



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2017 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 991 757 325  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: WALLENIOUS WILHELMSEN TERMINALS AS  
Forretningsadresse: Strandveien 20  
1366 LYSAKER

### Regnskapsår

Årsregnskapets periode: 01.01.2017 - 31.12.2017

### Konsern

Morselskap i konsern: Nei

### Regnskapsregler

Regler for små foretak benyttet: Nei  
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Forenklet IFRS

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Maiken Aalde  
Dato for fastsettelse av årsregnskapet: 22.06.2018

### Grunnlag for avgivelse

År 2017: Årsregnskapet er elektronisk innlevert  
År 2016: Tall er hentet fra elektronisk innlevert årsregnskap fra 2017

*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, 03.08.2019



## Resultatregnskap

Beløp i: NOK	Note	2017	2016
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt		131 751 000	
<b>Sum inntekter</b>		<b>131 751 000</b>	
<b>Kostnader</b>			
Driftskostnader		58 752 000	
Lønnskostnad		49 278 000	
Avskrivning på varige driftsmidler og immaterielle eiendeler		4 015 000	
Annen driftskostnad		10 188 000	
<b>Sum kostnader</b>		<b>122 233 000</b>	
<b>Driftsresultat</b>		<b>9 518 000</b>	
<b>Finansinntekter og finanskostnader</b>			
Annen renteinntekt		24 000	
Kursgevinst		2 732 000	
<b>Sum finansinntekter</b>		<b>2 756 000</b>	
<b>Netto finans</b>		<b>2 756 000</b>	
<b>Ordinært resultat før skattekostnad</b>		<b>12 274 000</b>	<b>0</b>
Skattekostnad på ordinært resultat		3 270 000	
<b>Ordinært resultat etter skattekostnad</b>		<b>9 004 000</b>	<b>0</b>
<b>Årsresultat</b>		<b>9 004 000</b>	<b>0</b>



## Balanse

Beløp i: NOK	Note	2017	2016
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Kundekontrakter		20 822 000	
Utsatt skattefordel		404 000	
<b>Sum immaterielle eiendeler</b>		<b>21 226 000</b>	
<b>Varige driftsmidler</b>			
Tomter, bygninger og annen fast eiendom		6 452 000	
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		2 647 000	
<b>Sum varige driftsmidler</b>		<b>9 099 000</b>	
<b>Sum anleggsmidler</b>		<b>30 325 000</b>	<b>0</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
Kundefordringer		11 120 000	
Andre fordringer		38 757 000	
Konsernfordringer		2 128 000	
<b>Sum fordringer</b>		<b>52 005 000</b>	
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende		14 127 000	
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>14 127 000</b>	
<b>Sum omløpsmidler</b>		<b>66 132 000</b>	<b>0</b>
<b>SUM EIENDELER</b>		<b>96 457 000</b>	<b>0</b>

## BALANSE - EGENKAPITAL OG GJELD

### Egenkapital

#### Innskutt egenkapital



## Balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2017</b>	<b>2016</b>
Selskapskapital		8 225 000	
<b>Sum innskutt egenkapital</b>		<b>8 225 000</b>	
<b>Opptjent egenkapital</b>			
Annen egenkapital		51 676 000	
<b>Sum opptjent egenkapital</b>		<b>51 676 000</b>	
<b>Sum egenkapital</b>		<b>59 901 000</b>	<b>0</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
Pensjonsforpliktelser		1 261 000	
<b>Sum avsetninger for forpliktelser</b>		<b>1 261 000</b>	
<b>Annen langsiktig gjeld</b>			
<b>Sum langsiktig gjeld</b>		<b>1 261 000</b>	<b>0</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld		16 675 000	
Betalbar skatt		745 000	
Kortsiktig konserngjeld		11 419 000	
Annen kortsiktig gjeld		6 456 000	
<b>Sum kortsiktig gjeld</b>		<b>35 295 000</b>	
<b>Sum gjeld</b>		<b>36 556 000</b>	<b>0</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>96 457 000</b>	<b>0</b>



## Skattedirektoratet

Saksbehandler Jan Hoelstad	Deres dato 30.05.2011	Vår dato 06.06.2011
Telefon 22077325	Deres referanse Rune Gisvold / Bodil Berg	Vår referanse 2010/951172

Wallenius Wilhelmsen Logistics AS  
Postboks 33  
1324 LYSAKER

## Dispensasjon fra kravet om utarbeidelse av årsregnskap og årsberetning på norsk

Det vises til deres brev av 30. mai 2011 samt e-post av 31. mai 2011 med bekrefting av opplysninger i sakens anledning. Selskapet Wallenius Wilhelmsen Logistic AS er i vedtak av 24. september 2010 fra Skattedirektoratet innvilget dispensasjon fra kravet om å utarbeide årsregnskap på norsk språk. Det søkes nå om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for selskapets norske heleide underliggende konsernselskap:

- Wallenius Wilhelmsen Terminals Holding AS org. nr: 991 329 536
- Wallenius Wilhelmsen Terminals AS org. nr: 991 757 325
- Wallenius Wilhelmsen Logistics India Holding AS org. nr: 993 098 612

### Bakgrunn:

Fra deres brev gjengis:

*"WWL Gruppen er i dag blant Norges mest globale virksomheter som driver avansert, industriell shipping med transport av rullerende last. I tilknytning til sjøtransporten tilbyr WWL Gruppen ulike typer logistiktjenester som terminaltjenester rundt omkring i verden, tekniske tjenester, innlandstransport og styring av transporttjenester for kjøretøy.*

*Gruppens virksomhet foregår i det alt vesentlige utenfor Norges grenser. Forretningspråket i bransjen er engelsk og kommunikasjonen internt i konsernet er på engelsk. Det er fremmedspråklige ansatte i styrene i selskapene samt i organisasjonen for øvrig, som bidrar med innspill til årsregnskap og årsberetning.*

