



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2016 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 892 043 612
Organisasjonsform: Aksjeselskap
Foretaksnavn: PB NORGE AS
Forretningsadresse: Rådhusgata 4
0151 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2016 - 31.12.2016

Konsern

Morselskap i konsern: Nei

Regnskapsregler

Regler for små foretak benyttet: Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Halfdan Milang
Dato for fastsettelse av årsregnskapet: 21.09.2017

Grunnlag for avgivelse

År 2016: Årsregnskapet er elektronisk innlevert
År 2015: Tall er hentet fra elektronisk innlevert årsregnskap fra 2016

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 01.05.2021



Resultatregnskap

Beløp i: NOK	Note	2016	2015
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		320 048 536	239 378 788
Annen driftsinntekt			-13 494 088
Sum inntekter		320 048 536	225 884 700
Kostnader			
Varekostnad		332 097	
Lønnskostnad			89 018
Avskrivning på varige driftsmidler		104 315 983	104 315 982
Annen driftskostnad		1 508 600	4 441 407
Sum kostnader		106 156 679	108 846 407
Driftsresultat		213 891 857	117 038 293
Finansinntekter og finanskostnader			
Annen renteinntekt		151	518
Sum finansinntekter		151	518
Rentekostnad til foretak i samme konsern		203 722 950	71 626 646
Annen rentekostnad			13 977 622
Annen finanskostnad		220 576 660	76 718 538
Sum finanskostnader		424 299 610	162 322 806
Netto finans		-424 299 460	-162 322 288
Ordinært resultat før skattekostnad		-210 407 603	-45 283 995
Skattekostnad på ordinært resultat		200	
Ordinært resultat etter skattekostnad		-210 407 803	-45 283 995
Årsresultat		-210 407 803	-45 283 995
Årsresultat etter minoritetsinteresser		-210 407 803	
Overføringer og disponeringer			
Udekket tap		-210 407 803	



Resultatregnskap

Beløp i: NOK	Note	2016	2015
Sum overføringer og disponeringer		-210 407 803	



Balanse

Beløp i: NOK	Note	2016	2015
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Skip, rigger, fly og lignende		776 270 827	880 586 810
Sum varige driftsmidler		776 270 827	880 586 810
Sum anleggsmidler		776 270 827	880 586 810
Omløpsmidler			
Varer			
Fordringer			
Kundefordringer		182 538 790	110 435 299
Andre kortsiktige fordringer		194 787	101 356
Sum fordringer		182 733 577	110 536 655
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter o.l.		756 288	618 978
Sum bankinnskudd, kontanter og lignende		756 288	618 978
Sum omløpsmidler		183 489 865	111 155 633
SUM EIENDELER		959 760 692	991 742 443
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Ikke registrert selskapskapital		100 000	100 000
Sum innskutt egenkapital		100 000	100 000
Opptjent egenkapital			
Udekket tap		505 268 757	294 860 955



Balanse

Beløp i: NOK	Note	2016	2015
Sum opptjent egenkapital		-505 268 757	-294 860 955
Sum egenkapital		-505 168 757	-294 760 955
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Leverandørgjeld		300 761	
Betalbar skatt		98 550	98 550
Kortsiktig konserngjeld		1 464 272 565	1 222 440 820
Annen kortsiktig gjeld		257 574	63 964 028
Sum kortsiktig gjeld		1 464 929 449	1 286 503 398
Sum gjeld		1 464 929 449	1 286 503 398
SUM EGENKAPITAL OG GJELD		959 760 692	991 742 443



