

NTG Air & Ocean A/S

Hammerholmen 47, 2650 Hvidovre

Company reg. no. 27 04 82 26

Annual report

1 January - 31 December 2024

The annual report was submitted and approved by the general meeting on the 15 May 2025.

Pernille Korsager
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of NTG Air & Ocean A/S for the financial year 1 January - 31 December 2024.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2024 and of the results of the Company's operations for the financial year 1 January – 31 December 2024.

Further, in our opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Hvidovre, 15 May 2025

Managing Director

Michael Birkemark Mortensen

Board of directors

Mathias Bruno Jensen-Vinstrup Christian Paul Dyander Jakobsen Michael Birkemark Mortensen

Independent auditor's report

To the Shareholder of NTG Air & Ocean A/S

Opinion

We have audited the financial statements of NTG Air & Ocean A/S for the financial year 1 January - 31 December 2024, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies, for the Company. 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 financial position of the Company at 31 December 2024, and of the results of the Company's operations for the financial year 1 January - 31 December 2024 in accordance with the Danish Financial Statements Act.

Basis for conclusion

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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Financial Statements

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

In preparing the financial statements, Management is responsible for assessing the 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.

Independent auditor's report

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.
- 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.

Independent auditor's report

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

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 Statement Act. We did not identify any material misstatement of Management's Review.

Hellerup, 15 May 2025

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab
Company reg. no. 33 77 12 31

Jacob Brinch

State Authorized Public Accountant
mne35447

Company information

The company

NTG Air & Ocean A/S
Hammerholmen 47
2650 Hvidovre

Company reg. no. 27 04 82 26

Financial year: 1 January - 31 December

Board of directors

Mathias Bruno Jensen-Vinstrup
Christian Paul Dyander Jakobsen
Michael Birkemark Mortensen

Managing Director

Michael Birkemark Mortensen

Auditors

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab

Management's review

Description of key activities of the company

The Company's key activities comprise national and international freight forwarding and transport, storage and distribution at home and abroad of all types of freight as well as any related business.

Significant changes in the company's activities and financial matters

There have been no significant changes in activities and financial matters.

The income statement of the company for the year totals DKK 34.188 thousand against DKK 37.633 thousand last year. Income or loss from ordinary activities after tax totals DKK 9.155 thousand against DKK 11.639 thousand last year. Management considers the net profit or loss for the year satisfactory.

Events occurring after the end of the financial year

No subsequent event occurred after the balance sheet date.

Income statement 1 January - 31 December

DKK thousand.

<u>Note</u>	<u>2024</u>	<u>2023</u>
Gross profit	34.188	37.633
1 Staff costs	-22.815	-22.744
Depreciation and impairment of property, plant, and equipment	<u>0</u>	<u>-27</u>
Operating profit	11.373	14.862
2 Other financial income	416	473
Other financial expenses	<u>-95</u>	<u>-137</u>
Pre-tax net profit or loss	11.694	15.198
3 Tax on net profit or loss for the year	<u>-2.539</u>	<u>-3.559</u>
Net profit or loss for the year	<u>9.155</u>	<u>11.639</u>
Proposed distribution of net profit:		
Dividend for the financial year	11.000	15.000
Allocated from retained earnings	<u>-1.845</u>	<u>-3.361</u>
Total allocations and transfers	<u>9.155</u>	<u>11.639</u>

Balance sheet at 31 December

DKK thousand.

<u>Note</u>	<u>2024</u>	<u>2023</u>
Assets		
Non-current assets		
4 Other fixtures, fittings, tools and equipment	155	0
Total property, plant, and equipment	<u>155</u>	<u>0</u>
5 Deposits	256	256
Total investments	<u>256</u>	<u>256</u>
Total non-current assets	<u>411</u>	<u>256</u>
Current assets		
Trade receivables	34.956	32.471
Receivables from group enterprises	9.864	16.864
Deferred tax assets	177	130
Income tax receivables	1.230	294
Other receivables	739	69
Prepayments	374	160
Total receivables	<u>47.340</u>	<u>49.988</u>
Cash and cash equivalents	<u>0</u>	<u>2</u>
Total current assets	<u>47.340</u>	<u>49.990</u>
Total assets	<u>47.751</u>	<u>50.246</u>

Balance sheet at 31 December

DKK thousand.

Equity and liabilities

<u>Note</u>	<u>2024</u>	<u>2023</u>
Equity		
Contributed capital	1.200	1.200
Retained earnings	5.264	7.108
Proposed dividend for the financial year	11.000	15.000
Total equity	17.464	23.308
Provisions		
Other provisions	0	480
Total provisions	0	480
Liabilities other than provisions		
Trade payables	26.233	23.520
Payables to group enterprises	2.162	1.711
Other payables	1.892	1.227
Total short term liabilities other than provisions	30.287	26.458
Total liabilities other than provisions	30.287	26.458
Total equity and liabilities	47.751	50.246

6 Contingent liabilities and other financial obligations

7 Disclosure of ownership

Statement of changes in equity

DKK thousand.