*Det er således et faktum at interessegruppene for regnskapet, herunder kunder, leverandører, långivere, konkurrenter, ansatte og aksjonærer naturlig forholder seg til, og deres interesser er ivarettatt tilstrekkelig, gjennom regnskapsrapportering på engelsk. For rapportering til norske myndigheter sendes oppgaver på norsk."*

### Skattedirektoratets vurdering og konklusjon

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:

Postadresse	Besøksadresse	Sentralbord
Postboks 9200 Grønland	Se <a href="http://www.skatteetaten.no">www.skatteetaten.no</a>	800 80 000
0134 Oslo	Org. nr: 996250318	Telefaks
For elektronisk henvendelse se <a href="http://www.skatteetaten.no">www.skatteetaten.no</a>		22 17 08 60



*”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 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, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir negativt berørt ved en eventuell dispensasjon.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. Selskapene er heleide av Wallenius Wilhelmsen Logistic AS som allerede er innvilget tilsvarende dispensasjon. Det er anført samme faktum og argumenter i denne søknaden. Virksomheten er i en internasjonal bransje hvor engelsk språk benyttes både internt og ovenfor eksterne forretningsforbindelser.

Skattedirektoratet gir på bakgrunn av en helhetsvurdering de ovenfor nevnte selskapene dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd.

Dispensasjonen forutsetter at engelsk språk benyttes i stedet ved utarbeidelsen, og at øvrige opplysninger som vedtaket baserer seg på, heller ikke endres vesentlig.

Vennligst oppgi vår referanse ved henvendelser i anledning saken.

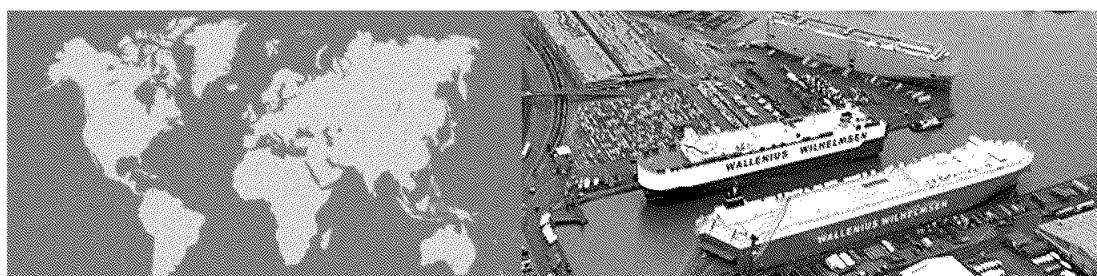
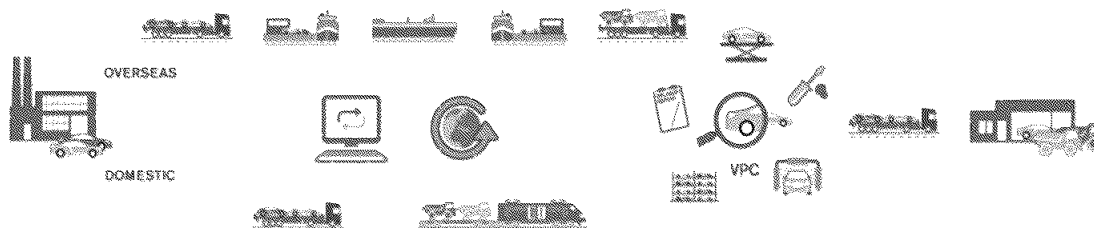
Med hilsen

Torstein Kinden Helleland  
seniorrådgiver  
Rettsavdelingen, foretaksskatt  
Skattedirektoratet

  
Jan Hoelstad



# Annual Report 2017



## WALLENIUS WILHELMSEN TERMINALS AS



**Wallenius Wilhelmsen Terminals AS**

**Directors Report for fiscal year 2017**

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**1. The nature of the operation**

Wallenius Wilhelmsen Terminals AS (WWT) is a terminal company with branch office in Southampton, England. The company provides terminal services related to deep sea ocean transportation to and from the UK.

The services provided by WWT are integrated in the operation of Wallenius Wilhelmsen Logistics AS (WWL). WWL delivers logistics solutions based on four global products. Deep sea ocean transportation is the core product, supported by terminal services, technical services and inland distribution.

2008 was the first full year of operation for WWT. WWT was established in 2007 as part of a restructuring of the total terminal activity of WWL.

WWT is owned 100% by Wallenius Wilhelmsen Terminals Holding AS (WWTH) and the company is run from its offices at Lysaker and the branch office in Southampton.

**2. Continued operation**

The Board of Directors confirms that the Financial Statement supports continued operation.

**3. Internal environment**

As per December 31<sup>st</sup>, 2017 WWT had 139 employees at the terminal in Southampton and no employees at Lysaker. Traditionally this industry is male dominated and of the company's 136 employees, 13 are females. Most females work within administration. The working hour regulations in the company are related to position and independent of gender. The administration of the company is run through a management agreement with WWL.

There have been 4 recorded minor injuries or accidents during 2016. Absence due to sickness is estimated at 5.86% for 2017.

There is one woman on the Board of Directors. Further reference is made to the WWL personnel policy, which applies to the whole group of companies.



## 4. The Financial Statement

The financial statement of the company has been prepared in accordance with simplified IFRS standard.

The result of the company is a profit of TNOK 9 004.  
The company had at year end 2017 acceptable liquidity and serves all short and non-current debt comfortably.

The Board is not aware of any significant issues or developments after balance sheet date, which should have been reflected in the 2017 financial statement.

## 5. Future expectations

WWT has experienced a positive growth in demand for terminal services. The Southampton terminal has delivered satisfactory results despite the uncertainty in the market. This growth is expected to continue to improve in the near future.

WWT will continue to develop the services based on the group's long-term strategy.