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PB Norge AS

Årsberetning 2016



PB Norge AS

Resultatregnskap

	Note	2016	2015
DRIFTSINNTEKTER OG DRIFTSKOSTNADER			
Driftsinntekter			
Salgsinntekt		320 048 536	239 378 788
Annen driftsinntekt		0	(13 494 088)
Sum driftsinntekter		320 048 536	225 884 700
Driftskostnader			
Varekostnad		332 097	0
Lønnskostnad		0	89 018
Avskrivning på varige driftsmidler		104 315 983	104 315 982
Annen driftskostnad		1 508 600	4 441 407
Sum driftskostnader		106 156 679	108 846 407
DRIFTSRESULTAT		213 891 857	117 038 293
FINANSINNTEKTER OG FINANSKOSTNADER			
Finansinntekter			
Annen renteinntekt		151	518
Sum finansinntekter		151	518
Finanskostnader			
Rentekostn. til foretak i samme konsern		203 722 950	71 626 646
Annen rentekostnad		0	13 977 622
Annen finanskostnad		220 576 660	76 718 538
Sum finanskostnader		424 299 610	162 322 806
NETTO FINANSPOSTER		(424 299 460)	(162 322 288)
ORDINÆRT RES. FØR SKATTEKOSTNAD		(210 407 603)	(45 283 995)
Skattekostnad på ordinært resultat		200	0
ORDINÆRT RESULTAT		(210 407 803)	(45 283 995)
ARSRESULTAT		(210 407 803)	(45 283 995)
OVERF. OG DISPONERINGER			
Fremføring av udekket tap		(210 407 803)	0
SUM OVERF. OG DISP.		(210 407 803)	0

Årsregnskap for PB Norge AS

Organisasjonsnr. 892043612



PB Norge AS

Balanse pr. 31.12.2016

	Note	31.12.2016	31.12.2015
EIENDELER			
ANLEGGSMIDLER			
Varige driftsmidler			
Skip, rigger, fly og lignende		776 270 827	880 586 810
Sum varige driftsmidler		776 270 827	880 586 810
SUM ANLEGGSMIDLER		776 270 827	880 586 810
OMLØPSMIDLER			
Fordringer			
Kundefordringer		182 538 790	110 435 299
Andre kortsiktige fordringer		194 787	101 356
Sum fordringer		182 733 577	110 536 655
Bankinnskudd, kontanter o.l.		756 288	618 978
SUM OMLØPSMIDLER		183 489 865	111 155 633
SUM EIENDELER		959 760 692	991 742 443
EGENKAPITAL OG GJELD			
EGENKAPITAL			
Innskutt egenkapital			
Ikke registrert selskapskapital		100 000	100 000
Sum innskutt egenkapital		100 000	100 000
Opptjent egenkapital			
Udekket tap		(505 268 757)	(294 860 955)
Sum opptjent egenkapital		(505 268 757)	(294 860 955)
SUM EGENKAPITAL		(505 168 757)	(294 760 955)
GJELD			
KORTSIKTIG GJELD			
Leverandørgjeld		300 761	0
Betalbar skatt		98 550	98 550
Kortsiktig gjeld til konsernselskap		1 464 272 565	1 222 440 820
Annen kortsiktig gjeld		257 574	63 964 028
SUM KORTSIKTIG GJELD		1 464 929 449	1 286 503 398
SUM GJELD		1 464 929 449	1 286 503 398
SUM EGENKAPITAL OG GJELD		959 760 692	991 742 443

Underskrifter





PB Norge AS

Kontantstrømoppstilling

	Note	2016	2015
Kontantstrømmer fra operasjonelle aktiviteter			
Resultat før skattekostnad		(210 407 603)	(45 283 995)
- Periodens betalte skatt		200	(98 550)
+ Tap / - Vinning ved salg av anleggsmidler		0	2 307 082
+ Ordinære avskrivninger		104 315 983	104 315 982
+/- Endring i kundefordringer		(72 103 491)	(110 435 299)
+/- Endring i leverandørgjeld		300 761	0
+/- Endring i andre tidsavgrensingsposter		178 031 860	1 286 303 492
= Nto. kontantstrøm fra operasjonelle aktiviteter		137 310	1 237 305 812
Kontantstrømmer fra investeringsaktiviteter			
- Utbetalinger ved kjøp av varige driftsmidler		0	987 209 874
= Nto. kontantstrøm fra investeringsaktiviteter		0	(987 209 874)
Kontantstrømmer fra finansieringsaktiviteter			
= Nto. kontantstrøm fra finansieringsaktiviteter		0	0
= Netto endring i kontanter mv		137 310	250 095 938
+ Beholdning av kontanter 01.01.		618 978	0
= Kontantbeholdning 31.12.		756 288	250 095 938
Kontantbeholdning mv framkommer slik:			
Kontanter og bankinnskudd pr 31.12.		756 288	618 978
= Beholdning av kontanter mv 31.12.		756 288	618 978



Annual Report 2016

PB Norge AS

Operation

PB Norge AS (registration no 892 043 612, referred to as the "Company") was established 3rd December 2007. The Company's objective is to conduct shipping activities. The Company has a total share capital of NOK 100.000 divided into 1.000 shares each with a value of NOK 100. The Company is located in Arendal, Norway.