	Contributed capital	Retained earnings	Proposed dividend for the financial year	Total
Equity 1 January 2024	1.200	7.109	15.000	23.309
Distributed dividend	0	0	-15.000	-15.000
Retained earnings for the year	0	-1.845	11.000	9.155
	1.200	5.264	11.000	17.464

Notes

DKK thousand.

	<u>2024</u>	<u>2023</u>
1. Staff costs		
Salaries and wages	21.718	21.769
Pensions	719	657
Other social security costs and other staff costs	378	318
	<u>22.815</u>	<u>22.744</u>
Average number of employees	<u>45</u>	<u>40</u>
2. Other financial income		
Exchange differences	98	0
Interest received from Group companies	318	472
Other financial income	0	1
	<u>416</u>	<u>473</u>
3. Tax on net profit or loss for the year		
Tax on net profit or loss for the year	2.628	3.207
Adjustment of deferred tax for the year	-89	138
Adjustment of tax for previous years	0	214
	<u>2.539</u>	<u>3.559</u>
4. Other fixtures, fittings, tools and equipment		
Additions during the year	<u>155</u>	<u>0</u>
Cost end of period	<u>155</u>	<u>0</u>
Carrying amount, end of period	<u>155</u>	<u>0</u>
5. Deposits		
Cost opening balance	<u>256</u>	<u>256</u>
Cost end of period	<u>256</u>	<u>256</u>
Carrying amount, end of period	<u>256</u>	<u>256</u>

Notes

DKK thousand.

6. Contingent liabilities and other financial obligations

Contingent liabilities

	DKK in thousands
Future lease payments on operating lease - within 1 year	879
Future lease payments on operating lease - between 1 year and 5 years	369
Total contingent liabilities	1.248

Other contingent liabilities:

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc of NTG Nordic Transport Group A/S. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

7. Disclosure of ownership

Controlling interest

NTG Nordic Transport Group A/S Parent Company

Consolidated financial statements

The Company is included in the Group Annual Report of the Parent company.

Name	Place of registered office
NTG Nordic Transport Group A/S	Hvidovre, Denmark

Accounting policies

The annual report for NTG Air & Ocean A/S has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition and measurement in general

Revenues are recognised in the income statement as earned. Value adjustments of financial assets and liabilities measured at fair value or amortised cost are 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.

Translation policies

On Initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

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. 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 most recent financial statements is recognised in the income statement as financial income or financial expenses.

Accounting policies

Business combinations

Business combinations (the uniting-of-interests method)

In case of intercompany business combinations, the uniting-of-interests method is applied. By this method, the two enterprises are united at carrying amounts, and differences are not identified. Any considerations exceeding the carrying amount in the acquired entity are recognised directly in equity.

The application of the uniting-of-interests method means that the business combination is implemented as if the the two enterprises always were united by modification of comparative figures.

Income statement

Revenue

Revenue comprises sale of services and is recognised in the income statement provided that delivery and transfer of risk have been made to the purchaser by year end, and provided that the revenue can be measured reliably, and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Accrued revenue and accrued costs of services in progress at 31 December 2024 are presented on the line items trade receivables and trade payables, respectively. Accrued revenue is estimated and recognised when a sales transaction fulfils the criteria for revenue recognition, but no final invoice has yet been issued to the customer at the end of the reporting period. Accrued costs are estimated and recognised when supplier invoices relating to recognised revenue for the reporting period have yet to be received.

Direct expenses

Direct expenses comprise expenses incurred to achieve revenue for the year.

Other external expenses

Other external expenses comprise production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit is calculated as a summary of revenue, direct expenses and other external expenses.

Staff costs

Staff expenses include wages and salaries, including compensated absence and pensions, as well as other social security contributions etc. made to the entity's employees. The item is net of refunds made by public authorities.

Accounting policies

Depreciation and impairment of property, plant, and equipment

Depreciation and impairment of property, plant and equipment comprise depreciation and impairment of property, plant and equipment.

Other financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on net profit or loss for the year

Tax for the year consists of current tax for the year and changes in 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 Company is jointly taxed with NTG Nordic Transport Group A/S. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance sheet

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and write-down for impairment. Land is not subject to depreciation.

The depreciable amount is cost less any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, the depreciation is discontinued.

If the amortisation period or the residual value is changed, the effect on amortisation will, in future, be recognised as a change in the accounting estimates.

The cost comprises acquisition cost and costs directly associated with the acquisition until the time when the asset is ready for use.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life:

	Useful life
Other fixtures and fittings, tools and equipment	3-7 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Deposits

Deposits are measured at cost less repayments and impairment (amortised cost).

Accounting policies

Leases

Lease payments are recognised in the income statement on a straight-line basis over the lease term period. The company's total liabilities concerning operating leases and lease agreements are disclosed in the notes.

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.

Cash and cash equivalents

Cash and cash equivalents presented in the balance sheet statement comprise deposits on bank accounts.

Equity

Proposed dividend for the financial year

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

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Deferred tax assets

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets 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 within the same legal tax entity.

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. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Income tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the onaccount taxation scheme are recognised in the income statement in financial income and expenses.

Liabilities

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

Accounting policies
