-1,026,844	-110,842
Cost at 31 December 2021	**20,572,592**	**935,157**
Revaluation at 1 January 2021	-1,629,037	0
Revaluation and impairment losses for the year	-274,329	0
Revaluation at 31 December 2021	**-1,903,366**	**0**
Carrying amount at 31 December 2021	**18,669,226**	**935,157**

Investments in subsidiaries

Name and domicil	Ownership
Greg Mortimer Owner Ltd., Bahamas	50.02 %
Sylvia Earle Owner Ltd., Bahamas	50.02 %
Ocean Explorer Owner Ltd., Bahamas	100 %
Ocean Odyssey Owner Ltd., Bahamas	100 %
Ocean Discoverer Owner Ltd., Bahamas	50.04 %
SunStone Bahamas Ltd., Bahamas	100 %
SMA Madeira, Lda, Madeira	51 %
Scanmar Ltd., Bahamas	100 %
TN Cruise K/S, Denmark	100 %
Komplementarselskabet TN Cruise ApS, Denmark	100 %
Maritime Holdings Group Inc., USA	51 %
SunStone Ships Inc., USA	100 %

Investments in associates

Name and domicil	Ownership
Danish Cruise Holdings ApS, Denmark	33.3 %
Quest Partners Ltd., Bahamas	50 %
Odyssey BBHP Owner Ltd., Bahamas	40 %
Explorer BBHP Owner Ltd., Bahamas	45 %
Equinox Ship Ltd., Bahamas	50 %
O. Nova Owner, Lda, Madeira	50 %
Achieva Cruise Holdings S.A., Madeira	20 %

Prepayments 5

Prepayments includes deferred revenue.

NOTES

Note

Other securities and equity investments 6

The carrying amount of current investments includes securities measured at fair value by the following amounts:

	Group
	Listed bonds
Fair value at 31 December 2021	9,829,174
Value adjustment in the year recognised in the Income Statement	7,624,587

Long-term liabilities 7

	Group			
	31/12 2021 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2020 total liabilities
Bank loan	91,451,993	7,278,740	63,413,449	47,104,643
Prepayments received from customers	11,069,088	0	0	11,800,000
Payables to owners and management	1,345,980	0	0	404,038
Other non-current liabilities	8,892,966	0	0	14,547,949
Accruals and deferred income	3,646,150	0	0	0
	116,406,177	**7,278,740**	**63,413,449**	**73,856,630**

	Parent Company			
	31/12 2021 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2020 total liabilities
Payables to group enterprises	579,418	0	0	1,000,000
Payables to owners and management	1,345,980	0	0	1,744,038
Other non-current liabilities	1,032,005	0	0	7,406,068
	2,957,403	**0**	**0**	**10,150,106**

Note

Contingencies 8

Contingent liabilities

Group
SunStone Maritime Group A/S has entered into a subscription agreement with a charitable organization in 2015 for a total amount of USD 805,412 with USD 314,465 remaining to be paid in equal amounts over the next four years.

The Parent has issued letters of support to a number of associates in collaboration with the other shareholders.

The Group has entered into shipbuilding contracts with the Chinese Shipyard, China Merchants Industry Holdings Co., Ltd. The shipbuilding contracts concerns the construction of four Expedition Vessels.

The first Expedition vessel was delivered in 2019, the second Expedition vessel was delivered in 2021 and the last two Expedition vessels will be delivered in 2022. The Group is not obligated to pay further installments during the construction period. As of 31 December 2021 USD 11.5 million has been paid on the vessels still under construction.

Parent
SunStone Maritime Group A/S has entered into a subscription agreement with a charitable organization in 2015 for a total amount of USD 805,412 with USD 314,465 remaining to be paid in equal amounts over the next four years.

The Parent has issued letters of support to a number of associates in collaboration with the other shareholders. For Greg Mortimer Owner Ltd. and Ocean Explorer Owner Ltd. the Parent has issued letters of support.

Charges and securities 9

Group
The following has been provided as collateral for bank loans with an unpaid balance of USD ('000) 98,731 as of 31 December 2021.

- Land and buildings. The book value of land and buildings amounts to USD ('000) 4,802 as of 31 December 2021.
- The Group's securities. The book value of securities amounts to USD ('000) 9,829 as of 31 December 2021.
- Mortgage deed registered to the vessel owners. The book value of vessels amounts to USD ('000) 65,946 as of 31 December 2021.
- Assignment of the insurance amount of the vessels.

Parent
The following has been provided as collateral for bank loans with an unpaid balance of USD ('000) 7,570 as of 31 December 2021.

- The Company's securities. The book value of securities amounts to USD ('000) 9,829 as of 31 December 2021.

NOTES

Note

Related parties **10**

Other related parties having permed transactions with the company
The company's related parties having a significant influence comprise owners, subsidiaries as well as the companies' Board of Directors, Board of Executives and executive officers and their relatives. Related parties include also companies in which the above mentioned group of persons has material interests.

Transactions with related parties
The Company did not carry out any material transactions that were not concluded on market conditions. According to section 98c, subsection 7 of the Danish Financial Statements Act information is given only on transactions that were not performed on common market conditions.

ACCOUNTING POLICIES

The Annual Report of SunStone Maritime Group A/S for 2021 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The figures in the Annual Report are presented in USD because this currency is regarded as the most relevant as the main part of the Company's activities are settled in this currency. The exchange rate of USD against DKK is 6.36 at 31 December 2021 and 6.06 at 31 December 2020.

The Annual Report is prepared consistently with the accounting principles applied last year.

Change resulting from material misstatement

Group
An error has been identified in regards to the Group's recognition of revenue allocated from contracts, in previous year. The value amounts to USD 2,215,824 which is adjusted directly on equity, beginning of year. As a result the comparison numbers in the Consolidated Annual Report for 2020 has also been corrected with an increase on revenue in the income statement of USD 2,215,824 and an increase of prepayments in the balance sheet of USD 2,215,824. As a result of the correction, prepayments under liablities and trade receiveables have been presented accordingly together with the correction with prepayment under assets.

The above error on recognition of revenue allocated from contracts was the same for the Group's associated company Danish Cruise Holdings ApS, which the Group owns 33.3%. As a result there was an adjustment of USD 7,798,869 directly on equity, beginning of year. Therefore 33.3% of this adjustment totaling USD 2,599,622 has been included direcly on equity, beginning of year as well as an increase of income from investments in associates in the income statement of USD 2,599,622 and an increase of investments in associates in the balance sheet of USD 2,599,622. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,599,622.

Parent Company
As a result of the above correction for the Group in regards to recognition of revenue, the numbers for the Parent Company have been adjusted as well. The value amounts to USD 2,215,824 which is adjusted directly on equity, beginning of year. As a result the comparison numbers in the Annual Report for 2020 has also been corrected with an increase of income from investments in subsidiaries in the income statement of USD 2,215,824 and an increase of investments in subsidiaries in the balance sheet of USD 2,215,824. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,215,824.

The above error on recognition of revenue allocated from contracts was the same for the Group's associated company Danish Cruise Holdings ApS, which the Parent owns 33.3%. As a result there was an adjustment of USD 7,798,869 directly on equity, beginning of year. Therefore 33.3% of this adjustment totaling USD 2,599,622 has been included direcly on equity, beginning of year for the Parent Company as well as an increase of income from investments in associates in the income statement of USD 2,599,622 and an increase of investments in associates in the balance sheet of USD 2,599,622. As a result the reserve for net revaluation under the equity method has been corrected by USD 2,599,622.

Consolidated Financial Statements
The Consolidated Financial Statements include the Parent Company SunStone Maritime Group A/S and the subsidiaries in which SunStone Maritime Group A/S directly or indirectly holds more than 50% of the voting rights or in any other way has a controlling influence. Enterprises in which the Group holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence, are considered associates, see the Group structure.

The Consolidated Financial Statements consolidate the Financial Statements of the Parent Company and the subsidiaries by combining uniform accounts items. Intercompany income and expenses, shareholdings, intercompany accounts and dividend, and realised and unrealised gains and losses arising from transactions between the consolidated enterprises are fully eliminated in the consolidation.

ACCOUNTING POLICIES

Newly acquired or established enterprises are recognised in the Consolidated Financial Statements from the date of acquisition. Sold or wound up enterprises are recognised in the Consolidated Income Statement up to the date of disposal. Comparative figures are not adjusted for newly acquired, sold or wound up enterprises.

The date of acquisition is the date at which the Group gains actual control over the acquired enterprises.

Positive differences (goodwill) between the acquisition value and fair value of acquired and identified assets and liabilities are recognised in intangible fixed assets as goodwill and amortised systematically in the Income Statement under an individual assessment of the useful life.

Investments in subsidiary enterprises are set off by the proportional share of the subsidiaries' fair value of net assets and liabilities at the acquisition date.

Minority interests
The accounting items of the subsidiaries are recognised in full in the Consolidated Financial Statements. The minority interests' proportional share of the results and equity of the subsidiaries is stated as separate items in the allocation of profit/loss and equity, respectively.

INCOME STATEMENT

Net revenue
Revenue from time charters is recognized over the duration of the charters, further revenue include fees as a result of lay-up agreements with charterers.

Revenue from hotel concession, purchases on board and the services rendered as acting technical manager is recognized in the income statement, when the delivery and services are provided to the buyer.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Other operating income
Other operating income includes items of a secondary nature in relation to the Group's and the Company's activities. In addition, profit from sale of intangible and tangible fixed assets as well as business interruption and conflict compensations are included. Compensations are recognised when the income is deemed to be realisable.