The Company is 100 % owned by Prime Shipping Holding LLC, a Company incorporated under the Russian Federation Law. Prime Shipping Holding LLC is owned 47.5 % by Sberbank Investments LLC, Russia (100 % owned by Sberbank), 47.5 % by RN Commerce LLC (100% owned by Rosneft), and 5% by Multipoints Investments SA, Luxemburg, which is a fully owned subsidiary within the Italian Pietro Barbaro S.p.A. group.

As of 31 December the Company owned a total of 18 vessels. All vessels are Sea River Tankers operated on fixed bareboat charter parties with Prime Shipping LLC. In 2015, the duration of the charter parties were extended through 29 July 2026 following the sale of the Company. All vessels are sub-chartered from Prime Shipping LLC to Rosneft Open Joint Stock Company as the end customer for a period through 28.08.2028. 1st March 2016 an addendum to the Bareboat Charter was made for all vessels with amendments specifying yearly amount of hire and terms.

Financing

As of 31 December 2016 the Company has financed the vessels with an intercompany loan from Prime Shipping LLC denominated in RUB. The loan per 31.12.2016 amounted to RUB 10.203.990.000,-.

The Intercompany loan from Prime Shipping LLC is financed by a loan from Sberbank, which is secured by pledges in the vessels owned by the Company.

Liquidity

The Company's liquidity as per 31.12.2016 is satisfactory. The Board expects that the cash flow from the bareboat charters with Prime Shipping LLC will provide the Company with sufficient liquidity going forward to service obligations to third parties and related parties. The Company has received a letter from Prime Shipping LLC confirming that a repayment notice relating to the intercompany loan and accumulated interest will only be made provided the equity is rectified and the Company is appropriately funded, and that the receivable on Prime Shipping LLC will be duly settled in order to cover the obligations of the Company as they fall due.

Annual report 2016 – PB Norge AS



Progress and result

The Company's financial results show a loss of NOK 210 407 803,- which is proposed to be transferred to accumulated loss.

As of 31.12.2016 the liquid assets were NOK 756.288,-.

At the financial statements closing date, the fleet value has been analysed in order to identify any indicator of potential impairment. Based on this analysis, there has not been conducted any impairment of the fleet as no indicators of impairment were noted.

There have not occurred any circumstances of significant importance for the judgment of the Company's financial positions after the end of the financial year.

The annual accounts provide a true and fair view of the assets and liabilities, as well as the financial position and earnings of the Company, in accordance with the Norwegian Accounting Act.

Financial market risk

The Company is exposed to the risk of exchange rate fluctuations as the Company's core business is in the international market. However, since 28 August 2015, the Company has its income in RUB generated from long-term bareboat charters, and the Company's financing is in RUB. Considering this, we assume the risk of exchange rate fluctuation as very low.

Future prospects and solidity

The Board expects that the economic growth of the Company will secure the Company's solidity and ability to meet its obligations going forward.

Going concern

The Company's equity capital is lost and the Board has therefore considered the Company's financial situation with reference to requirements of the Companies Act & 3-5. The Board has considered: (i) the reason of the loss; (ii) the need for additional capital; (iii) the Company's existing funding. The reason for the loss in 2016 is mainly due to a net currency loss of NOK 220.576.660,- consists of realized currency gain of NOK 3.713.290,- as a result of ordinary settlement transactions of payables and receivables during the year. The unrealized currency loss amounts to NOK 224.289.950,- as a result of currency revaluation of the balance accounts at year end. A major part is related to the intercompany loan.

The Board has concluded that there is no need for additional capital or other measures to correct the Company's capital situation as the vessels runs in accordance with budget and the Company is expected to generate a positive operating cash flow going forward that will rectify the current equity situation.