The company is closely following the global economic development as well as the competitive situation, which potentially may have negative impact on WWT. The Board maintains that there will always be uncertainty related to future development expectations.

## 6. The external environment

The terminal operations affect the environment and WWT is therefore working actively to limit the negative environmental consequences through strict requirements related to security, quality and environmental measures. The company involves staff at all levels in environmental issues.

## 7. Financial Risk

The company's functional currency is NOK. The financial statements are presented in NOK. The functional currency of the branch in UK is GBP, as this is the currency, which is mainly used in the branch. The underlying currency risk in GBP is considered to be limited. No foreign currency hedge instrument is used to limit the exposure to fluctuations in foreign currency.

The company's liquidity, raw material and interest rate risks are considered to be limited. The company has financial ability and liquidity to withstand the effect of fluctuations in market conditions.



#### 8. Distribution of the annual result

The Board proposes the following appropriation:

Group contribution:	TNOK 2 290
Other equity:	TNOK 6 714
Total appropriated:	TNOK 9 004

Lysaker, April 27<sup>th</sup>, 2018

The Board of Wallenius Wilhelmsen Terminals AS

Rebekka Glasser Herlofsen  
Chair

Bjørnar Heiaas Bukholm

Kristin Schjødt Bitnes



## WALLENIUS WILHELMSSEN TERMINALS AS INCOME STATEMENT

NOK 1 000

	Note	2017	2016
Gross operating revenue	2	131 751	149 884
Direct operating expenses	3	(58 752)	(58 643)
Wages and remunerations	4, 5	(49 278)	(54 320)
Depreciation	6a, 6b	(4 015)	(3 936)
Other operating expenses	7	(10 188)	(10 851)
<b>NET OPERATING INCOME/ (LOSS)</b>		<b>9 518</b>	<b>22 134</b>
<b>FINANCIAL ITEMS</b>			
Financial income	8	2 756	68
Financial expenses	8	-	(8 433)
<b>NET FINANCIAL ITEMS</b>		<b>2 756</b>	<b>(8 366)</b>
<b>NET INCOME/ (LOSS) BEFORE TAXES</b>		<b>12 274</b>	<b>13 768</b>
<b>TAXES</b>	9	<b>(3 270)</b>	<b>(5 390)</b>
<b>NET INCOME/ (LOSS)</b>		<b>9 004</b>	<b>8 378</b>

## COMPREHENSIVE INCOME

NOK 1 000

	Note	2017	2016
Profit/(loss) for the year		9 004	8 378
Items that will not be reclassified to the income statement		847	(10 335)
Remeasurement postemployment benefits, net of tax	5	2 838	(3 793)
<b>Total comprehensive income</b>		<b>12 689</b>	<b>(5 750)</b>
Attributable to			
Owners of the parent		-	-
Total comprehensive income for the year		-	-



## WALLENIUS WILHELMSSEN TERMINALS AS

### BALANCE 31. DECEMBER - ASSETS

NOK 1 000


	Note	2017	2016
<b>NON CURRENT ASSETS</b>			
<b>Intangible assets</b>			
Deferred tax asset	9	404	1 127
Customer relations	6a	20 822	21 981
<b>Total intangible assets</b>		<b>21 226</b>	<b>23 108</b>
<b>Tangible fixed assets</b>			
Buildings and property	6b	6 452	4 272
Other fixed assets	6b	2 647	2 714
<b>Total tangible fixed assets</b>		<b>9 099</b>	<b>6 986</b>
<b>TOTAL NON CURRENT ASSETS</b>		<b>30 325</b>	<b>30 093</b>
<b>CURRENT ASSETS</b>			
<b>Receivables</b>			
Accounts receivable	10	11 120	8 170
Receivables from related parties	13	2 128	7 960
Other short-term receivables	11	38 757	30 655
<b>Total receivables</b>		<b>52 005</b>	<b>46 786</b>
Cash and cash equivalents	12	14 127	15 870
<b>TOTAL CURRENT ASSETS</b>		<b>66 132</b>	<b>62 656</b>
<b>TOTAL ASSETS</b>		<b>96 457</b>	<b>92 749</b>




**WALLENIUS WILHELMSSEN TERMINALS AS**  
**BALANCE 31. DECEMBER - EQUITY AND LIABILITIES**  
NOK 1 000

	Note	2017	2016
<b>EQUITY</b>			
<b>Paid-in capital</b>			
Share capital		8 225	8 225
<b>Retained earnings</b>			
Other equity		51 676	41 008
<b>TOTAL EQUITY</b>		<b>59 901</b>	<b>49 233</b>
<b>NON CURRENT LIABILITIES</b>			
<b>Allocation for liabilities</b>			
Pension liabilities	5	1 261	7 249
<b>Total allocation for liabilities</b>		<b>1 261</b>	<b>7 249</b>
<b>TOTAL NON CURRENT LIABILITIES</b>		<b>1 261</b>	<b>7 249</b>
<b>CURRENT LIABILITIES</b>			
Accounts payable		16 675	10 790
Liabilities to related parties	13	11 419	19 644
Tax payable	9	745	1 616
Other short-term liabilities	11	6 457	4 216
<b>TOTAL CURRENT LIABILITIES</b>		<b>35 295</b>	<b>36 267</b>
<b>TOTAL LIABILITIES</b>		<b>36 556</b>	<b>43 516</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>96 457</b>	<b>92 749</b>

Lysaker, April 27th, 2018  
Board of Directors Wallenius Wilhelmsen Terminals AS

  
Rebekka Glasser Herlofsen  
Chair

  
Bjørnar Heiaas Bukholm

  
Kristin Schjødt Bitnes



## STATEMENT OF CHANGES IN EQUITY

NOK 1 000

	Share capital	Retained earnings	Total equity
Opening balances 31.12.2016	8 225	41 008	49 233
Group contribution		(2 290)	(2 290)
Profit for the year		9 004	9 004
Other comprehensive income		3 954	3 954
<b>Balance 31.12.2017</b>	<b>8 225</b>	<b>51 676</b>	<b>59 901</b>

NOK 1 000

Balance at 31.12.2015	8 225	62 191	70 416
Group contribution		(15 755)	(15 755)
Reversal group contribution		15 755	15 755
Dividend		(15 755)	(15 755)
Profit for the year		8 378	8 378
Other comprehensive income		(13 805)	(13 805)
<b>Balance at 31.12. 2016</b>	<b>8 225</b>	<b>41 008</b>	<b>49 233</b>

### The company's share capital is as follows:

NOK 1 000

	Premium shares	NOK 1 000
Share capital 31 Decembe 2017	8 225	8 225
<b>Total</b>	<b>8 225</b>	<b>8 225</b>

As of 31 December 2017 the company had no own shares.