Cost of sales
Cost of sales comprise costs incurred to achieve the net revenue for the year, including direct and indirect costs of raw materials and consumables.

Other external expenses
Other external expenses include other production, sales, delivery and administrative costs, including costs of energy, marketing, premises, loss on bad debts, lease expenses, etc

Staff costs
Staff costs comprise wages and salaries, including holiday pay and pensions, and other costs of social security etc., for the Group and the Parent Company's employees. Repayments from public authorities are deducted from staff costs.

ACCOUNTING POLICIES

Income from investments in subsidiaries and associates
The proportional share of the results of subsidiaries and associates, stated according to the Parent Company's accounting policies and with full elimination of unrealised intercompany profits/losses and deduction of amortisation of added value and goodwill resulting from purchase price allocation at the date of acquisition, is recognised in the Parent Company's Income Statement.

In connection with transfers, potential profits are recognised when the economic rights related to the sold subsidiaries and associates are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

Financial income and expenses
Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year. Interest income and expenses are calculated on amortised cost prices.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the Income Statement by the share that may be attributed to the profit for the year, and is recognised directly in equity by the share that may be attributed to entries directly to equity.

BALANCE SHEET

Tangible fixed assets
Land and buildings, ships, other plant, fixtures and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Buildings	25-40 years	0 %
Ships	10-25 years	2 %
Other plant, fixtures and equipment	4 years	0 %

Dry docking expenses are capitalized and depreciated over a period of 30 months.

Ships are written down to the lower of recoverable amount and carrying amount. Estimated useful lives and residual values are reassessed annually.

Items of ships are written down to the lower of recoverable amount and carrying amount.

Profit or loss on sale of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the date of sale. Profit or loss is recognised in the Income Statement as other operating income or other operating expenses.

Financial non-current assets
Investments in Equity interests in subsidiaries and associates are measured in the Parent Company Balance Sheet under the equity method, which is regarded as a method of measuring/consolidation.

ACCOUNTING POLICIES

Equity investments in subsidiaries and associates are measured in the Balance Sheet at the proportional share of the enterprises' carrying equity value, calculated in accordance with the Parent Company's accounting policies with deduction or addition of unrealised intercompany profits or losses and with addition or deduction of the residual value of positive or negative goodwill calculated according to the acquisition method. Negative goodwill is recognised in the Income Statement when the equity interest is acquired. Where the negative goodwill is related to acquired contingent liabilities, the negative goodwill will be recognised as income when the contingent liabilities have been settled or cease.

Acquired enterprises are subject to the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation models. A discounted cash flow model is used to calculate the fair value of investment properties based on a discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, based on an overall assessment of the production equipment. The acquisition date is the date on which the Company gains actual control over the acquired entity.

Consolidated goodwill is amortised over the expected useful life, which is determined on the basis of Management's experience within the individual lines of business. Consolidated goodwill is amortised on a straightline basis over the amortisation period, which is X years. The amortisation period is determined on the basis of an assessment of the acquired entity's market position and earnings profile, and the industryspecific condition.

Net revaluation of equity interests in subsidiaries and associates is transferred under equity to reserve for net revaluation under the equity value method to the extent that the carrying amount exceeds the acquisition value.

Subsidiaries and associates with a negative carrying equity value are measured to DKK 0 and any amounts due from these enterprises are written down to the extent that it is deemed to be irrecoverable. If the carrying negative equity value exceeds receivables, the residual amount is recognised under provision for liabilities to the extent that the Company has a legal or actual liability to cover the subsidiaries and associates deficit.

Impairment of fixed assets
The carrying amount of tangible assets together with fixed assets, which are not measured at fair value,, are assessed annually for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

Receivables
Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

Contract work in progress
Work in progress on contract is measured at the sales value of the work performed. The sales value is measured on the basis of the degree of completion on the Balance Sheet date and the total anticipated revenue related to the specific piece of work in progress.

ACCOUNTING POLICIES

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Securities
Securities recognised as current assets, comprise public quoted bonds, shares and other securities. Public quoted securities are measured at the market price. Non-quoted equity interests are measured at cost price. Other securities are measured at cost price in so far as an approximate sales value cannot be stated reliably.

Tax payable and deferred tax
Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the Balance Sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.

Foreign currency translation
Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the Income Statement as a financial income or expense.

Receivables, payables and other monetary items in foreign currencies that are not settled on the Balance Sheet date are translated at the exchange rate on the Balance Sheet date. The difference between the exchange rate on the Balance Sheet date and the exchange rate at the date when the receivables or payables come into existence recognised in the Income Statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.

At recognition of foreign subsidiaries that are not independent entities, but integrated entities, monetary items are translated at the exchange rate on the Balance Sheet date. Non-monetary items are translated at the rate at the date of acquisition or at the date of a subsequent revaluation or writedown of the asset. The items of the Income Statement are translated at the rate on the transaction date, items derived from non-monetary items being translated at the historic rates of the non-monetary item.