Annual report 2016 – PB Norge AS



Further as stated under the section "Liquidity" the Company has received a letter from Prime Shipping LLC that secures necessary access to liquidity and capital.

Based on this, the Board has concluded that the basis for the going concern assumption to be present.

External environment

The Company's vessels are employed in the transportation of oil products by sea and river with the risk this implies related to pollution.

Work environment

There were no employees in the Company as of 31.12.2016. The Board consists of two men. The Company does not discriminate women or men.

The Board of Directors of PB Norge AS

21. SEP.
Oslo, 29. June 2017

Halfdan Millang
MD and Chairman of Board of Directors

Andrey Bychenko
Director

Annual report 2016 – PB Norge AS



Profit and Loss account
PB Norge AS

All amounts in NOK

	Note	2016	2015
Operating income and operating expenses			
Operating revenue from group companies	2	320 048 536	239 643 086
Profit sharing		-	13 758 386
Operating income		320 048 536	225 884 700
Operational expenses		332 097	3 094 359
Depreciation expense	3	104 315 983	104 315 982
Other operating expenses	4	1 508 600	1 436 067
Operating expenses		106 156 680	108 846 408
Operating profit		213 891 856	117 038 292
Financial income			
Interest income		151	518
Financial income		151	518
Financial expenses			
Interest expenses		-	13 977 622
Interest expense to group companies		203 722 950	71 626 646
Other financial expenses		200	184 667
Currency loss	5	220 576 660	76 533 871
Financial expenses		424 299 810	162 322 806
Net financial income and expenses		424 299 659	162 322 288
Result		-210 407 803	-45 283 995
Allocations & transfers			
Accumulated loss to be brought forward		-210 407 803	45 283 995
Total allocation and transfers		-210 407 803	-45 283 995

PB Norge AS



Balance sheet
PB Norge AS

All amounts in NOK

Assets	Note	2016	2015
Fixed assets			
Vessels	3	<u>776 270 827</u>	<u>880 586 810</u>
Total fixed assets		776 270 827	880 586 810
Current assets			
Receivables			
Accounts receivable from group companies	6	182 538 790	110 435 299
Other receivables		<u>194 787</u>	<u>101 356</u>
Total receivables		182 733 577	110 536 655
Cash and bank deposits	7	756 288	618 978
Total current assets		183 489 865	111 155 633
Total assets		<u>959 760 692</u>	<u>991 742 443</u>

PB Norge AS



Balance sheet
PB Norge AS

All amounts in NOK

	Note	2016	2015
Equity and liabilities			
Restricted equity			
Share capital		<u>100 000</u>	<u>100 000</u>
Total restricted equity		<u>100 000</u>	<u>100 000</u>
Retained earnings			
Accumulated loss to be brought forward		<u>-505 268 758</u>	<u>-294 860 955</u>
Total retained earnings		<u>-505 268 758</u>	<u>-294 860 955</u>
Total equity	8	<u>-505 168 758</u>	<u>-294 760 955</u>
Liabilities			
Current liabilities			
Accounts payable		300 761	-
Intercompany loan	9	1 464 272 565	1 222 440 820
Tonnage tax payable	10	98 550	98 550
Accrued interest to group companies		-	63 964 028
Other short term liabilities		<u>257 574</u>	<u>-</u>
Total short term liabilities		<u>1 464 929 450</u>	<u>1 286 503 398</u>
Total liabilities		1 464 929 450	1 286 503 398
Total equity and liabilities		<u>959 760 692</u>	<u>991 742 443</u>

21. SEP.
Oslo, 29 June 2017

The Board of Directors of PB Norge AS

Halfdan Millang
MD and Chairman of the Board of Directors

Andrey Bychenko
Director

PB Norge AS



Cash Flow Statement
PB Norge AS

All amounts in NOK

Cash flow from operational activities	2016	2015
Result before tax	-210 407 803	-45 283 995
Depreciations	104 315 983	104 315 982
Change in accounts receivable	-47 742 626	-102 700 259
Change in other receivable	-93 432	2 604 592
Change in account payable	551 960	-14 393 437
Change in other accruals	-63 964 028	46 993 619
Effect of exchange rate changes	217 474 068	60 726 333
Net cash from operational activities	134 122	52 262 835