## WALLENIIUS WILHELMSEN TERMINALS AS

### CASH FLOW STATEMENT

NOK 1 000

	Note	2017	2016
<b>Cash flow from operating activities</b>			
Net income/ (loss) before taxes		12 274	13 768
Financial items		(2 756)	8 366
Taxes paid in the period		(2 686)	(6 564)
Depreciation	6a, 6b	4 015	3 936
Changes in receivables and liabilities		2 935	2 257
Differences expensed pension and premium paid	5	(3 087)	(1 472)
Changes in other periodical accruals		(8 700)	(34 296)
<b>Net change in cash from operation</b>		<b>1 995</b>	<b>(14 006)</b>
<b>Cash flow from investing activities</b>			
Investments in fixed assets and intangible assets		(3 762)	(1 657)
Interest received		24	68
<b>Net change in cash from investments</b>		<b>(3 738)</b>	<b>(1 589)</b>
<b>Net cash flow from financing activities</b>			
Dividend to parent company		-	(15 755)
<b>Net change in cash from financing activities</b>		<b>-</b>	<b>(15 755)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>(1 743)</b>	<b>(31 350)</b>
Cash and cash equivalents at 01.01		15 870	47 221
<b>Cash &amp; cash equivalents at 31.12</b>		<b>14 127</b>	<b>15 870</b>



## Notes to the financial statements

### NOTE 1

#### GENERAL INFORMATION

Wallenius Wilhelmsen Terminals AS ('the company') is a holding company and has from January 1<sup>st</sup>, 2008 ownership in a branch in Southampton, UK. This branch is a terminal company, which provides services related to deep sea ocean transportation of outbound finished vehicles.

The company is domiciled in Norway with the ultimate parent company being Wallenius Wilhelmsen Logistics ASA, a public limited liability company listed on the Oslo Stock Exchange.

Consolidated accounts for the company and its subsidiaries have not been prepared as they are a sub group of Wallenius Wilhelmsen Logistics ASA group.

The annual accounts were adopted by the board of directors on April 20<sup>th</sup>, 2018.

The group account for WWL ASA is available on [www.walleniuswilhelmsen.com](http://www.walleniuswilhelmsen.com)

#### BASIC POLICIES

The financial statements of the company have been prepared and presented in accordance with simplified IFRS pursuant to section 3-9 of the Norwegian Accounting Act.

The functional and presentational currency is USD.

The company has changed from Norwegian GAAP to simplified IFRS in 2017. There are no changes to the accounts as a result of this, and the opening balance per 01.01.17 as well as the equity reconciliation for changes in accounting principles have not been disclosed.

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain financial assets and liabilities (including financial derivatives) at fair value through the income statement.

The company accounts are presented in Norwegian krone (NOK), rounded off to the nearest whole thousand.

The company is presented in its functional currency NOK.

Preparing financial statements in conformity with simplified IFRS requires the management to make use of estimates and assumptions which affect the application of the accounting policies and the reported amounts of assets and liabilities, revenues and expenses.

Estimates and associated assumptions are based on historical experience and other factors regarded as reasonable in the circumstances. The actual result can vary from these estimates.

The accounting policies outlined below have been applied consistently for all the periods presented the accounts.

#### SHARES IN SUBSIDIARIES

Shared in subsidiaries are presented according to the cost method. Group relief received is included in dividends from subsidiaries. Group contributions and dividends from subsidiaries are recognised in the year for which it is proposed by the subsidiary to the extent the company can control the decision of the subsidiary through its shareholding.



## RELATED PARTIES TRANSACTIONS

The company has transactions with subsidiaries, joint ventures and associated companies within the WWL ASA group. These transactions are based on commercial market terms.

## FOREIGN CURRENCY TRANSLATION

The financial statements are presented in NOK, which is the company's functional and presentation currency. The functional currency of the branch in UK is GBP as this is the currency which is mainly used in the branch. The balance sheet is translated to NOK at the closing rate on the date of the balance sheet, while the income statement is translated at the average exchange rate. All resulting exchange differences related to translation of the balance sheet and the income statement are recognized as a separate equity component. The value of customer relations is translated at the closing rate on the date of the balance sheet.

Foreign currency transactions are translated into the functional currency using the historic exchange rates. Monetary items are translated at the closing rate on the date of the balance sheet. Foreign exchange gains and losses resulting from the settlement of such transactions and from the transaction at year-end exchange rates of assets and liabilities denominated in foreign currencies are recognised in the income statement.

## REVENUE RECOGNITION

Revenue is recognised when it is probable that a transaction will generate a future economic benefit that will accrue to the entity and the size of the amount can be reliably estimated. Revenues are recognised at fair value and presented net of value added tax and discounts.

## INTANGIBLE FIXED ASSETS

Amortisation of intangible fixed assets is based on the following expected useful lives:

Customer relations	20 years
Computer software	3-5 years

### *Customer relations*

#### **Customer relations and contracts**

Identifiable customer relationships and other contractual arrangements as part of business combinations are capitalised when:

- the asset arises from contractual or other legal rights or the relationships are separable, and
- it is probable that the future economic benefits that are attributable to the asset will flow to the entity

Customer relations and contracts are amortised over the expected useful lives in accordance with the straight-line method.

### *Computer software*

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives (three to five years). Costs related to maintenance of computer software licences and programs are recognised as an expense as incurred. Costs directly associated with the development of identifiable software owned by the company, with an expected useful life of more than one year, are capitalised. Direct costs include software development personnel and a share of relevant overheads. Capitalised computer software developed in-house is amortised using the straight-line method over its expected useful life.

## TANGIBLE FIXED ASSETS



Buildings, property, fixtures and equipment acquired by group companies are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the item. Depreciation is calculated on a straight-line basis to allocate the cost over the estimated useful lives, and will reflect expected residual value.

Land is not depreciated. Other tangible fixed assets are depreciated over the following expected useful lives;

Buildings and property	25-50 years
Fixtures and equipment	3-10 years

Each part of a fixed asset which is significant for the total cost of the item will be depreciated separately. Components with similar useful lives will be included in a single component.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

The estimated residual value and expected useful life of long-term assets are reviewed at each balance sheet date and, where they differ significantly from previous estimates, depreciation charges will be changed accordingly.

## LEASES

Leases for property and equipment where the company carries substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of fair value of the leased item or the present value of agreed lease payments. Each lease payment is allocated between liability and finance charges. The corresponding rental obligations are included in other long-term liabilities. The associated interest element is charged to the income statement over the lease period so as to produce a periodic rate of interest on the remaining balance of the liability for each period.

Finance leases are depreciated over the shorter of useful life of the asset or the lease term.

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases, net of any financial incentives from the lessor, are charged to the income statement on a straight-line basis over the period of the lease.

## IMPAIRMENT OF NON-FINANCIAL ASSETS

Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

## FINANCIAL ASSETS

### *Loans and Receivables*

Loans and receivables are classified as current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Loans and receivables are classified as 'accounts receivable', 'other short-term receivables' or 'other long-term receivables' in



the balance sheet. Accounts receivable are measured at amortised cost less provision for impairment. A provision for impairment of accounts receivable is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the accounts receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the recoverable amount. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement within 'direct operating expenses'. When an accounts receivable is uncollectible, it is written off against the allowance account for accounts receivable.

#### **CASH AND CASH EQUIVALENTS**

Cash and cash equivalents include cash in hand, deposits held at call with banks, other current highly-liquid investments with original maturities of three months or less, and bank overdrafts.

#### **CURRENT AND DEFERRED INCOME TAX**

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation and establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is calculated using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

#### **PROVISIONS**

The company makes provisions for legal claims when a legal or constructive obligation exists as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation, and the amount can be estimated with a sufficient degree of reliability. Provisions are not made for future operating losses.

#### **REVENUE RECOGNITION**

Revenue is recognised when it is probable that a transaction will generate a future economic benefit that will accrue to the entity and the size of the amount can be reliably estimated. Revenues are recognised at fair value and presented net of value added tax and discounts.

#### **PENSION OBLIGATIONS**

Group companies have various pension schemes, and the employees are covered by pension plans which comply with local laws and regulations. These schemes are generally funded through payments to insurance companies or pension funds on the basis of periodic actuarial calculations. The group has both defined contribution and defined benefit plans.

A defined contribution plan is one under which the group pays fixed contributions to a separate legal entity. The group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans, the group pays contribution to publicly or privately administered pension insurance plans on an obligatory, contractual or voluntary basis. The group has no further payment obligations once the contributions have been paid. The contributions are recognised as a



payroll expense when they fall due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

A defined benefit plan is one which is not a defined contribution plan. This type of plan typically defines an amount of pension benefit an employee will receive on retirement, normally dependent on one or more factors such as age, years of service and pay.

The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates for high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation.

The pension obligation is calculated annually by independent actuaries using a straight-line earnings method.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. Past-service costs are recognised immediately in income.

#### **CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS**

When preparing the financial statements and, the company must make assumptions and estimates. These estimates are based on the actual underlying business, its present and forecast profitability over time, and expectations about external factors, such as interest rates and foreign exchange rates, which are outside the company's control. This presents a substantial risk that actual conditions will vary from the estimates.



## NOTE 2 OPERATING REVENUE

NOK 1 000

	<u>2017</u>	<u>2016</u>
Terminal revenue	131 751	149 884
<b>Total operating revenue</b>	<b>131 751</b>	<b>149 884</b>

Terminal revenue derives from terminal services related to deep sea ocean transportation of outbound finished vehicles, high & heavy and break bulk cargoes.

Per geographical area	<u>2017</u>	<u>2016</u>
Europe	131 751	149 884
<b>Total operating revenue</b>	<b>131 751</b>	<b>149 884</b>

## NOTE 3 DIRECT OPERATING EXPENSES

NOK 1 000

Direct operating expenses	<u>2017</u>	<u>2016</u>
Terminal operating expenses	33 686	25 488
Stevedoring operating expenses	6 363	11 358
Hired personnel	4 353	4 316
Other operating expenses	14 350	17 481
<b>Total direct operating expenses</b>	<b>58 752</b>	<b>58 643</b>

Direct operating expenses for terminal activities includes receiving and delivery of cargo, terminal rent and vehicle processing expenses.



## NOTE 4 SALARY, NUMBER OF EMPLOYEES AND OTHER BENEFITS

NOK 1 000

<b>Wages and remunerations</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Salary	41 984	42 070
Social security	3 818	4 153
Pensions	(72)	2 182
Other benefits	3 549	5 916
<b>Total wages and remunerations</b>	<b>49 278</b>	<b>54 320</b>
Number of full time employees	139	136

### Board of Directors fee

No remuneration has been paid to the Board of Directors in 2017 and 2016.

### Wages and remuneration for the Chief Executive Officer

No wages or remuneration has been paid to the Chief Executive Officer in 2017 or 2016 from Wallenius Wilhelmsen Terminals AS. The Chief Executive Officer receives remuneration from Wallenius Wilhelmsen Logistics AS.

No loans/guarantees are given to the Chief Executive Officer, Chairman of the Board or other related parties. There are no individual loans/guarantees which amounts to more than 5% of the company's equity.

### Share options

The company has no share options programme.

<b>Auditors fees</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Audit fee, statutory audit	60	120
<b>Total auditors fees</b>	<b>60</b>	<b>120</b>

All figures are excluding VAT.



## NOTE 5 PENSION COST, FUNDS AND LIABILITIES

NOK 1 000

### Pensions

#### Number of employees in defined benefit pension plans 31.12

	Funded	Unfunded	Total
In employment	-	-	-
On retirement	12	-	12
<b>Total</b>	<b>12</b>	<b>-</b>	<b>12</b>

Financial assumptions for the pension calculations	2017	2016
Discount rate	2,60 %	2,90 %
Annual pay regulation	3,45 %	3,60 %
Annual regulation of pensions	3,70 %	3,70 %

Basic assumptions within insurance is used as actuarial assumptions concerning demographic factors.

Pension expenses	2017	2016
Service cost	1 332	(955)
Net interest cost	(3 106)	4 052
Return on assets in pension plans	2 554	(3 541)
Cost of defined contribution plan / correction prev. year	(2 009)	2 626
<b>Net pension expenses</b>	<b>(1 229)</b>	<b>2 182</b>

Remeasurements - Other comprehensive income	2017	2016
Effect of changes in demographic assumptions	(504)	-
Effect of changes in financial assumptions	1 239	6 183
Effect of experience adjustments	(2 024)	1 185
(Return) on plan assets (excluding interest income)	(1 795)	(3 012)
<b>Total remeasurements included in OCI</b>	<b>(3 084)</b>	<b>4 356</b>
Tax effect of pension OCI	586	(882)
<b>Net remeasurements</b>	<b>(2 498)</b>	<b>3 474</b>

	Funded	Unfunded	2017	2016
<b>Pension obligations</b>				
Defined benefit obligations 01.01	38 090	-	38 090	35 138
Effect of changes in foreign exchange rates	(1 712)	-	(1 712)	(4 119)
Service cost - current	(545)	-	(545)	1 321
Interest expense	937	-	937	1 137
Benefit payments from employer	(602)	-	(602)	(1 032)
Settlement payments	(2 470)	-	(2 470)	(1 427)
Remeasurements - change in assumptions	(8 704)	-	(8 704)	7 071
<b>Pension obligations 31.12</b>	<b>24 994</b>	<b>-</b>	<b>24 994</b>	<b>38 090</b>

Gross pension assets	2017	2016
Fair value of plan assets 01.01	30 841	29 739
Effect of changes in foreign exchange rates	(7 869)	(3 534)
Interest income	1 057	1 783
Employer contributions	(602)	(1 032)
Settlement payments	(2 614)	0
Return on plan assets (excluding interest income)	2 920	3 885
<b>Gross pension assets 31.12</b>	<b>23 733</b>	<b>30 841</b>

#### Specification of net pension liabilities reflected in the balance sheet at 31.12

	Funded	Unfunded	2017	2016
Defined benefit obligation	23 662	-	23 662	39 045
Service cost	1 332	-	1 332	(955)
<b>Total pension obligation</b>	<b>24 994</b>	<b>-</b>	<b>24 994</b>	<b>38 090</b>
Fair value of plan assets	(23 733)	-	(23 733)	(30 841)
<b>Net liability (asset)</b>	<b>1 261</b>	<b>-</b>	<b>1 261</b>	<b>7 249</b>

Pension payments in 2018 are expected to be NOK 1 677 thousand (2017: NOK 1 266 thousand)



## NOTE 6a INTANGIBLE FIXED ASSETS

NOK 1 000

	Customer relations	IT software	Total intangible
Cost per 01.01.2016	49 225	207	49 431
Additions	-	-	-
Currency translation difference	(9 260)	-	(9 260)
<b>Cost price per 31.12. 2016</b>	<b>39 965</b>	<b>207</b>	<b>40 172</b>
Accumulated depreciation per 01.01. 2016	(14 767)	(207)	(14 976)
Depreciation and amortization	(2 141)	-	(2 141)
Disposals	-	-	-
Currency translation difference	(1 076)	-	(1 076)
<b>Accumulated depreciation per 31.12. 2016</b>	<b>(17 984)</b>	<b>(207)</b>	<b>(18 193)</b>
<b>Carrying amounts 2016:</b>			
<b>At January 1st</b>	<b>34 457</b>	<b>-</b>	<b>34 457</b>
<b>At December 31st</b>	<b>21 981</b>	<b>-</b>	<b>21 981</b>
Cost per 01.01.2017	39 965	207	40 172
Additions	-	-	-
Currency translation difference	1 680	-	1 680
<b>Cost price per 31.12. 2017</b>	<b>41 645</b>	<b>207</b>	<b>41 852</b>
Accumulated depreciation per 01.01. 2017	(17 984)	(207)	(18 193)
Depreciation and amortization	(2 006)	-	(2 006)
Disposals	-	-	-
Currency translation difference	(832)	-	(832)
<b>Accumulated depreciation per 31.12. 2017</b>	<b>(20 822)</b>	<b>(207)</b>	<b>(21 031)</b>
<b>Carrying amounts 2017:</b>			
<b>At January 1st</b>	<b>21 981</b>	<b>-</b>	<b>21 981</b>
<b>At December 31st</b>	<b>20 822</b>	<b>-</b>	<b>20 822</b>
Expected useful life time	20 years	3-5 years	
Depreciation method	Linear	Linear	

Wallenius Wilhelmsen Terminals AS (WWT) is a part of the Wallenius Wilhelmsen Logistics group (WWL). One of the WWL group's long-term goals is to be a global supplier of logistic services, including terminal services. The investment in WWT supports this goal. The terminal activities are closely integrated with the ocean transportation operations in WWL, and the vessels calling the terminals are built for 25-35 years of operation. The customer base has remained stable over the last 20-30 years, and the company has long-term and strong relationships with the customers. On this basis the value of the customer relations is amortized over a 20 year period.



<b>NOTE 6b</b>	<b>TANGIBLE FIXED ASSETS</b>			
NOK 1 000		<b>Buildings and property</b>	<b>Other fixed assets</b>	<b>Total tangible assets</b>
Cost per 01.01.2016		6 877	12 316	19 193
Additions		252	1 405	1 657
Disposals			(112)	-112
Currency translation difference		-1 116	-1 343	-2 459
<b>Cost per 31.12. 2016</b>		<b>6 014</b>	<b>12 265</b>	<b>18 279</b>
Accumulated depreciation per 01.01. 2016		(1 634)	(8 778)	(10 412)
Depreciation		(237)	(1 558)	(1 794)
Disposals			95	95
Currency translation difference		128	689	818
<b>Accumulated depreciation per 31.12. 2016</b>		<b>(1 742)</b>	<b>(9 552)</b>	<b>(11 294)</b>
<b><u>Carrying amounts 2016</u></b>				
<b>At January 1st</b>		<b>5 244</b>	<b>3 537</b>	<b>8 781</b>
<b>At December 31st</b>		<b>4 272</b>	<b>2 714</b>	<b>6 986</b>
Cost per 01.01.2017		6 014	12 265	18 279
Additions		2 447	1 315	3 762
Disposals		-		-
Currency translation difference		225	(99)	126
<b>Cost per 31.12. 2017</b>		<b>8 686</b>	<b>13 481</b>	<b>22 167</b>
Accumulated depreciation per 01.01. 2017		(1 742)	(9 552)	(11 294)
Depreciation		(520)	(1 489)	(2 009)
Disposals		-		-
Currency translation difference		28	207	235
<b>Accumulated depreciation per 31.12. 2017</b>		<b>(2 234)</b>	<b>(10 834)</b>	<b>(13 068)</b>
<b><u>Carrying amounts 2017</u></b>				
<b>At January 1st</b>		<b>4 272</b>	<b>2 714</b>	<b>6 986</b>
<b>At December 31st</b>		<b>6 452</b>	<b>2 647</b>	<b>9 099</b>
Expected useful life time		25-50 years	3-10 years	
Depreciation method		Linear	Linear	



## NOTE 7 OTHER OPERATING EXPENSES

NOK 1 000

<b>Other operating expenses</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Office expenses	3 179	3 306
Communication and IT expenses	3 951	4 429
External services (Legal, audit, tax, consultants etc.)	1 159	1 347
Travel, meeting and entertainment expenses	155	471
Marketing expenses	3	9
Other administration expenses	1 741	1 289
<b>Total other operating expenses</b>	<b>10 188</b>	<b>10 851</b>

## NOTE 8 FINANCIAL INCOME AND FINANCIAL EXPENSES

NOK 1 000

<b>Financial income</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Interest income	24	68
Net currency gain	2 732	-
<b>Total financial income</b>	<b>2 756</b>	<b>68</b>
<b>Financial expenses</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Net currency loss	-	8 433
<b>Total financial expenses</b>	<b>-</b>	<b>8 433</b>



## NOTE 9 TAXES

NOK 1 000

<b>Split of tax charges in ordinary result</b>	<b>2017</b>	<b>2016</b>
Tax payable, this years result	1 814	4 556
Change deferred tax assets/deferred tax - abroad	1 456	834
Currency translation differences	-	-
<b>Actual tax cost</b>	<b>3 270</b>	<b>5 390</b>
<b>Specification of the tax effect from temporary differences and carry forward losses</b>	<b>2017</b>	<b>2016</b>
Fixed assets	(559)	(323)
Pension liabilities	240	1 450
Tax effect of group contribution	723	-
<b>Deferred tax assets (liabilities) in the balance sheet</b>	<b>404</b>	<b>1 127</b>
<b>Changes in deferred tax assets and liabilities, net</b>	<b>2017</b>	<b>2016</b>
Opening balance	1 127	1 030
Currency translation differences	597	63
Changes in deferred tax assets and liabilities over P&L	(1 456)	(834)
Changes in deferred tax assets and liabilities over BS	136	867
<b>Deferred tax assets and liabilities, net in the balance sheet</b>	<b>404</b>	<b>1 127</b>
<b>Tax payable in the balance sheet</b>	<b>2017</b>	<b>2016</b>
Tax payable on this years net income	745	1 616
<b>Total tax payable</b>	<b>745</b>	<b>1 616</b>
<b>Actual tax cost</b>	<b>2017</b>	<b>2016</b>
Net income before taxes	12 274	13 768
Calculated tax 24%/25%	2 946	3 442
Tax effect of non-deductible costs/ non-taxable income	481	535
Differences in tax rates /currency effects/adjustments previous year	(157)	1 413
<b>Actual tax cost</b>	<b>3 270</b>	<b>5 390</b>



## NOTE 10 ACCOUNTS RECEIVABLE

NOK 1 000

<b>Accounts receivable</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Accounts receivable	11 120	8 170
<b>Total accounts receivables</b>	<b>11 120</b>	<b>8 170</b>

The company has a substantial customer base mainly consisting of global, solid companies, and at the same time exercises a strict credit policy and active management of receivables, limiting credit risk. The company has no provision for bad debt.

<b>Aging of account receivables</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Up to 90 days	9 822	5 418
90-180 days	573	1 789
Over 180 days	725	963
<b>Total accounts receivables</b>	<b>11 120</b>	<b>8 170</b>

## NOTE 11 OTHER SHORT-TERM RECEIVABLES / LIABILITIES

NOK 1 000

<b>Other short-term receivables</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Prepaid expenses	830	780
Value Added Tax (VAT)	1 895	1 000
Other short-term receivables	36 032	28 876
<b>Total other short-term receivables</b>	<b>38 757</b>	<b>30 655</b>

<b>Other short-term liabilities</b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Public duties payable	723	272
Accruals of operating and administration expenses	5 735	3 944
<b>Total other short-term liabilities</b>	<b>6 457</b>	<b>4 216</b>

## NOTE 12 RESTRICTED BANK DEPOSITS

The company has no restricted bank deposits.



## NOTE 13 RELATED PARTIES

NOK 1 000

The company is owned by Wallenius Wilhelmsen Terminals Holding AS.

There are agreements between Wallenius Wilhelmsen Terminals AS and Wallenius Wilhelmsen Logistics AS (WWL) regarding delivery of terminal services to WWL's Car and RoRo vessels in liner and contract trades. All agreements are on assumed market terms.

Terminal revenue derives from terminal services related to deep sea ocean transportation of outbound finished vehicles, high & heavy and break bulk cargoes.

<b><u>Purchase and sale of goods and services:</u></b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Revenue - Wallenius Wilhelmsen Logistics AS	33 256	46 740
Revenue - other related parties	38 282	40 588
<b>Total revenue from related parties</b>	<b>71 538</b>	<b>87 328</b>
Direct operating expenses - Wallenius Wilhelmsen Logistics AS	62 652	69 138
<b>Total direct operating expenses from related parties</b>	<b>62 652</b>	<b>69 138</b>

### **Balance sheet items:**

<b><u>Receivables from related parties:</u></b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Receivables - Wallenius Wilhelmsen Logistics AS	2 128	7 758
Receivables - other related parties	84	202
<b>Total receivables from related parties</b>	<b>2 212</b>	<b>7 960</b>

<b><u>Liabilities to related parties</u></b>	<b><u>2017</u></b>	<b><u>2016</u></b>
Short-term liabilities to Wallenius Wilhelmsen Logistics AS	8 406	19 644
Short-term liabilities to Wallenius Wilhelmsen Terminals Holding AS	3 013	-
<b>Total liabilities to related parties</b>	<b>11 419</b>	<b>19 644</b>



## NOTE 14

## FINANCIAL INSTRUMENTS BY CATEGORY

NOK 1 000

### Financial instruments by category:

	Loans and receivables	Assets at fair value through the income statement	Other	Total
<b>Assets</b>				
Accounts receivable	13 248			13 248
Other current assets			38 757	38 757
Cash and cash equivalent	14 127			14 127
<b>Assets at 31.12.2017</b>	<b>27 375</b>	<b>-</b>	<b>38 757</b>	<b>66 132</b>

		Liabilities at fair value through the income statement	Other financial liabilities at amortised cost	Total
<b>Liabilities</b>				
Accounts payable			28 093	28 093
Other current liabilities			7 202	7 202
<b>Liabilities 31.12.2017</b>		<b>-</b>	<b>35 295</b>	<b>35 295</b>

	Loans and receivables	Assets at fair value through the income statement	Other	Total
<b>Assets</b>				
Accounts receivable	16 130			16 130
Other current assets			30 655	30 655
Cash and cash equivalent	15 870			15 870
<b>Assets at 31.12.2016</b>	<b>32 000</b>	<b>-</b>	<b>30 655</b>	<b>62 656</b>

		Liabilities at fair value through the income statement	Other financial liabilities at amortised cost	Total
<b>Liabilities</b>				
Accounts payable			30 435	30 435
Other current liabilities			5 833	5 833
<b>Liabilities 31.12.2016</b>		<b>-</b>	<b>36 267</b>	<b>36 267</b>



## NOTE 15 FINANCIAL RISK

### Note 14 Financial risk

Wallenius Wilhelmsen Terminals Holding AS (the company) has exposure to the following risk from its ordinary operations:

Market risk:

- I) Foreign exchange rate risk
- II) Interest rate risk
- III) Valuation risk on current financial investments

**Market risk:**

#### I) Foreign exchange rate risk

The company is exposed to currency risk on revenue and costs in non-functional (non-NOK currencies) currencies (transaction risk) and balance sheet items denominated in other currencies other than NOK (translation risk). The functional currency of the branch in UK is GBP as this is the currency which is mainly used in the branch. Therefore the company's main income, expenses and balance sheet items are nominated in GBP. The company has limited exposure to other currencies. This currency risk is therefore not hedged.

#### II) Interest rate risk

The interest rate risk is limited for the company due to loans to related parties.

**Credit risk:**

In addition to WWL AS the company has a customer base mainly consisting of global, solid companies, and therefore the company's exposure to credit risk is considered to be limited. Further, the company's exposure to credit risk on cash and bank deposits is considered to be very limited as the company maintain banking relationship with well reputed and familiar banks.

#### Financial covenants on interest bearing debts

The company is not subject to covenants or restrictions on the loans to related parties.



To the General Meeting of Wallenius Wilhelmsen Terminals AS

## *Independent Auditor's Report*

### *Report on the Audit of the Financial Statements*

#### *Opinion*

We have audited the financial statements of Wallenius Wilhelmsen Terminals AS which comprise the balance sheet as 31 December 2017, income statement, statement of comprehensive income, statement of changes in equity 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 present fairly, in all material respects, the financial position of the Company as at 31 December 2017, and its financial performance and its cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

#### *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.

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#### *Responsibilities of the Board of Directors for the Financial Statements*

The Board of Directors (management) is responsible for the preparation and fair presentation of the financial statements in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, 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 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 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 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.
- 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.

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- 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 allocation of the profit 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.

Oslo, 27 April 2018  
**PricewaterhouseCoopers AS**

Bjørn Lund  
State Authorised Public Accountant