Cash flow from investment activities

Net cash flow from investment activities	-	-
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Cash flow from financing activities

Payments from issuance of long term dept	-	1 275 702 960
Payments from issuance of short term dept	-	-
Repayments of long term debt	3 188	-757 890 539
Repayment of short term debt	-	-497 161 827
Repayment of long term dept-Moorpark	-	-75 946 063
Net cash flow from financing activities	3 188	-55 295 469

Net changes in cash and cash equivalent	137 310	-3 032 634
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Cash and cash equivalents at 01.01	618 978	3 651 612
Cash and cash equivalents at 31.12	756 288	618 978

PB Norge AS



Notes to the Financial Statement PB Norge AS

Note 1: Accounting principles:

General information

The accounts have been drafted in accordance with the Norwegian Accounting Act of 1998 and prepared in accordance with accounting practices generally accepted in Norway (NGAAP).

Balance sheet classification

Fixed assets are assessed at cost but are written down to fair value when the decrease of value is not expected to be transitory. Fixed assets with finite economic lifespans are depreciated on a linear basis. Receivables to be repaid within one year are classified as current assets. Current assets are assessed at the lower of acquisition cost or fair value. Corresponding criteria form the basis when classifying short-term and long-term liabilities. Long-term debt comprises external mortgage loans. Long-term liabilities are recognized at the nominal amount received at the draw down date. Instalments within 12 months after balance sheet date are classified as short-term debt. Short term liabilities are recognized at the nominal amount received at the date of the transaction. Certain items are assessed according to other rules as explained below.

Tax

The taxation of the company is based on the rules of companies under the Norwegian tonnage tax system. This implies that the company is taxed for financial income and receives reduction for a share of interest expenses calculated as a share of financial assets. Negative tax result can be deferred against later years positive tax result.

Revenue recognition

Revenues are recognised on an accrual basis. Revenues are generated from bareboat charter hires. Bareboat charter revenues are recorded over the term of the charter as a service is provided.

Tangible fixed assets

Tangible fixed assets are recorded in the balance sheet at cost less accumulated depreciation. The company's tangible fixed assets are vessels. Depreciation is linear and based on an assessment of the assets remaining useful lifespan. At each financial statements closing date, tangible fixed assets are analyzed in order to identify any indicator of potential impairment. In case there is an indicator of impairment, the recoverable amount of the fixed asset is determined. The recoverable amount of the fleet is estimated at least once a year during the same period of each financial year. The recoverable amount is the higher of an assets net selling price and its value in use. In order to determine loss of value of the fleet, the Company has identified a single CGU that coincides with the entire fleet when the fleet consists of sister vessels employed having a similar commercial employment. Therefore, in order to verify whether there is any loss of value of the vessels, the assessments are made based on the entire fleet consisting of similar vessels. The loss of value of the vessels, if any is attributed to individual vessel according to the mechanisms of proportionality. An impairment loss is accounted for in the income statement when an asset's carrying amount or the value of the CGU to which it is allocated, exceeds its recoverable amount. In this case, the value previously reduced due to losses is restored, within the limits of the carrying amount that would be determined if the impairment had never been recorded. This takes place only when the impairment loss no longer exists or when there has been change in the estimates used to determine the recoverable amount.

Dry docking

Vessel repair and maintenance cost are expensed when incurred. The Company capitalises the cost of a dry docking at the time the dry-docking takes place, and amortise the capitalised cost through the date of the next scheduled dry docking. Under the bareboat contracts that all vessels are currently operated under, repair, maintenance and dry docking costs are the responsibility of the charterer. Thus, no periodic maintenance or dry-docking have been capitalized or carried out at the historic cost of the vessels.

Receivables

Trade debtors and other receivables are posted at nominal after provision for loss has been deducted. Provision for loss made on the basis of an individual assessment of each receivable.

PB Norge AS



Notes to the Financial Statement
PB Norge AS

Foreign currency translation and exchange rates

Transactions in foreign currency are translated at the rate applicable on the transaction date. Monetary items in a foreign currency are translated into NOK using the exchange rate on the balance sheet date. Changes to exchange rates are recognised in the income statement as financial items as they occur during the accounting period.

The following exchange rates are used in the accounts for currency convention to NOK per 31st December 2016:

USD	8,6825
EUR	9,0758
RUB	0,1435

Cash flow statement

The cash flow statement is presented using the indirect method. Cash and cash equivalents includes cash, bank deposits and other short term, highly liquid investments with maturities of three months or less. The Company does not have restricted cash balances as of 31.12.2016.

PB Norge AS



Notes to the Financial Statement
PB Norge AS

Note 2: Income

As of 31.12.2016 the company owned a total of 18 vessels. All the vessels are Sea River Tankers and are all fixed on bareboat charter-parties with the parent company Prime Shipping LLC.

Bareboathire:

Name of vessel	2016		2015	
	No. Of days	Amount NOK	No. Of days	Amount NOK
Assia	366	17 777 272	365	12 972 724
Aura	366	17 777 272	365	13 033 224
Calliope	366	17 777 272	365	12 974 222
Climene	366	17 777 272	365	11 367 492
Cloe	366	17 777 272	365	12 942 373
Dafne	366	17 777 272	365	12 996 177
Doride	366	17 777 272	365	12 950 769
Elektra	366	17 777 272	365	11 367 492
Enceladus	366	17 777 272	365	16 592 269
Garmonia	366	17 777 272	365	12 972 724
Gheba	366	17 777 272	365	12 950 769
Hestia	366	17 777 272	365	12 965 826
Gloria	366	17 777 272	365	16 270 983
Iapetus	366	17 777 272	365	12 996 177
Kore	366	17 777 272	365	13 011 903
Maia	366	17 777 272	365	12 942 373
Penelope	366	17 777 272	365	15 339 514
Tethys	366	17 777 272	365	12 996 177
Teti	366	17 777 272	365	-102
2015 correction		57 640		
Total		320 048 536		239 643 086

Note 3: Fixed assets:

The company took delivery of 9 vessels in 2010, 6 vessels in 2011 and additional 4 vessels in 2012. One vessel was sold in 2012. The company owns 18 vessels at 31.12.2016. The vessels are depreciated over an expected economic lifespan of 13 years. The vessels are depreciated on a linear basis. The company has not incurred and capitalized any dry docking costs in 2016 as this has been covered by the charterer under the bareboat charter parties. The company has considered impairment indicators and has concluded that there are no indicators of impairment that has triggered a need to perform an impairment test.

	31.12.2016	31.12.2015
Purchase cost 01.01.	1 378 176 858	1 378 176 858
Additions	0	0
Sales and disposals	0	0
Cost of acquisition 31.12.	1 378 176 858	1 378 176 858
Accumulated depreciation and impairment 01.01	497 590 047	393 274 066
Depreciation 31.12.	104 315 983	104 315 982
Impairment 31.12.	0	-
Accumulated depreciation 31.12.	601 906 030	497 590 048
Carrying value 31.12.	776 270 828	880 586 810

PB Norge AS



Notes to the Financial Statement
PB Norge AS

Note 4: Other operating expenses

	2016	2015
Other operating cost consists of:		
Corporate Management fee	-	676 075
Accounting services	539 464	300 557
Auditors remuneration	440 563	89 018
Remuneration to the board incl. tax	-	-
Fee to lawyer	76 463	-
Other honorarium	163 564	102 684
Directors liability insurance	-	17 023
Courier cost	-	9 430
Bank charges	19 677	240 033
Tonnage tax	98 550	-
Other costs	170 319	1 227
Total	1 508 600	1 436 047
Auditors remunention consists of:		
Audit fee	312 605	237 017
Tax services	0	0
Other services	127 958	63 540
Total	440 563	300 557

VAT is not included in the fee to auditor stated above.

The company has no employees. It is not compulsory for the company to establish mandatory occupational pension.

Note 5: Currency exchange gain and (loss):

	2016	2015
Exchange differences consists of:		
Unrealized exchange differences - loan	-241 834 933	53 262 140
Realized exchange differences - loan	-247	-105 693 618
Unrealized exchange differences - other items	17 544 983	4 374 389
Realized exchange differences - other transactions	3 713 537	-28 476 782
Total	-220 576 660	-76 533 871

Note 6: Receivables from group companies

	2016		2015	
	USD	NOK	USD	NOK
PB Volga Ltd. Cyprus	1 415 169	12 287 206	1 415 169	12 466 225
Prime Shipping LLC. Russia	RUB 1 186 318 400	NOK 170 251 584	RI/B 817 771 162	NOK 97 969 074
Total		182 538 790		110 435 299

PB Norge AS



Notes to the Financial Statement PB Norge AS

Note 7: Cash and bank deposit

Currency	2016			2015		
	Balance	Rate	NOK	Balance	Rate	NOK
NOK	19 517	1	19 517	41 844	1,0000	41 844
USD	62 275	8,6825	540 705	63 408	8,8090	558 560
GBP	974	10,6399	10 363	973	13,072	12 724
SGD	464	5,9883	2 777	464	6,2386	2 893
EUR	41	9,0758	374	-15	9,6190	-143
RUB	1 272 137	0,1435	182 552	25 809	0,1198	3 093
Total			756 288			618 978

Note 8: Equity

The share capital consist of 1 000 shares of NOK 100 each. All shares have the same voting rights. All shares are owned by Prime Shipping Holding LLC. The company does not own it's own shares.

2016			
Equity	Share capital	Accumulated loss	Total
Opening balance 01.01	100 000	-294 860 955	-294 760 955
Annual result		-210 407 803	-210 407 803
Equity 31.12.	100 000	-505 268 758	-505 168 758

PB Norge As is consolidated into the group accounts of the parent company Prime Shipping Holding LLC. The consolidated financial statements are available in the registered office of Prime Shipping Holding LLC in Samara, Russia.

Note 9: Intercompany loan

Lender	2016		2015	
	RUB	NOK	RUB	NOK
Prime Shipping LLC	10 203 990 000	1 464 272 565	10 204 013 522	1 222 440 820
Total		1 464 272 565		1 222 440 820

The loan to the parent company Prime Shipping LLC has an interest rate of 15.65 %. The loan agreement shall be in force until 29.07.2026, on this date the loan should be repaid including accumulated interest. The lender has a right to demand early repayment of the loan and accrued interest at any time in this period.



Notes to the Financial Statement PB Norge AS

Note10:	Tax under the Norwegian tonnage tax system			
	01.01.2016	31.12.2016	Average 31.12.2016	31.12.2015
Financial assets	111 155 633	183 489 865	147 322 749	62 623 117
Total capital	991 742 443	959 760 692	975 751 568	995 368 918
Financial assets in %	11,21 %	19,12 %	15,10 %	6,29145 %
Actual interest cost long term dept			-203 722 950	-85 604 268
Share of interest cost long term dept			-30 758 880	-5 385 748
Exchange differences gain/loss short term items			-220 576 413	-24 102 393
Share of exchange differences short term items			-33 303 481	-1 516 390
Exchange differences gain/loss long term items established after 2005			-247	-105 693 618
Share of realised exchange differences gain/loss long term items established after 2005			-37	-6 649 659
Revaluation account 01.01.			-3 350 962	2 040 976
Revaluation account 31.12.			.	3 350 690
Total taxable exchange differences gain/loss			-36 654 480	-2 774 110
Financial income/financial cost				
Interest income			151	518
Taxable currency gain/deductable currency loss			-36 654 480	-2 774 110
Interest cost deductible			-30 758 880	-878 431
Interest cost not tax deductible			30 758 880	0
Other finance cost			.	-86 117
Total financial income/financial loss			-36 654 329	-3 738 140
Loss carried forward			-7 957 733	-4 219 593
Total losses carried forward			-44 612 062	-7 957 733
Deferred tax asset			10 706 895	1 989 433

Deferred tax assets are not recognized in the balance sheet, as it is not probable that these can be utilized in the future

PB Norge AS



Notes to the Financial Statement
PB Norge AS

Tonnage tax

Name of vessel	Net tonnage	From date	to date	No. Of days	Tonnage tax 2016	Tonnage tax 2015
Calliope	2000	01.01.2016	31.12.2016	365	6 570	6 570
Dafne	2000	01.01.2016	31.12.2016	365	6 570	6 570
Teti	2000	01.01.2016	31.12.2016	365	6 570	6 570
Penelope	2000	01.01.2016	31.12.2016	365	6 570	6 570
Gheba	2000	01.01.2016	31.12.2016	365	6 570	6 570
Cloe	2000	01.01.2016	31.12.2016	365	6 570	6 570
Mayya	2000	01.01.2016	31.12.2016	365	6 570	6 570
Enceladus	1000	01.01.2016	31.12.2016	365	-	-
Japetus	1000	01.01.2016	31.12.2016	365	-	-
Tethys	1000	01.01.2016	31.12.2016	365	-	-
Gloria	2000	01.01.2016	31.12.2016	365	6 570	6 570
Garmonia	2000	01.01.2016	31.12.2016	365	6 570	6 570
Climene	2000	01.01.2016	31.12.2016	365	6 570	6 570
Assia	2000	01.01.2016	31.12.2016	365	6 570	6 570
Aura	2000	01.01.2016	31.12.2016	365	6 570	6 570
Doride	2000	01.01.2016	31.12.2016	365	6 570	6 570
Elektra	2000	01.01.2016	31.12.2016	365	6 570	6 570
Kore	2000	01.01.2016	31.12.2016	365	6 570	6 570
					98 550	98 550



To the General Meeting of PB Norge AS

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of PB Norge AS showing a loss of NOK 210 407 803. The financial statements comprise the balance sheet as at 31 December 2016, the income statement and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2016, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs). Our responsibilities under those standards 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 as required by laws and regulations, 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.

Other information

Management is responsible for the other information. The other information comprises the Board of Directors' report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information 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 the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

PricewaterhouseCoopers AS, Postboks 748 Sentrum, NO-0106 Oslo

T: 02316, org.no.: 987 009 713 VAT, www.pwc.no

State authorised public accountants, members of The Norwegian Institute of Public Accountants, and authorised accounting firm



Independent Auditor's Report - PB Norge AS



Responsibilities of The Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director (management) are responsible for the preparation in accordance with law and regulations, including fair presentation of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, 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. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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 laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We 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.

(2)



Independent Auditor's Report - PB Norge AS



- conclude on the appropriateness of management's use of the going concern basis of accounting 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 content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Board of Directors 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.

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements, the going concern assumption, and the proposal for the coverage of the loss is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Other Matters

This audit report replaces our previous audit report as of 30 June 2017, which was issued at the statutory deadline for holding the annual shareholders meeting. Complete annual financial statements and Board of Directors report were at this point in time not submitted by the Board of Directors and Managing Director.

Oslo, 21 September 2017
PriceWaterhouseCoopers AS


Sjur Holseter
State Authorised Public Accountant

(3)



Skattedirektoratet

Saksbehandler Torstein Klinden Helleland	Deres dato 17.06.2016	Vår dato 20.06.2016
Telefon 22078139	Deres referanse SBR	Vår referanse 2016/635068

PriceWaterhouseCoopers AS
Postboks 748
0106 Oslo

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for PB Norge AS, org. nr. 892 043 612

- Vi viser til deres brev av 17. juni 2016 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for PB Norge AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering PB Norge AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn

PB Norge AS er helheiet av det russiske selskapet LLC Prime Shipping Holding. Selskapet driver med shippingvirksomhet. Dette er en internasjonal bransje og alle sentrale aktører og samarbeidspartnere behersker og benytter engelsk. Alle selskap i konsernet er av det russiske morselskapet pålagt å utarbeide årsregnskapet og årsrapporten på engelsk. Styret har utenlandske medlemmer. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal "årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse:
Se www.skatteetaten.no
Org.nr: 996250318
E-post: skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
22 17 08 60



forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til “informative regnskaper for ulike grupper av regnskapsbrukere”. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at selskapet er eiet av et utenlandsk selskap. Eierkretsen er begrenset. Styret har utenlandske medlemmer. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Inger Helene Iversen
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer