# CONTAINERSHIPS GROUP

FINANCIAL STATEMENTS
AND REPORT OF THE
BOARD OF DIRECTORS
2017

Business identification code: 0818358-5

Domicile: Espoo

TABLE	E OF CONTENTS	page
REPORT OF TH	HE BOARD OF DIRECTORS 2017	3-6
	ED STATEMENT OF COMPREHENSIVE INCOME	
	D BALANCE SHEET	
CONSOLIDATE	ED STATEMENT OF CASH FLOWS	9
CONSOLIDATE	D STATEMENT OF CHANGES IN EQUITY	10
NOTES TO THE	E CONSOLIDATED FINANCIAL STATEMENTS	
Note 1	Corporate information	11
Note 2	Basis of preparation of the Financial Statements	11-12
Note 3	Significant accounting policies	12-18
Note 4	Operating segments	19-21
Note 5	Group structure	22-23
Note 6	Revenue	24
Note 7	Other income	24
Note 8	Other expenses	24
Note 9	Materials and services	25
Note 10	Employee benefit expenses	25
Note 11	Depreciation, amortisation and impairment losses	25
Note 12	Finance income and costs	
Note 13	Income taxes	27-29
Note 14	Property, plant and equipment	30-31
Note 15	Intangible assets	32-34
Note 16	Inventories	
Note 17	Other financial assets	
Note 18	Trade and other receivables	
Note 19	Cash and cash equivalents	
Note 20	Capital and reserves	
Note 21	Classification of financial assets and liabilities	
Note 22	Interest-bearing loans and borrowings	
Note 23	Other financial liabilities	
Note 24	Trade and other payables	
Note 25	Financial risk management	
Note 26	Operating leases	
Note 27	Commitments and contingencies	
Note 28	Related party disclosures	
Note 29	Events after the reporting period	56
PARENT COM	PANY CLOSING OF THE ACCOUNTS	
Parent cor	mpany income statement	58
	mpany balance sheet	
	mpany cash flow statement	
	he parent company financial statements	
	y the Board of Directors and Auditors' note	
List of acc	counting journals	72
AUDITOR'S RE	PORT	73-78

Business identification code: 0818358-5

Main office: Espoo, Finland

Address: Linnoitustie 6 C, 02600 Espoo, Finland Internet homepage: www.containershipsgroup.com

The consolidated statements of comprehensive income should be read in conjunction with the accompanying notes.

### REPORT OF THE BOARD OF DIRECTORS 2017

### **GROUP OVERVIEW**

Containerships is a Finnish full-service logistics company providing safe, fast container transportation in the Baltic Sea, North Sea and the Mediterranean. Containerships offers both standard and customised containers and variable logistics solutions from door to door. The Group's business focus is in the Baltics, where Containerships is one of the leading companies in the business. In the 2010s, the Group successfully expanded operations to the Mediterranean Sea, where operations currently account for 13 % of the Group's revenue. Our service promise about seamless logistic chain from door to door is based on a special equipment which enables the optimizing of logistics chain, as well as on a close cooperation with selected port operators.

The door-to-door service includes sea transportation on container vessels as well as land transportation by truck, train or ferry from or to the port. The service includes also warehousing. Containerships administers directly both vessels and containers as well as a significant part of the trucks it operates. Together with its agents, Containerships has sales and operational offices in 21 countries.

The Group's revenue in 2017 was €226.7 million. Containerships plc's bond totalling €60.0 million is listed on Nasdaq Helsinki (Helsinki stock exchange) and is repayable in 2021.

Containerships is a family-owned Group and 98 percent of its shares are owned by Container Finance Ltd Oy and two percent of its shares are owned by Containerships' CEO.

Containerships Corporate Governance is published on the Group's Internet page www.containershipsgroup.com > Corporate Governance.

### **OPERATING ENVIRONMENT**

In 2017, various geopolitical, economic and legislative events impacted the logistics market in Containerships' area of operation. Nevertheless, there were no changes in the operating environment dramatically affecting the Group's activities or performance in 2017.

Oil prices impact the logistics sector in various ways. In 2017, cargo levels balanced, but the sharp increase in bunker prices during the last quarter of 2017 impacted directly on the Group's operating expenses. At the same time, Russia and Libya, two markets important for the Group, are expected to see economic growth in the future as the price of oil rises.

The Russian import ban continues to have an impact, particularly on cargo flow from Europe to Russia. When the ban entered into force in 2014, Containerships successfully changed its strategy in the Russian market and replaced grocery cargoes with other cargoes and increased cargo flow from Russia to Europe. In 2017, Russian exports continued to increase.

Some markets in North Africa are exposed to political and economic insecurity. For instance, growing insecurity in the Group's important market – Libya – has increased handling times in ports. Growing political unrest in Turkey has not yet impacted the Group's freight volumes.

In June 2016, the United Kingdom voted to withdraw from the European Union. Brexit did not have an impact on cargo volumes in 2017. In the future, the UK's withdrawal from the EU may cause a decrease in cargo flows to the UK. However, on the other hand, it may strengthen the country's exports.

### THE MARKET OVERVIEW

Overall freight volumes in the Group's area of operation increased in 2017. The share of unitised cargoes – containers and trailers - continued growing as in previous years.

Cargo units between North and Continental Europe remained in balance in 2017, while overall volume growth was 14%. In the Mediterranean the shipping between Turkey and North Africa grew 33% compared to 2016.

### SIGNIFICANT EVENTS DURING THE REPORTING PERIOD

According to the strategy, the Group continued to invest in sustainable development. At the end of the year Containerships Group had 40 LNG-powered trucks in England and four units in other markets. Building of the previously ordered four LNG cargo ships continues and the ships will be operational during 2018. During the financial year 2017, the terms of the secured bond were further amended. Due to the change in the terms, the effective interest rate on the loan fell by about 1.5 percentage points and bondholders were paid a compensation of about EUR 1,560 thousand.

The Group paid special attention to increase its operational efficiency. Through this special focus, the utilisation rates of vessels, containers and trucks were improved. These activities had a positive impact on the Group's performance.

### **FINANCIAL PERFORMANCE 2017 (2016)**

Group consolidated net sales for the period grew from previous year and were €226.7 million (€197.9 million) and the operational result increased. Recorded EBITDA was €15.2 million (€13.9 million) – an improvement of €1.3 million (almost 10 %). The improvement was achieved through better operational efficiency and growing transport volumes. The consolidated operating profit of €7.8 million (€5.9 million) was also an improvement. The investments in the Group's growth according to the strategy have increased financial costs. Group's net result improved €1.6 million and was positive €0.2 million (-€1.4 million).

The Group's equity ratio was 16.0% (16.8%). The Parent Company has two equity loans totalling  $\in 11$  million. One of which,  $\in 5$  million, is reported from 2016 onwards as a hybrid capital loan as part of the equity in the financial report, and the other,  $\in 6$  million, as a converted capital loan reported as debt. According to the terms of secured senior callable bond, both equity loans are considered as equity. Therefore, the adjusted equity ratio is 20.8% (21.3%).

The Group's operational cash flow decreased to €1.6 million (€12.4 million). Net investments were, in total, €0.8 million (€21.8 million). The Group's cash position was at the satisfactory level of €11.3 million (€11.1 million) by the end of the year.

### **GROUP**

KEY FIGURE	2017	2016	CHANGE	2015
	IFRS	IFRS	IFRS	IFRS
Net sales, M€	226,7	197,9	14,5 %	199,6
EBITDA, M€	15,2	13,9	9,3 %	8,3
EBITDA- %	6,7 %	7,0 %	-4,3 %	4,2%
EBIT, M€	7,8	5,9	31,5%	-0,4
EBIT- %	3,4%	3,0 %	14,1 %	-0,2%
Net profit, M€	0,2	-1,4	•	-6,7
Net profit %	0,1%	-0,7 %	•	-3,4%
Net profit, M€, adjusted	1,7	-1,4	•	-6,7
Net profit %, adjusted	0,8%	-0,7 %		-3,4%
ROE%	0,8 %	-7,8 %		-34,6%
Equity ratio %	16,0%	16,8%	-4,9 %	13,9%
Equity ratio, adjusted %	20,8 %	21,3%	-2,4 %	22,3%
Net interest bearing debt, M€*	52,2	46,2	12,9%	47,6
% from Net sales	23,0 %	27,3 %	-15,7%	28,5%
Personnel, on average	562	532	5,6%	537

### FORMULAS USED TO CALCULATE THE KEY FIGURES:

Return on equity

Profit or loss / Equity \* 100

**Equity ratio** 

Equity / total assets \* 100

**Equity ratio, adjusted** 

(Equity + capital loans) / Total assets \* 100

Net profit M€, adjusted

Net result adjusted with bond redemption fee 1,56 M€

 $<sup>^{\</sup>star}$  Net interest bearing debt is calculated according to bond terms (does not include the capital loans)

The Group's CEO is Kari-Pekka Laaksonen. The management team of the Group consists of the CEO, CCO, Head of Financial services, Head of Management reporting & BI, COO, CBDO and Director of Land Operations.

Group companies employed an average of 562 (532) persons in 2017, and total personnel costs were €23.1 million (€21.9 million), of which the members of management and the members of the Board of Directors accounted for €1.2 million (€1.0 million). Group had personnel in 14 countries, of which in Finland 119 employees.

### TARGETS AND STRATEGY

The main targets in Containerships' strategy are growth and consolidation of market presence. According to the strategy, the Group will be the leading door-to-door operator in the Baltic Sea in the short-sea segment, as well as one of the leading container distributors in Russia by 2020. The Group has established transport services between the Baltic Sea and the Mediterranean, and has also a strong position in Central and Eastern European markets.

Containerships aims for its service selection to evolve into an entirety of different multimodal logistics solutions. This objective rests on the service selection based on transport time and distance, as well as on the industry's best customer experience and operational reliability. A strong partnership network supports the target.

### **OUTLOOK FOR 2018**

Commercial activity within the core market is expected to increase modestly according to the current views of economists. Therefore, the Group's comparable transport volumes are expected to grow. Strengthened oil price is expected to support the economies of, for example, Russia and Libya which are important to the Group. In the current business environment, the Group is aiming to approximately 10 % growth and to further improve its profitability. The Group continues its growth through investments in LNG technology.

### Non-financial information

### **ENVIRONMENTAL RESPONSIBILITY**

Containerships Group has defined minimising adverse environmental impacts as a strategic objective and sees environmental awareness as competitive edge.

Containerships has identified the environmental impacts deriving from its operations and actively strives to minimise them. The most significant environmental impacts are airborne emissions originating in transport operations.

Containerships complies with the environmental legislation, which acts as the minimum requirement level for operations, in each of the countries in which it operates. Containerships has actively invested in technologies to reduce emissions. This includes Sulphur scrubbers aboard ships and LNG trucks

with regard to road traffic. Already in 2011, the first close-loop scrubber was installed on board MV Containerships VII, and this system has been installed in four other vessels during January 2015. Containerships is also committed to reduce the environmental impact on the Baltic Sea by prohibiting ships from emptying wastewater into it.

Containerships has ordered four new cargo ships, which will be fuelled by Liquefied Natural Gas (LNG). LNG is colourless, odourless and non-toxic. Gas liquefaction condenses the gas for ease of transport and storage on land and at sea. Besides new ships, the company has also invested in LNG-driven trucks in Finland, Netherlands and Great Britain. The Group has currently over 44 LNG-fuelled trucks in use.

Reducing fuel consumption and economical driving are important aspects in developing and monitoring road transport using vehicles running on traditional fuels. Transport management systems are used to, among other things, track location, and the efficient and economical use of the fleet. Containerships' trucks are fitted with monitoring systems that report fuel consumption and key aspects, such as braking and idling, in the driver's driving technique.

Natural phenomena and accidents in particular cause sudden environmental risks in the logistics industry. The Group has an ISO 9001:2008 quality management system in use in Finland, Russia, Lithuania, Latvia, the Netherlands, Great Britain and Ireland, and an ISO 14001:2004 environmental management system in Finland, Russia and the Netherlands. All the Group's offices use the same Operations Manual in their activities. The Group is committed to reducing the environmental impact of its operations, specially concentrating on reducing the  $\rm CO_2$  emissions. In 2017, the Group succeeded in reducing its  $\rm CO_2$  emissions by 2.8 %.

### SOCIAL RESPONSIBILITY

Containerships Group is committed to ensuring a safe, healthy and motivating work environment for its employees. Containerships aims to be a good workplace community by training supervisors and encouraging all employees to be responsible for contributing to building a good workplace community.

Containerships Group provides occupational healthcare for its employees in Finland and recommends similar solutions, taking into account local practices, for persons responsible in each country in which we operate. Containerships maintains the working capacity of its employees by, among other things, organising wellbeing at work events and by contributing to the cost of employees' exercise and sports activities in their free time.

Safety at work is a priority in the Containerships operations. All our drivers participate regularly occupational health and safety training. Containerships ensures that all drivers are provided with the proper training and safety equipment to carry out their work safely and oversees implementation of and compliance with driving and working hours legislation.

We individually train all our LNG truck drivers in the refueling process and they all are equipped with the required personal protective equipment.

The Group ensures occupational safety aboard the Containerships CVII vessel it owns. The Group has separate health & safety guidelines, which are regularly monitored and upgraded. The vessel operates in compliance with the ILO's Maritime Labour Convention and the Company recommends similar practices to its partners from whom it charters vessels. Crews have been trained to meet new STCW regulations requirements.

Containerships Group complies with the labour legislation in each operational country. Each newcomer to the Company is given induction training in accordance with the Company's general induction plan to ensure effective, equal induction for all new employees.

#### **HUMAN RIGHTS**

Containerships complies with the principles of equality and non-discrimination and respects human rights in all its operations. Support the Containerships culture where multiversity of employed people is valued regardless of their ethnical- and national background, gender or sexual orientation. The Group employs and complies with a separate Code of Conduct.

Containerships is following each countries' local legislation regarding child labour and does not accept child labour. If child labour is noticed in own or supplier's operations, it has to be reported immediately to Head Office either to Human Resources or HSEQ.

### **ANTI-BRIBERY**

Containerships Group is committed to conducting all of its business in an transparent and ethical manner, and has a zero-tolerance policy towards fraud, bribery and any form of dishonesty in its transactions. Containerships employs and complies with Anti-Bribery and Corruption Policy.

Containerships Group will uphold all laws relevant to countering bribery, fraud and corruption in all the jurisdictions in which it operates. However, no matter where Containerships, its staff or agents operate they must abide by the laws in respect of conduct both at home and abroad. Bribery and corruption are punishable for individuals.

The Group must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties. All expenses claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with the Company's Corporate Governance Policy and specifically

record the reason for the expenditure. All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness.

All employees of the Group are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. The CEO together with Regional Management will monitor the effectiveness and review the implementation of this Policy, regularly considering its suitability, adequacy and effectiveness.

### **INVESTMENTS**

Group's investments were €4.3 million. Investments consisted mainly of vessel, trucks and containers and also ICT-software.

#### THE RISKS

The Group's main risks currently relate to the possibility of an escalation in political tension in its operating areas in the Baltic Sea and in the Mediterranean Sea. In addition, the sudden increase of the oil price will cause an increase of the operational costs, which the Group can compensate only with a delay. Changes in the World economic fluctuations may have an impact on good's demand and by that on cargo amounts, and this requires operational sensibility from Group's operations. Group's economic risks are described more precisely in Financial Statement's annexes.

### **DISPUTES**

There are no material legal cases known at the year-end closure. A possible dispute might arise concerning the open payments of the ex-agent in Algeria. The Group has made a claim of approximately €1.8 million to the ex-agent. According to the agency agreement, the possible dispute will be solved in mediation handling in London. The Group estimates this procedure to begin in spring 2018.

### **EVENTS AFTER THE END OF THE FINANCIAL YEAR**

In the beginning of 2018, the Group has informed to start co-operation with Norwegian Viasea Shipping AS from Baltics and Poland to Norway. Operation will start in April 2018.

### DISTRIBUTION OF PROFIT

The Board of Directors proposes that the profit for the year is transferred to the Retained Earnings, and no dividend shall be paid for 2017.

# Consolidated statement of comprehensive income

EUR 1,000	NOTE	2017	2016
REVENUE	6	226 655	197 936
Other income	7	4 566	2 983
Materials and services	9	-175 978	-150 679
Employee benefit expenses	10	-23 073	-21 939
Depreciation, amortisation and impairment losses	11	-7 429	-8 016
Other expenses	8	-16 984	-14 426
Operating profit		7 757	5 860
Finance income	12	5 319	3 807
Finance costs	12	-12 743	-11 212
Net finance costs		-7 424	-7 405
Profit (-loss) before taxes		334	-1 545
Income taxes	13	-165	111
Profit (-loss) for the financial year		168	-1 435

OTHER COMPREHENSIVE INCOME	NOTE	2017	2016
ITEMS THAT MAY BE SUBSEQUENTLY RECLASSIFIED TO PROFIT OR L	oss		
Foreign currency translation differences		-539	-698
Other comprehensive income (-loss), net of tax		-539	-698
Total comprehensive income (-loss) for the year		-370	-2 133
PROFIT (-LOSS) ATTRIBUTABLE TO:			
Owners of the company		176	-1 420
Non-controlling interests	5	-8	-15
		168	-1 435
TOTAL COMPREHENSIVE INCOME (-LOSS) ATTRIBUTABLE TO:			
Owners of the company		-363	-2 119
Non-controlling interests	5	-8	-15
		-370	-2 133

# Consolidated balance sheet

UR 1,000	NOTE	31.12.2017	31.12.201
SSETS			
Non-current assets			
Goodwill	15	6 140	6 46
Other intangible assets	15	2 319	2 00
Property, plant and equipment	14	54 458	57 90
Other non-current financial assets	17	2	
Deferred tax assets	13	7 367	6 419
Other receivables	18	7 072	6 419
Total non-current assets		77 358	79 21
Current assets			
Inventories	16	1 339	1 09
Trade and other receivables	18	33 988	28 660
Other current financial assets	17	268	178
Current tax assets	18	0	13 <sup>-</sup>
Cash and cash equivalents	19	11 347	11 066
Total current assets		46 943	41 132
otal assets		124 300	120 349
QUITY			
Share capital	20	80	80
Share premium	20	337	33
Fund for invested non-restricted equity	20	4 342	4 342
Translation reserve	20	-1 583	-1 04
Retained earnings	20	10 564	10 388
Hybrid capital loan	20	5 000	5 000
Equity attributable to owners of the Company	,	18 740	19 10
Non-controlling interests	5	1 117	1 12
otal equity		19 857	20 22
IABILITIES			
Non-current liabilities			
Convertible capital loan	22	5 981	5 40
Bond	22	57 796	48 623
Other non-current liabilities	22	3 396	5 42
Trade and other payables	24	346	977
Other non-current financial liabilities	23	911	1 358
Deferred tax liabilities	13	2 218	1 697
Total non-current liabilities		70 647	63 488
Current liabilities			
Interest-bearing loans and borrowings	22	2 266	3 287
Trade and other payables	24	30 741	33 344
Other current financial liabilities	23	631	
Current tax liabilities	24	158	
Total current liabilities		33 796	36 634
otal liabilities		104 443	100 122
otal equity and liabilities		124 300	120 349

# Consolidated statement of cash flows

EUR 1,000	NOTE	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		334	-1 545
Adjustments:	•••••		
Other operating income	•••••••••••••••••••••••••••••••••••••••	-4 566	-2 863
Depreciation, amortisation and impairment losses	11	7 429	8 016
Finance income	12	-5 319	-3 807
Finance costs	12	12 743	11 212
Other adjustments		72	74
Changes in working capital:			
Change in trade and other receivables	18	-5 745	-799
Change in inventories	16	-247	-326
Change in trade and other payables	24	-2 845	2 601
Interest received		378	387
Income taxes paid		-706	-638
Other financing items		26	79
Net cash from operating activities		1 553	12 392
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of property, plant and equipment	14	1 027	902
Acquisition of property, plant and equipment	14	-1 839	-22 706
Net from investing activities		-812	-21 804
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from loans and borrowings	22	9 733	0
Other receivable (Escrow-accounts)*	18	574	19 708
nterest paid		-8 558	-4 631
Proceeds from settlement of derivatives		509	356
Transaction costs related to loans and borrowings		-1 172	-631
Payment of finance lease liabilities	22	-2 378	-3 014
Paid finance lease interest	22	-614	-904
Net cash from financing activities		-1 907	10 885
NET CHANGE IN CASH AND CASH EQUIVALENTS		-1 166	1 473
Cash and cash equivalents at 1 January		11 066	9 255
Net foreign exchange difference on cash held	•••••••••••••••••••••••••••••••••••••••	1 447	339
Cash and cash equivalents 31 December	19	11 347	11 066

# Consolidated statement of changes in equity

Equity attributable to shareholders of the parent company 2017

EUR 1,000	Note	Share capital	Share premium	Fund for invested non- restricted equity	Trans- lation reserve	Retained earnings	Hybrid loan	Total	Non- controlling interests	Total equity
EQUITY AT 1.1.2017	20	80	337	4 342	-1 044	10 388	5 000	19 103	1 125	20 227
Comprehensive income										
Profit for the reporting period				***************************************		176		176	-8	168
Foreign currency translation difference	ences				-539			-539		-539
Total comprehensive income for the	he year	0	0	0	-539	176	0	-363	-8	-370
TRANSACTIONS WITH OWNER	S OF T	HE COM	PANY							
Subsidiaries with NCI	5									0
Share capital increase	20								0	0
Hybrid capital loan	20		•••••					0	•	0
Convertible capital loan - reclassification	22							0		0
Other changes			•••••					0		0
Total transactions with owners		0	0	0	0	0	0	0	0	0
Equity at 31.12.2017	20	80	337	4 342	-1 583	10 564	5 000	18 740	1 117	19 857

Equity attributable to shareholders of the parent company 2016

EUR 1,000	Note	Share capital	Share premium	Fund for invested non- restricted equity	Trans- lation reserve	Retained earnings	Hybrid loan	Total	Non- controlling interests	Total equity
EQUITY AT 1.1.2016	20	19	337	4 403	-346	12 059	0	16 472	0	16 472
Comprehensive income										
Profit for the reporting period			•••			-1 420	<del>-</del>	-1 420	-15	-1 435
Foreign currency translation diffe	erences				-698			-698		-698
Total comprehensive income for	r the year	0	0	0	-698	-1 420	0	-2 119	-15	-2 134
TRANSACTIONS WITH OWNE	RS OF T	HE COM	PANY							
Subsidiaries with NCI	5							0	1140	1 140
Share capital increase	20	61	•••••	-61		***************************************			•	0
Hybrid capital loan	20		•••••			0	4 719	4 719	•	4 719
Convertible capital loan - reclassification	22					-281	281	0		0
Other changes			•••••			30		30		30
Total transactions with owner	S	61	0	-61	0	-251	5 000	4 749	1 140	5 889
Equity at 31.12.2016	20	80	337	4 342	-1 044	10 388	5 000	19 103	1 125	20 227

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### NOTE 1 Corporate information

The principal activities of the Containerships Group contains international door-to-door transportation by sea or by land. Group offers safe, fast and environmental friendly container transportation in the Baltic Sea, North Sea and the Mediterranean areas. Containerships offers both standard and customised containers and variable logistics solutions from door to door. The Group's business focus is in the Baltics, where Containerships is one of the leading companies in the business. In the 2010s, the Company successfully expanded operations to the Mediterranean Sea, where operations currently account for 11 % of the Company's revenue.

Containerships plc is the parent company of the Containerships Group. Containerships Group is part of the Container Finance Ltd Oy Group, which owns 98 per cent of parent company's shares. Containerships plc is a Finnish private limited company, which operates under Finnish jurisdiction and legislation. The parent company is domiciled in Espoo and is registered in Espoo at Linnoitustie 6 C, 02600 Espoo, Finland. Copies of the financial statements can be obtained from www.containershipsgroup. com or the Containerships Group's headquarters.

These financial statements were authorised for issue by the Board of Directors of Containerships plc on 6 March 2018. In accordance with the Finnish Limited Liability Companies Act, the annual general meeting has the right to approve, reject or take the decision to amend the financial statements following their publication.

### NOTE 2 Basis of preparation of the financial statements

The consolidated financial statements of the Containerships Group are prepared in accordance with International Financial Reporting Standards (IFRSs), using the IAS and IFRS standards and SIC and IFRIC interpretations, which were valid on 31 December 2017 as adopted by the European Union. The International Financial Reporting Standards refer to the standards implemented in the EU by Regulation (EC) 1606/2002, and the related interpretations. The notes to the Consolidated Financial Statements also comply with Finnish accounting and corporate legislation supplementing the IFRS.

The consolidated financial statements for the year ended 31 December 2017 comprise of the parent company and its subsidiaries together referred to as the "Group". In addition to the ownership of the subsidiaries, the company has a representative office in Denmark. More detailed information regarding the Group structure is presented in Note 5.

The Consolidated Financial Statements are prepared for the calendar year, which is the financial year of the parent company and the other Group companies. Consolidated financial statements are presented in thousands of euro.

The consolidated financial statements have been prepared on a historical cost basis except for the derivative financial instruments, which are measured at fair value and financial instruments held for trading, which are classified as at fair value through profit or loss and measured at fair value.

### As from January 1, 2017 the Group has applied the following amended standards.

 Amendments to IAS 7 Disclosure Initiative (effective for financial years beginning on or after 1 January 2017). The changes were made to enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and non-cash changes. The amendments have an impact on the disclosures in Group's consolidated financial statements.

 Amendments to IAS 12 Recognition of Deferred Tax Assets for Unrealised Losses (effective for financial years beginning on or after 1 January 2017). The amendments clarify that the existence of a deductible temporary difference depends solely on a comparison of the carrying amount of an asset and its tax base at the end of the reporting period, and is not affected by possible future changes in the carrying amount or expected manner of recovery of the asset.
 The amendments have no impact on Group's consolidated financial statements.

Amendments to other standards were not relevant for Containerships Group.

### **USE OF JUDGEMENTS AND ASSUMPTIONS**

The preparation and presentation of the consolidated financial statements in accordance with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates are based on management's best knowledge of current events and actions and actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In preparing these consolidated financial statement areas involving significant judgements made in applying accounting policies relate to recognition of deferred tax asset for carried forward tax, valuation of receivables and estimation of useful lives and residual values of ships, containers and other non-current assets.

#### **ASSUMPTIONS AND ESTIMATION UNCERTAINTY**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

**Impairment test**: key assumptions underlying recoverable amounts. Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and

its value in use. The value in use calculation is based on a DCF model and the cash flows are derived from the budget for the next five years. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. The key assumptions used to determine the recoverable amount for the different CGUs, including a sensitivity analysis, are disclosed in Note 15.

Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used. Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies. Further details on taxes are disclosed in Note 13.

### NOTE 3 Significant accounting policies

### **BASIS OF CONSOLIDATION**

#### **Business combinations**

Acquisitions of businesses are accounted for using the acquisition method. The Group measures goodwill as the fair value of the consideration transferred including the recognised amount of any non-controlling interest in the acquiree, less the net recognised fair value of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. Any goodwill that arises is tested annually for impairment.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred. For acquisitions that took place before 1 January 2014 (IFRS transition date), goodwill has been recognised at the cost corresponding to the carrying amount under the previous accounting principles, hence Containerships applied the business combinations exemption in IFRS 1.

### **Subsidiaries**

The Consolidated Financial Statements include the parent company, Containerships plc, and its subsidiaries. All companies in which Containerships plc directly or indirectly holds more than 50 per cent of the voting rights, or over which it otherwise has control, are included. Subsidiaries are entities controlled by the Group. The control exists when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared as at the same reporting date.

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. The subsidiaries' accounting principles have been adjusted in the consolidation to correspond to the Group's accounting principles where appropriate.

Non-controlling interests are measured at their proportionate share of the acquiree's identifiable net assets.

### TRANSLATION OF FOREIGN CURRENCY ITEMS

Items in each Group company's accounts are valued in the principal currency of the operating environment of the company in question (the "functional currency"). These consolidated financial statements are presented in euro, which is the functional and presentation currency of the parent company. All amounts have been rounded to the nearest thousand, unless otherwise indicated. The total sum of individual figures can deviate from the presented sum figure.

### **Foreign currency transactions**

Transactions in foreign currencies are translated into the respective functional currencies of the Group companies at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange date rate at that date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Profits and losses arising from foreign currency valued transactions and translation of foreign currency valued monetary items are recognised in the profit and loss.

### Foreign operations

Assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to euros at exchange rates at the reporting date. Income and expenses of foreign operations are translated to euros using the average exchange rates of the reporting period.

Translation differences relating to the elimination of acquisition costs and goodwill in foreign currency and accumulated post-acquisition items classified as equity are recognised in other comprehensive income, and presented in the foreign currency translation reserve in equity. Changes in translation difference are presented in other comprehensive income. When a foreign operation is disposed of such that control or significant influence is lost the cumulative amount in the foreign currency translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

#### **FINANCIAL INSTRUMENTS**

#### Financial assets

Financial assets are classified into loans and receivables and financial assets at fair value through profit or loss. The classification is dependent on the original purpose of the acquisition of the financial assets. The classification is determined at the time of the acquisition of the financial assets. Transaction costs are included in the original carrying value of financial assets for assets that are not recognised at fair value through profit or loss. All financial asset acquisitions and sales are recognised at the transaction date or settlement date.

Financial assets are derecognised from the balance sheet when the Group loses its contractual right to their cash flow or when the Group has transferred a significant amount of the risks and profits outside of the Group.

Financial assets at fair value through profit or loss category includes assets held for trading as well as assets that were originally recognised at fair value through profit or loss. The aim of financial assets held for trading is to produce profits in short or long term, and they are recognised under current or non-current financial assets respectively.

Hedge accounting is not applied to derivative instruments. Therefore, they are classified as assets held for trading. The assets in this category are valued at their fair value and positive derivative fair values are recognised under current or non-current assets on the balance sheet. Unrealised and realised profits and losses arising from changes in fair value are recognised in the profit and loss account in the reporting period during which they arise.

Loans and other receivables are non-derivative assets whose payments are fixed or can be reliably determined, and which are not quoted on the active market or held for trading. This category includes financial assets that have been acquired by transferring money, goods or services to a debtor.

These items are valued at amortised cost and recognised under current or non-current assets on the balance sheet. Within the Containerships Group, these items include accounts receivable and other receivables, granted loans and fixed-term deposits with a maturity longer than three months.

Cash and cash equivalents comprise of cash balances, call deposits, short-term bank deposits and short-term highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less, which are subject to an insignificant risk of changes in value. Assets on escrow accounts, which are held for procurement of vessels in future periods, are included in current assets. Bank overdrafts are included in current liabilities.

### **Financial liabilities**

Financial liabilities are initially recognised at the value of the original loan amount less any attributable transaction costs incurred in relation to the acquisition or issuing of the financial liability item in question. Subsequent to this, all financial liabilities, excluding derivatives, are valued at amortised cost using the effective interest method. Financial liabilities are included in both non-current and current liabilities and they can be either interest-bearing or non-interest-bearing.

Hedge accounting is not applied to derivative instruments. Therefore they are classified as assets held for trading and are valued at fair value. Negative derivative fair values are recognised under current or non-current liabilities on the balance sheet.

On issuance of the convertible capital loan, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability and measured at amortised cost until it is extinguished on conversion or redemption. The remainder of the proceeds (net of tax) are allocated to the conversion option that is recognised and included in equity (retained earnings).

### **Derivative financial instruments**

The Group uses derivative financial instruments such as swaps, options and forwards to manage its risks associated with exchange rates, interest rates and oil price fluctuations. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value. Changes in fair value are recognised in profit or loss. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Fair value changes of interest rate and foreign exchange rate derivatives are recognised in finance income and finance costs. Fair value changes of commodity derivatives are recognised in other income and expenses.

The Group uses derivative instruments for hedging purposes, but does not apply hedge accounting in accordance with IAS 39.

### **BORROWING COSTS**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are included in the cost of that asset, when it is probable that they will result in future economic benefits to the entity and the costs can be measured reliably. Capitalisation is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

### PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are measured at cost, less accumulated depreciation and any impairment. Cost includes expenditure that is directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred. Also ordinary repair and maintenance expenses are recognised as expenses for the reporting period during which they were incurred.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset. The estimated useful lives are as follows:

Buildings	10-20 years
Machinery and equipment	3-10 years
Ships	25 years
Other long-term expenditures	3-5 years
Docking costs	2–3 years

Land is not depreciated. Depreciation of the ships is divided to two components, the vessel and dry-docking as separate components.

The estimated useful lives and the residual values of assets are revised at the each end of the reporting period and, when necessary, adjusted to reflect changes that have taken place to the expected future economic benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in profit or loss (in other income or other expenses) in the financial year that the asset is derecognised.

A previously recorded impairment loss on property, plant and equipment is reversed if the estimates used in determining the recoverable amount change. An increased carrying amount due to reversal of impairment loss may not exceed the carrying amount that would have been determined for the asset if no impairment loss had been recorded.

#### **INTANGIBLE ASSETS**

Intangible assets are recognised on the balance sheet only if their acquisition costs can be reliably measured and if it is likely that the future economic benefits from the asset will flow to the Group.

#### Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in net fair value of the net identifiable assets and liabilities of the acquiree and the fair value of the noncontrolling interest in the acquiree. Goodwill is not amortised, but is tested for impairment annually, or whenever there is an indication that goodwill may be impaired.

For the purposes of impairment testing, goodwill is allocated to cash-generating unit or group of units that are expected to benefit from the synergies of the combination. A cash-generating unit or group of units to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit or group of units is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

The recoverable amount is the higher of the fair value less costs to sell and value in use. The value in use is determined as the present value of the estimated future cash flows. The discount rate used in the calculations is based on the weighted average cost of capital (WACC).

### Research and development costs

Research expenses are recognised as expenses in the reporting period in which they arise.

Development expenses are capitalised only when the Group is able to satisfy the criteria for capitalisation included in IAS 38. Capitalised development costs are amortised over their useful lives. Amortisation of the asset begins when development is completed and the asset is available for use. Other development costs are recognised as expenses. Development expenses that have previously been recognised as expenses are not capitalised in subsequent periods.

Research and development costs that have been recognised as expenses are included in the consolidated profit and loss as other expenses.

### Other intangible assets

Other intangible assets are initially recognised at cost. Following initial recognition, intangible assets with finite useful lives are carried at cost less accumulated amortisation and any accumulated impairment losses.

Intangible assets with finite lives are amortised over the useful economic life on a straight-line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The useful lives for an intangible asset with a finite life are reviewed at each financial year-end.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use. The estimated useful lives are determined separately for each intangible asset.

Gains or losses arising from the derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised. The intangible assets in-process comprise of software development projects, which cannot be separately tested for impairment, because they do not generate cash flows independently. If at the reporting date it is considered that projects will be completed and software will be phased in, it is concluded that no impairment loss is to be recognised. The intangible assets in-process are, however, tested for impairment as part of that cash-generating units for which they are included in.

### IMPAIRMENT

### Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of the asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of its estimated future cash flows discounted at the original effective interest rate.

All impairment losses are recognised in profit or loss. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost, the reversal is recognised in profit or loss.

### **Non-financial assets**

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset.

For the purpose of impairment testing, assets are grouped together or into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (cash-generating unit). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to the cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses are allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### INVENTORIES

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the FIFO principle (first-in first-out), and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

Net realisable value is the estimated purchase price in the ordinary course of business. The Group's inventories comprise mostly bunker (fuel for the ships).

### **EQUITY**

Instruments issued by the Group, which do not contain a contractual obligation to transfer cash or financial assets or to exchange financial assets or financial liabilities with other entities under potentially unfavourable terms, and which evidence a residual interest in the assets of the Group after deducting all of its liabilities, are classified as equity. Costs arising from issues or acquisitions of equity instruments are accounted for as a deduction from equity.

The share capital consists of ordinary shares. Hybrid loans are classified as equity.

#### **EMPLOYEE BENEFITS**

Post-employment benefit plans are classified as either defined contribution plans or defined benefit plans. A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

The Group's post-employment benefit plans are classified as defined contribution pension plans. Payments to these are recognised in profit or loss in the periods they relate to.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

### PROVISIONS AND CONTINGENT LIABILITIES

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risk specific to the liability. The expense relating to any provision is presented in profit or loss net of any reimbursement. Where discounting is used, the increase in the provision due to the passage of time is recognised in finance costs.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. An existing obligation that probably does not require a settlement or the amount of which cannot be reliably measured is also a contingent liability. Contingent liabilities are disclosed in note 27.

### LEASES - THE GROUP AS LESSEE

Leases in terms of which the Group assumes substantially of all the risks and rewards of ownership are classified as finance leases.

Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Lease payments are apportioned between the finance charge and the reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as an expense.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term. If there is reasonable certainty that the Group will obtain ownership of an asset before the end of its lease period, the asset's estimated useful life is the same as its economic life.

Leases, where the lessor retains substantially all the risks and benefits of ownership of the asset, are classified as operating leases and lease payments are recognised as operating lease expensed on a straight-line basis over the lease term. Regarding operating leases, the leased assets are not recognised in the Group's balance sheet.

### **LEASES - THE GROUP AS LESSOR**

Leases where the Group is the lessor, are accounted for as finance leases when a substantial part of the risks and rewards of ownership are transferred to the lessee. All the other leases are accounted for as operating leases and the assets are included in the Group's balance sheet and they are depreciated during their useful life.

### REVENUE RECOGNITION

The Group's revenue is mainly generated through sales of services.

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, excluding indirect taxes, trade discounts and volume rebates and adjusted according to exchange rate differences.

Revenue from services rendered is recognised in profit or loss in proportion to the stage of completion of the transaction at the reporting date.

Revenue from shipping activities is recognised as the service is provided, including a share of revenue from incomplete voyages at the balance sheet date. Invoiced revenue related to an estimated proportion of remaining voyage time and activities at the destination port is deferred. Revenue from terminal operations, logistics, forwarding activities and towing activities is recognised upon completion of the service.

### **OPERATING PROFIT**

According to the definition used by the Group, operating profit is the net amount formed when other income is added to the net sales, and the following items are the subtracted from the total:

- Materials and services adjusted for the change in inventories of finished goods and work in progress
- Employee benefit expenses
- Depreciation, amortisation and impairment losses
- · Other expenses

Any other items in profit or loss are shown under operating profit.

#### **GOVERNMENT GRANTS**

Government grants are initially recognised as deferred income at fair value if there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Grants related to an expense item are recognised as a reduction of the expense over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate.

Government grants relating to seaman salary social costs are deferred and recognised in the profit or loss as an adjustment of the personnel expenses over the period necessary to match them with the costs that they are intended to compensate. Grants that compensate the Group for the cost of an asset are deducted from the related asset and recognised in profit or loss on a systematic basis over the useful life of the asset.

### **INCOME TAXES**

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent these relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date of each country. Taxes are adjusted by possible taxes relating to previous periods.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax asset is recognised for all deductible temporary differences and any unused tax losses. A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

In the balance sheet current taxes are reported under current items and deferred taxes are reported under non-current assets or liabilities.

### ADOPTION OF NEW AND AMENDED STANDARDS AND INTERPRETATIONS NOT YET IN FORCE

A number of new or amended IFRS standards are coming into effect in future financial years and the Group has not applied them in the preparation of these consolidated financial statements. The Group will adopt them as of the effective date or, if the date is other than the first day of the financial year, from the beginning of the subsequent financial year.

\* = not yet endorsed for use by the European Union.

IFRS 15 Revenue from Contracts with Customers and Amendments to IFRS 15 – Clarifications to IFRS 15 Revenue from Contracts with Customers\* (effective for financial years beginning on or after January 1, 2018): IFRS 15 introduces a five-step model to determine when to recognise revenue and at what amount. Revenue is recognised when a company transfers control of goods to a customer either over time or at a point in time. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The standard also introduces new disclosure requirements.

Containerships Group has assessed the impacts of IFRS 15 and based on the preliminary assessment expects that the adoption of IFRS 15 will have no material impact on Containerships' consolidated financial statement. The door-to-door transportations consisting of both shipping by container vessels and inland transportation have been identified as separate performance obligations, for which the revenue will be recognised over time. No material rights, which would constitute a distinct performance obligation have been identified or variable considerations, which would have any material impact has been identified. The Group is following development of the open interpretation items within the shipping industry and will adopt the standard retrospectively from the 1 of January 2018.

IFRS 9 Financial Instruments (effective for financial years beginning on or after January 1, 2018): IFRS 9 replaces the existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements. The Group will apply simplified approach included in the IFRS 9 -standard for recognising impairment on trade- and lease receivables according to which the loss allowance is always measured at an amount equal to lifetime expected credit losses. The Group does not apply IAS 39 hedge accounting. It also carries forward the guidance on recognition and derecognition of financial instruments from IAS 39. The new standard's impact will be dependent on the financial instruments that the Group holds and economic conditions at that time. Based on the current assessment, the new standard have no material impact on Containership's consolidated financial statements. The Group will adopt the standard retrospectively from the 1 of January 2018.

IFRS 16 *Leases\** (effective for financial years beginning on or after January 1, 2019): The new standard replaces the current IAS 17 standard and related interpretations. IFRS 16 requires the lessees to recognise the lease agreements as right-of-use assets and lease liabilities in the statement of financial position. The accounting model is similar to current finance lease accounting according to IAS 17. The exceptions available relate to short-term contacts in which the lease term is 12 months or less and to low value i.e. assets of value about USD 5 000 or less.

The Group's current assessment of the IFRS 16 impact is that the standard will increase Containership's non-current assets and interest bearing non-current and current liabilities. The standard will also have an impact to income statement as the lease cost is divided into depreciation of the right-of-use -asset effecting the operating result and interest cost origin from the lease liability. The Group has not yet defined the quantitave effects of the IFRS 16-standard adoption to financial statement.

Annual Improvements to IFRSs (2014-2016 cycle)\* (effective for financial years beginning on or after 1 January 2018). The annual improvements process provides a mechanism for minor and non-urgent amendments to IFRSs to be grouped together and issued in one package annually. The amendments relate to IFRS 1 and IAS 28. Their impacts vary standard by standard but are not significant.

Annual Improvements to IFRSs (2015-2017 cycle)\* (effective for financial years beginning on or after 1 January 2019). The annual improvements process provides a mechanism for minor and non-urgent amendments to IFRSs to be grouped together and issued in one package annually. The amendments relate to IFRS 3, IFRS 11, IAS 12 and IAS 23. Their impacts vary standard by standard but are not significant

Other new and amended IFRS standards are not assessed to have any significant impact on the Group's consolidated financial statements.

### NOTE 4 Operating segments

### **BASIS FOR SEGMENTATION**

The Group's segment reporting is based on two strategic business segments which are managed as seperate businesses. The Group has two business segments: CSL Baltics and CSL MED. The Board of Directors (as CODM) reviews internal management reports on at least a quarterly basis.

The following summary describes the operations of the Group's reportable segments.

#### **CSL BALTICS (BALTIC AND NORTH SEA)**

The Group is one of the leading short sea door-to-door operators in this region, with vessels linking ports in North West Europe and the United Kingdom with ports in Finland, Scandinavia, the Baltic States and Russia. Containerships has been operating in this market since the first container vessel arrived in the UK from Finland in 1967. The bulk of activity is centred on and between the hubs of Helsinki (Finland) St. Petersburg (Russia), Teesport (United Kingdom) and Rotterdam (The Netherlands).

### **CSL MED (INTRA-MEDITERRANEAN SERVICES)**

The Intra-Mediterranean operations were established in 2009 through the acquisition of the Turkish operator Contaz Lines. Today, the Group operates container services between Turkish ports and North African countries, vessels offering up to two direct weekly sailings with very short transit times. The Group provides the service coverage from and to Turkey within Libya, Tunis and Algeria. From Turkish terminals in Istanbul, Mersin and Izmir door-to-door delivery can be accommodated throughout Turkey.

The segments are divided by the geographical areas and they offer similar door-to-door logistics services. The Group's segment performance are assested based on segments' results before interest and taxes.

### **ADJUSTMENTS, ELIMINATIONS AND ALLOCATIONS**

The Group's assets and liabilities are not allocated to operating segments since the Chief operating decision maker does not allocate resources based on segments' assets and liabilities or monitor the segments' assets and liabilities. Assets and liabilities are managed on a Group basis.

Finance income, finance costs and income taxes are not allocated to individual segments. Inter-segment revenues are eliminated on consolidation. Inter-segment pricing is determined on a arm's length basis.

Segment performance is for the most part measured consistently with profit or loss in the consolidated financial statements. However, FAS-accounting principles, as described in the session covering the financial statements of the parent company, are partly used as a basis for the segment reporting.

No operating segments have been aggregated to form the reportable segments.

Information regarding the results of reportable segments is included on the next page.

### **OPERATING SEGMENTS 2017**

EUR 1,000	CSL Baltics	CSL MED	TOTAL SEGMENTS	UNALLOCATED AMOUNTS AND ELIMINATIONS	TOTA GROUI
External revenue	196 943	29 259	226 202	213	226 41
Inter-segment revenue	1 419		1 419	-1 179	24
Total revenue	198 362	29 259	227 621	-966	226 65
Operating expenses	-165 555	-27 406	-192 961		-192 96
General expenses	-20 910	-2 163	-23 073		-23 07
Other income	•		•	4 566	4 56
EBITDA	11 896	-310	11 586	3 600	15 18
Depreciation and amortisation	-7 409	-20	-7 429		-7 42
EBIT	4 487	-330	4 157	3 600	7 75
Finance income and costs					-7 42
Profit before taxes					33
Income taxes					-16
Profit (-loss) for the financial year					16

### **OPERATING SEGMENTS 2016**

EUR 1,000	CSL Baltics	CSL MED	TOTAL SEGMENTS	UNALLOCATED AMOUNTS AND ELIMINATIONS	TOTA Groui
External revenue	176 547	23 530	200 077	-2 141	197 930
Inter-segment revenue	1 535	45	1 580	-1 580	(
Total revenue	178 082	23 575	201 657	-3 721	197 93
Operating expenses	-141 764	-20 132	-161 896		-161 89
General expenses	-21 654	-2 907	-24 561	-586	-25 14
Other income			•	2 983	2 98
EBITDA	14 664	536	15 200	-1 324	13 87
Depreciation and amortisation	-7 502	-34	-7 536	-480	-8 01
EBIT	7 162	502	7 664	-1 804	5 86
Finance income and costs					-7 40
Profit before taxes					-1 54
Income taxes					11
Profit (-loss) for the financial year					-1 43

### REVENUE BY GEOGRAPHICAL LOCATION

EUR 1,000	2017	2016
FINLAND	40 322	38 885
Russia	32 841	28 238
Turkey	29 250	20 036
United Kingdom	22 023	19 359
Lithuania	23 651	22 634
Other Europe	78 568	68 784
Total	226 655	197 936

The revenue from the geographical areas is reported according to the location of the responsible sales office or subsidiary.

### **NON-CURRENT ASSETS BY LOCATION OF ASSETS**

EUR 1,000	2017	2016
FINLAND	43 548	38 578
Russia	1 759	1 412
Turkey	24	3 707
United Kingdom	1 029	1 409
Lithuania	15	3 542
Other Europe	17 515	17 730
Total	63 890	66 378

Assets are reported according to the geographical location of the assets.

Non-current assets comprise property, plant and equipment and intangible assets. The Group's vessels and containers are also allocated in the reported assets even though they are by nature mobile and their location can be easily changed. Non-current assets exclude financial instruments and deferred tax assets.

The Group had no customers whose revenue exceeded 10 per cent of the Group's total revenues in 2017 and 2016.

# NOTE 5 Group structure

### THE CONSOLIDATED FINANCIAL STATEMENTS OF THE GROUP INCLUDE THE FOLLOWING COMPANIES:

NAME OF SUBSIDIARY	DOMICILE	SEGMENT	OWNERSHIP INTEREST OF THE GROUP %
CONTAINERSHIPS PLC	FINLAND	CSL BALTICS	PARENT COMPANY
Containerships GmbH	Germany	CSL Baltics	100
CS LNG Holding Oy	Finland	CSL Baltics	100
Triangle Transport System GmbH	Germany	CSL Baltics	100
Containerships Rotterdam BV	Netherlands	CSL Baltics	100
Containerships Dublin Ltd	Ireland	CSL Baltics	100
Containerships UK Ltd	Great Britain	CSL Baltics	100
UAB Containership	Lithuania	CSL Baltics	100
Containerships Latvia SIA	Latvia	CSL Baltics	100
Containerships Polska	Poland	CSL Baltics	100
Containerships Belgium N.V.	Belgium	CSL Baltics	100
Containerships Ukraine	Ukraine	CSL Baltics	100
ZAO Containerships	Russia	CSL Baltics	100
CSD Containerships Deutschland GmbH	Germany	CSL Baltics	100
Nordic Bergen Schifffahrtsgesellschaft mbH & Co KG	Germany	CSL Baltics	90*
Nordic Turku, Schifffahrtsgesellschaft mbH & Co KG	Germany	CSL Baltics	90*
Nordic Copenhagen, Schifffahrtsgesellschaft mbH & Co KG	Germany	CSL Baltics	90*
Nordic Kotka, Schifffahrtsgesellschaft mbH & Co KG	Germany	CSL Baltics	90*
Containerships Denizcilik Nakliyat	Turkey	CSL MED	100
Containerships Algerie Sarl	Algeria	CSL MED	100

The ultimate parent company of the Containerships Group is Container Finance Ltd Oy, which is based in Finland.

### **Changes in the Group structure**

During the financial year 2016, Nordic Bergen Schifffahrtsgesellschaft mbH & Co KG, Nordic Copenhagen Schifffahrtsgesellschaft mbH & Co KG, Nordic Kotka Schifffahrtsgesellschaft mbH & Co KG, Nordic Turku Schifffahrtsgesellschaft mbH & Co KG, CS LNG Holding Oy and Containerships Algerie Sarl, were established.

### NON-CONTROLLING INTERESTS

The following table summarises the information relating to Group's subsidiaries that has material non-controlling interests (NCI).

Information of the subsidiaries with NCI are presented above. All the presented amounts in the following table are approximately divided between the four subsidiaries.

### 31 DECEMBER 2016

### SUBSIDIARIES WITH NCI

EUR 1,000	2017	2016
NCI PERCENTAGE*	6%	6%
Non-current assets	17 630	17 204
Current assets	2 843	2 727
Non-current liabilities	606	606
Current liabilities	907	239
Net Assets 100 %	18 960	19 085
Carrying amount of NCI	1 117	1 125
Revenue	0	0
Profit	-129	-244
OCI	0	0
Total comprehensive income 100%	-129	-244
Profit allocated to NCI	-8	-14
OCI allocated to NCI	0	0
Cash flows from operating activities	4	-1 065
Cash flows from investment activities	0	-17 204
Cash flows from financing activities	0	18 271
Net increase (decrease) in cash and cash equivalents	4	2

<sup>\*)</sup> The share of the Non-controlling interests from the above mentioned four German subsidiaries was 6 % at the end of the year 2016. According to the agreement between

the Group and the other owners of these subsidiaries the share of non-controlling interest will increase during the accounting years 2017 and 2018 to ten percent.

### NOTE 6 Revenue

### **REVENUE BY FUNCTION:**

EUR 1,000	2017	2016
Vessel operations	84 321	74 972
Terminal operations	63 697	52 673
Haulage	78 145	69 767
Other	493	524
Total	226 655	197 936

The Group's revenue comprimise only rendering of services.

### NOTE 7 Other income

EUR 1,000	2017	2016
Gains from sales of containers	1 675	1 960
Gains from sales of trucks	113	40
Changes in fair values of commodity derivatives	90	569
Realised commodity derivatives	2 567	267
Other operating income	121	147
Total	4 566	2 983

# NOTE 8 Other expenses

EUR 1,000	2017	2016
Vessel insurances, repairs and maintenance costs	-964	-986
Consulting and other external services	-3 359	-3 822
Rents and maintenance costs	-682	-685
Leases	-4 562	-3 873
Travelling expenses and other voluntary personnel expenses	-2 108	-1 819
IT costs	-1 519	-1 567
Sales and marketing costs	-316	-326
Impairment of trade receivables	-455	-161
Realised commodity derivatives	-2 058	-514
Other operating expenses	-961	-673
Total	-16 984	-14 426
AUDITOR'S FEES		
Audit	-177	-196
Tax services	-42	-13
Other services	-92	-242
Total	-311	-450

KPMG's share of the audit fees for year 2017: audit 99 thousand euro, tax services 15 thousand euro and other services 74 thousand euro.

### NOTE 9 Materials and services

EUR 1,000	2017	2016
Materials and supplies		
Purchases during reporting period	-48 299	-42 567
Change in inventories	-247	-326
Purchased services	-127 432	-107 786
Total	-175 978	-150 679

These costs are mainly related to vessel operation costs (hired crew, commissions, port, bunkering and chartering). In addition costs include maintenance and repair as well as transportation and warehousing costs.

### NOTE 10 Employee benefit expenses

EUR 1,000	2017	2016	
Salaries and wages	-19 619	-18 452	
Social security costs	-2 065	-1 975	
Pension costs – defined contribution plans	-1 490	-1 429	
Government grants	487	466	
Other employee benefits	-385	-548	
Total	-23 073	-21 939	

Government grants relating to seaman salary and social costs are deferred and recognised in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate. There are no unfulfilled conditions or contingencies attached to these grants.

AVERAGE GROUP PERSONNEL IN THE REPORTING PERIOD	2017	2016
Office	366	336
Other	196	196
Total	562	532
NUMBER OF EMPLOYEES ON 31 DECEMBER	569	546

In both tables the number of part-time employees has been converted to full-time equivalent. Management's employee benefits are presented in Note 28 Related party transactions.

### NOTE 11 Depreciation, amortisation and impairment losses

### AMORTISATION AND DEPRECIATION BY ASSET CATEGORY

EUR 1,000	2017	2016
INTANGIBLE ASSETS		
Other intangible assets	-572	-309
Total	-572	-309
PROPERTY, PLANT AND EQUIPMENT		
Buildings	-29	-24
Vessels	-1 515	-1 468
Containers	-4 679	-5 679
Machinery and equipment	-633	-537
Total	-6 856	-7 707
Total depreciation and amortisation	-7 429	-8 016

There are no impairment losses in 2017 and 2016.

### NOTE 12 Finance income and costs

### **RECOGNISED IN PROFIT OR LOSS**

EUR 1,000	2017	2016
FINANCE INCOME		
Dividend income	0	(
Interest income		
Bank deposits	11	26
Loans to ultimate parent company	347	359
Accounts receivable	0	2
Foreign exchange gains	4 415	3 336
Fair value changes of derivatives		
Foreign exchange forward contracts	0	31
Interest rate swaps	447	(
Interest income finance leases	85	52
Other finance income	13	(
Total	5 319	3 807
FINANCE COSTS		
Interest expenses		
Loans and borrowings measured at amortised cost	-3 787	-4 974
Foreign exchange losses	-4 606	-2 909
Fair value changes of derivatives		
Foreign exchange derivative contracts	-631	-232
Interest rate swaps	0	-391
Other financial assets at fair value through profit or loss	0	(
Finance charges payable under finance leases	-655	-931
Other finance costs	-3 063	-1 775
Total	-12 743	-11 212
Net finance costs	-7 424	-7 405

Foreign exchange gains and losses arises on translation of trade receivables, trade payables and intercompany items in foreign currency as well as from the hedging of the foreign currency positions.

Other financial expenses include bank charges, interest expenses and reorganization of loans.

### NOTE 13 Income taxes

### AMOUNTS RECOGNISED IN PROFIT OR LOSS

EUR 1,000	2017	2016
CURRENT TAX EXPENSE		
Current tax for the year	-712	-468
Current tax adjustments for prior years	-14	-150
Total	-726	-618
DEFERRED TAX EXPENSE		
Changes in deferred tax assets	978	680
Changes in deferred tax liabilities	-417	49
Total	561	729
Total income tax expense	-165	111

### RECONCILIATION OF TAX EXPENSES IN THE CONSOLIDATED INCOME STATEMENT AND TAXES CALCULATED USING FINNISH TAX RATES (20%)

EUR 1,000	2017	2016
PROFIT BEFORE TAXES	334	-1 545
Tax calculated using Finnish tax rate (20 %)	-67	309
Effect of tax rates in foreign jurisdictions	-139	-10
Non-taxable income	64	126
Non-deductible expenses	-131	-205
Adjustments for current tax of prior periods	-14	-150
Other differences	121	41
Income taxes in the statement of comprehensive income	-165	111
EFFECTIVE TAX RATE %	49,6%	7,2%

### AMOUNTS RECOGNISED IN OTHER COMPREHENSIVE INCOME

EUR 1,000	2017	2016
FOREIGN CURRENCY TRANSLATION DIFFERENCES	1	
Before tax	-539	-698
Tax effect	0	0
Net of tax	-539	-698

### AMOUNTS RECOGNISED DIRECTLY IN EQUITY

EUR 1,000	2017	2016
CONVERTIBLE CAPITAL LOANS		
Before tax	0	-351
Tax effect	0	71
Net of tax	0	-281

### **MOVEMENT IN DEFERRED TAX BALANCES 2017**

EUR 1,000	BALANCE AT 1 JAN	RECOGNISED THROUGH PROFIT OR LOSS	RECOGNISED DIRECTLY IN EQUITY	EXCHANGE RATE DIFFERENCES AND OTHER CHANGES	BALANCE AT 31 DEC
DEFERRED TAX ASSETS					
Property, plant and equipment	10	1701			1 711
Derivatives	272	37	•		308
Loans and borrowings	0	248	•		248
Provisions	3	•	•		3
Tax losses carried forward	5 968	-940	•		5 028
Deferred income	31	•			31
Finance leases	52	-48	•		4
Other temporary differences	84	-20		-30	34
Deferred tax assets total	6 419	978	0	-30	7 367
DEFERRED TAX LIABILITIES					
Property, plant and equipment	-212	-392			-604
Derivatives	-36	-18	•		-54
Loans and borrowings	-21	21	•		0
Convertible notes	-55	21			-35
Finance leases	-1 373	-41	•		-1 414
Other temporary differences	0	-8		-104	-112
Deferred tax liabilities total	-1 697	-417	0	-104	-2 218

### **MOVEMENT IN DEFERRED TAX BALANCES 2016**

EUR 1,000	BALANCE AT 1 JAN	RECOGNISED THROUGH PROFIT OR LOSS	RECOGNISED DIRECTLY IN EQUITY	EXCHANGE RATE DIFFERENCES AND OTHER CHANGES	BALANCE AT 31 DEC
DEFERRED TAX ASSETS					
Property, plant and equipment	10				10
Derivatives	232	40			272
Provisions	3	•	•		3
Tax losses carried forward	5 364	604	•		5 968
Deferred income	31	•	•		31
Finance leases	0	52			52
Other temporary differences	87	-16	•	13	84
Deferred tax assets total	5 726	680	0	13	6 419
DEFERRED TAX LIABILITIES					
Property, plant and equipment	-315	103			-212
Derivatives	0	-36	•		-36
Loans and borrowings	-10	-11			-21
Convertible notes	-143	17	71		-55
Finance leases	-1 349	-24	•		-1 373
Deferred tax liabilities total	-1 817	49	71	0	-1 697

### **RECOGNISED DEFERRED TAX ASSETS**

EUR 1,000	2017	2016
TAX LOSSES		
Tax losses	25 256	29 875
DEFERRED TAX ASSET RECOGNISED ON THE BALANCE SHEET		
Tax losses	5 028	5 968

The Group has recognised deferred tax assets of 5 028 thousand (EUR 5 968 thousand at 31 December 2016) relating to the parent company's unused tax losses carried forward. Management anticipates that the company will generate taxable income against which the losses can be utilized. In making the assessment management has taken into consideration

investments in four new LNG vessels coming next year. As a result of these investments the profitability of the company is expected to improve due to more efficient fleet and lower operating expenses. The parent company can if necessary enter into sale and leaseback transactions with the containers company owns.

### RECOGNISED TAX LOSSES CARRIED FORWARD EXPIRE AS FOLLOWS

EXPIRY YEAR	EUR 1,000
2019	13 705
2021	8 530
2023	4
2025	3 017

# NOTE 14 Property, plant and equipment

### PROPERTY, PLANT AND EQUIPMENT 2017

EUR 1,000	BUILDINGS	CONTAINERS	MACHINERY & EQUIPMENT	VESSELS*	UNDER CONSTRUCTION	TOTAL
COST 1 JAN 2017	1 810	75 155	22 672	30 456	17 843	147 937
Increases	183	206	976	606	2 682	4 653
Disposals		-785	-342		-89	-1 217
Reclassification		0	3			3
Exchange rate differences	-28	-46	-372		•	-445
Cost 31 Dec 2017	1 966	74 530	22 936	31 062	20 436	150 931
ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSSES 1 JAN 2017	-1 326	-51 792	-20 040	-16 878	0	-90 037
Depreciation for the reporting period	-29	-4 679	-633	-1 515		-6 856
Accumulated depreciation on disposals		0	329		•	329
Reclassification		-200	0		•	-200
Exchange rate differences	9	31	252			292
Accumulated depreciation and impairment losses 31 Dec 2017	-1346	-56 641	-20 092	-18 393	0	-96 472
Carrying amount 1 Jan 2017	485	23 363	2 632	13 579	17 843	57 901
Carrying amount 31 Dec 2017	620	17 889	2 844	12 670	20 436	54 458

<sup>\*)</sup> The year-end 2016 carrying amount of Containerships VII was tested for impairment. The recoverable amount (value in use) of the vessel was estimated to be higher than its carrying amount.

Borrowing costs amounting to EUR 1.927 thousand (2016 EUR 473 thousand) were capitalized during the financial year regarding construction project of new LNG vessels. Total interest capitalised at the year-end 2017 was EUR 2.400 thousand (2016 EUR 473 thousand). The capitalisation rate used during 2017 was approximately 6,25% (2016 7,5%).

### PROPERTY, PLANT AND EQUIPMENT 2016

EUR 1,000	BUILDINGS	CONTAINERS	MACHINERY & EQUIPMENT	VESSELS*	UNDER CONSTRUCTION	TOTAL
COST 1 JAN 2016	1 791	69 260	23 335	30 435	0	124 821
Increases	121	5 427	367	21	17 843	23 780
Disposals		-5 629	-321			-5 950
Reclassification	5	6 134	-1 171			4 968
Exchange rate differences	-107	-38	462			318
Cost 31 Dec 2017	1 810	75 155	22 672	30 456	17 843	147 937
ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSSES 1 JAN 2016	-1 337	-45 498	-20 589	-15 410	0	-82 834
Depreciation for the reporting period	-24	-5 679	-537	-1 468		-7 707
Reclassification	-3	-639	1 283			641
Exchange rate differences	38	24	-198			-136
Accumulated depreciation and impairment losses 31 Dec 2016	-1 326	-51 792	-20 040	-16 878	0	-90 037
Carrying amount 1 Jan 2016	454	23 762	2 746	15 025	0	41 987
Carrying amount 31 Dec 2016	485	23 363	2 632	13 579	17 843	57 901

### FINANCE LEASES

Property, plant and equipment include assets acquired under finance leases as follows:

### 2017

EUR 1,000	CONTAINERS
Cost 1 Jan 2017	44 000
Increases	0
Disposals	-15 983
Accumulated depreciation	-16 831
Exchange rate differences	0
Carrying amount 31 Dec 2017	11 187

The Group leases containers under a number of finance lease agreements. Some leases provide the Group with the option to purchase the equipment at the end of the lease period.

### 2016

EUR 1,000	CONTAINERS	
2011 1,000	CONTAINENC	
Cost 1 Jan 2016	47 235	
Increases	2 013	
Disposals	-5 249	
Accumulated depreciation	-29 825	
Exchange rate differences	83	
Carrying amount 31 Dec 2016	14 258	

The Group has also entered into sale and leaseback transactions and the lease contracts have been classified as finance leases.

# NOTE 15 Intangible assets

### **INTANGIBLE ASSETS 2017**

EUR 1,000	GOODWILL	OTHER INTANGIBLE ASSETS	TOTA
ACQUISITION COST 1 JAN 2017	6 469	6 571	13 040
Increases		2 179	2 179
Disposals		-1 347	-1 347
Reclassification		53	53
Exchange rate differences	-329	0	-330
Acquisition cost 31 Dec 2017	6 140	7 456	13 596
ACCUMULATED AMORTISATION AND IMPAIRMENT LOSSES 1 JAN 2017	0	-4 564	-4 564
Amortisation for the reporting period		-572	-572
Reclassification		0	0
Exchange rate differences		0	0
Accumulated amortisation and impairment losses 31 Dec 2017	0	-5 136	-5 136
Carrying amount 1 Jan 2017	6 469	2 007	8 476
Carrying amount 31 Dec 2017	6 140	2 320	8 459

### **INTANGIBLE ASSETS 2016**

EUR 1,000	GOODWILL	OTHER Intangible assets	TOTAL
ACQUISITION COST 1 JAN 2016	7 065	5 645	12 710
Increases		1 419	1 419
Disposals		-482	-482
Reclassification		-11	-11
Exchange rate differences	-596	0	-596
Acquisition cost 31 Dec 2016	6 469	6 571	13 040
ACCUMULATED AMORTISATION AND IMPAIRMENT LOSSES 1 JAN 2016	0	-4 266	-4 266
Amortisation for the reporting period		-309	-309
Reclassification		11	11
Exchange rate differences		0	0
Accumulated amortisation and impairment losses 31 Dec 2016	0	-4 564	-4 564
Carrying amount 1 Jan 2016	7 065	1 379	8 444
Carrying amount 31 Dec 2016	6 469	2 007	8 476

Other intangible assets include development costs of the following IT-systems: Vessel Fleet Management, Quoting and Pricing, Sales Order Management, Business Intelligence,

Container Fleet Management and Transport Management system. The costs meeting the criteria for development costs are capitalized and amortised over five years.

### Impairment test

### IMPAIRMENT TESTING FOR CGUS CONTAINING GOODWILL

The Group performs its annual impairment tests for goodwill during last quarter of the financial period.

For the purposes of impairment testing, goodwill has been allocated to the Group's CGUs, which are also the Group's operating and reportable segments, as follows:

EUR 1,000	NOTES	2017	2016
CSL Baltics	4	4 535	4 470
CSL MED	4	1 605	1 999
Total		6 140	6 469

Goodwill increase arises from translation differences.

### **CSL BALTICS**

The recoverable amount of the CGU was based on its value in use, determined by discounting the future cash flows to be generated from the continuing use of the CGU and also future cash flows of four new LNG vessels of CGU. The carrying

amount of the CGU was determined to be EUR 195.7 million (2015: EUR 228.3 million) lower than its recoverable amount.

The key assumptions used in the estimation of the recoverable amount are set out below.

IN PERCENT	2017	2016
Sales volume (annual average growth rate of next five years)	9,5	9,5
Budgeted EBITDA (average growth rate of next five years)	11	9,7
Terminal value growth rate	2,0	2,0
Pre-tax discount rate (WACC)	8,1	9,4

Management has assessed that no reasonably possible change in the key assumptions would cause the carrying amount to exceed the recoverable amount.

The following table shows the amount by which these assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

IN PERCENTAGE POINTS	2017	2016
Budgeted EBITDA (average of next five years)	-6,1	-5,5
Terminal value growth rate	-36	-77
Discount rate (WACC)	15,1	15,6

### **CSL MED**

The recoverable amount of the CGU was based on its value in use, determined by discounting the future cash flows to be generated from the continuing use of the CGU. The carrying

amount of the CGU was determined to be EUR 4.8 million (2016: EUR 3.8 million) lower than its recoverable amount.

The key assumptions used in the estimation of the recoverable amount are set out below.

IN PERCENT	2017	2016
Sales volume (annual average growth rate of next five years)	5,2	3,6
Budgeted EBITDA (average growth rate of next five years)	4,6	5,3
Terminal value growth rate	2,0	2,0
Pre-tax discount rate (WACC)	18,2	18,2

Management has identified that a reasonably possible change in key assumptions will not cause the carrying amount to exceed the recoverable amount. In case of several key assumptions would change, this could lead to possible need for impairment writeoff.

The following table shows the amount by which these assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

IN PERCENTAGE POINTS	2017	2016
Budgeted EBITDA (average of next five years)	-3,0	-2,0
Terminal value growth rate	-12	-10,4
Discount rate (WACC)	7,3	14,7

Management have considered and reasonably assessed possible changes for other key assumptions and have not identified

any instances that could cause the carrying amount of the CGU to exceed its recoverable amount.

### APPROACH USED TO DETERMINING VALUES

The values attributed to the key assumptions represent management estimates of future trends in industries and are based on historical information from both internal and external sources.

Management has determined the values to the key assumptions as follows:

ASSUMPTION	APPROACH FOR VALUE DETERMINATION
Turnover	Average annual growth rate over the five-year forecast period; based on past performance and management's expectations of market development.
Budgeted EBITDA	Budgeted EBITDA growth rate over the five-year forecast period; Based on past performance and management's expectations for the future. Growth is projected taking into account the average growth levels experienced over the past five years and the estimated growth for the next five years.
Terminal value growth rate	Terminal value growth rate is a growth rate used to extrapolate cash flows beyond the budget period. Five years of cash flows were included in the discounted cash flow model. Terminal value growth rate into perpetuity has been assumed to be equal 2.0%, estimated by management.
Pre-tax discount rate	The discount rate is a pre-tax measure iterated based on the weighted average cost of capital (WACC), which reflects the risks of the predicted cash flows. WACC reflects risk of the specific CGU including capital structure and beta of the industry, average market risk premium, risk-free rate, required return on debt and small company risk premium.

## NOTE 16 Inventories

EUR 1,000	2017	2016
Raw materials and supplies	4	4
Bunker	1 335	1 088
Total	1 339	1 091

The Group's inventories mainly consist of bunker. Inventories also include truck spare parts.

No write-downs of the inventories were recognised during the reporting periods.

### NOTE 17 Other financial assets

### FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

EUR 1,000	2017	2016
Derivatives - hedge accounting not applied		
Foreign exchange derivative contracts	0	0
Interest rate swaps	0	0
Commodity forward contracts	268	178
Other investments	2	2
Total	270	180
Current	268	178
Non-current	2	2

The Group's other financial assets include derivatives and investments in equity shares. These financial assets are measured at fair value through profit or loss and classified as held for trading.

Other financial assets measured at fair value through profit or loss include derivatives not designated as hedging instruments and reflect the positive change in fair value of foreign exchange forward contracts, commodity forwards contracts and interest rate swaps that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency and interest rate risk and risk for price the changes of expected oil purchases. Fair values of these derivative instruments are determined by reference to published price quotations in an active market.

Other financial assets also include investments in equity shares. These instruments are classified as held for trading and are measured at fair value. Fair values of quoted equity shares are determined by published price quotations in an active market. Investments in equity instruments that do not have a quoted price in an active market and whose fair value cannot be reliably measured, are measured at cost or a lower probable market price.

More detailed information regarding fair value measurement is presented in the note 21.

## NOTE 18 Trade and other receivables

EUR 1,000	2017	2016
Trade receivables	28 830	24 762
Trade receivables from related parties	451	753
Loans to ultimate parent company	4 936	4 936
Loan receivables	1 887	1 019
Finance lease receivables	464	649
Other receivables	4 492	3 096
Total	41 060	35 215
Non-current	7 072	6 419
Current	33 988	28 797

#### SPECIFICATION FOR OTHER RECEIVABLES, PREPAYMENTS AND ACCRUALS

EUR 1,000	2017	2016
Current tax assets	0	131
Prepayments	378	116
Finnish transport agency	240	240
Container rent accruals	226	288
Rents	39	99
Insurance	232	174
Escrow accounts *)	574	203
Employee benefits	137	4
Port expenses, cargo handling and other voyage-related costs	1 051	935
VAT accrued receivables	609	70
Other accruals	1 005	834
Total	4 492	3 096

#### TRADE RECEIVABLES BY CURRENCY

EUR 1,000	2017	2016
EUR	16 340	14 212
GBP	2 638	1 791
USD	7 815	7 334
RUB	2 096	1 517
DZD	345	324
UAH	39	309
TRY	9	27
Other	0	1
Total	29 282	25 515

The book values of trade and other receivables are reasonable approximation of their fair values. The maximum credit risk related to accounts receivable and other receivables is their carrying amount.

<sup>\*)</sup> Cash in escrow accounts is Algerian's non-liquid cash in 2017.

### AS AT 31 DECEMBER, AGEING ANALYSIS OF TRADE RECEIVABLES AND ITEMS RECOGNISED AS IMPAIRMENT LOSSES ARE AS FOLLOWS:

EUR 1,000	2017	IMPAIRMENT LOSSES	NETTO 2017
Not past due	18 064		18 064
Past due			
1-30 days	4 544		4 544
31-60 days	558		558
61-90 days	534		534
91-180 days	817		817
Over 180 days	5 076	-312	4 764
Total past due	11 673	-312	11 218
 Total	29 737	-312	29 282

EUR 1,000	2017	IMPAIRMENT LOSSES	NETTO 2017
Not past due	16 381		16 381
Past due			
1-30 days	4 230		4 230
31-60 days	707		707
61-90 days	503		503
91-180 days	954		954
Over 180 days	3 062	-322	2 740
Total past due	9 456	-322	9 134
Total	25 837	-322	25 515

Information about the Group's exposure to credit and market risks, and information how the Group manages and measures the credit quality of trade receivables is included in note 25.

The Group has made EUR 312 thousand impairment loss reservation of trade receivables (2016 EUR 322 thousand). According to internal accounting policy 50% of trade receivables past due over 180 days and 100% past due over 360 days are written down, unless there is a justified reason not to recognise impairment loss.

Major part of the receivables overdue more than 180 days are from the Algerian, Libyan and Tunisian agents.

The company has replaced the Algerian agent with its own agency operations in Algeria in August 2016. To support the receivables collection from the former Algerian agent company is preparing a possible settlement case with the agent according to agency agreement. Based on a third party opinion company sees that it will receive most of the receivables through the settlement resolution.

The exception is that company has also older receivables from the Libyan agent. This is due to unstable political and currency situation in Libya. This is not written down, because company has received a deposit from the agent in local Libyan bank in local currency. This bank account is in the company's control based on the agreement made between the agent and company. This deposit covers most of the overdue balance, but naturally has a risk of a local Libyan currency. There are signs for the economic and political recovery in Libya, which should lower this risk during 2018 and stabilize the situation with the overdue balances.

Receivables from Tunisian agent are related to business transactions between agent and principal and there is a local bank guarantee covering part of the open receivable.

#### FINANCE LEASE RECEIVABLES

EUR 1,000	2017	2016
TOTAL AMOUNT OF MINIMUM LEASE PAYMENTS		
Within 12 months	270	270
1 - 5 years	270	540
After five years	0	0
Total	540	810
PRESENT VALUE OF MINIMUM LEASE PAYMENTS		
Within 12 months	215	185
1 - 5 years	249	464
After five years	0	0
Total	464	649
FUTURE INTEREST INCOME FROM FINANCE LEASE AGRE	EMENTS	
Finance income	76	160
Total	76	160

## NOTE 19 Cash and cash equivalents

EUR 1,000	2017	2016
Cash and bank accounts	11 347	11 066
Cash and cash equivalents in the balance sheet	11 347	11 066

At 31 December 2017, the Group did not have any undrawn committed loan facilities in use. Cash and cash equivalents match with the consolidated statement of cash flows.

### NOTE 20 Capital and reserves

EUR 1,000	NUMBER OF SHARES 1,000 PCS.	SHARE Capital	SHARE PREMIUM	FUND FOR INVESTED Non-restricted Equity	TOTAL
1 January 2016	119	19	337	4 403	4 759
Increase in share capital	0	61	0	-61	0
31 December 2016	119	80	337	4 342	4 759
1 January 2017	119	80	337	4 342	4 759
31 December 2017	119	80	337	4 342	4 759

#### **SHARE CAPITAL**

The share capital (ordinary shares) consists of shares in two series (A and B). The ordinary shares do not have any nominal value, A-shares carry one vote and 10 B-shares carry one vote. All issued shares have been fully paid. The Group companies do not hold any own shares.

The subscription price of a share received in connection with share issues is credited to the share capital, unless it is provided in the share issue decision, that a part of the subscription price is to be recorded in the fund for unrestricted free equity.

The parent company of the Group changed to public limited company during 2016 and the share capital of the company was increased to EUR 80 thousand. Change in share capital was made within equity and amount of EUR 61 thousand was reclassified from fund for invested non-restricted equity to share capital.

#### **DIVIDENDS**

The Board of Directors proposes that no dividend will be distributed and that the loss of 31 December 2016 will be transferred to the retained earnings in the balance sheet. No dividends were paid during financial years 2017 and 2016.

#### **SHARE PREMIUM**

Share premium account generated during the former Finnish Companies' Act.

#### FUND FOR INVESTED NON-RESTRICTED EQUITY

The fund for invested non-restricted equity includes other equity investments and the part of the subscription price of the shares that according to the related decision is not to be credited to the share capital.

#### TRANSLATION RESERVE

The translation reserve comprises of all foreign exchange differences arising from the translation of the financial statements of foreign operations.

#### **CONVERTIBLE CAPITAL LOAN**

Capital loan includes a possibility of an exchange to the company's shares. Capital loans equity components have been booked as retained earnings.

#### **HYBRID CAPITAL LOAN**

Hybrid capital loan is recognised in equity as a separate item. The loan have no maturity date but the company has the right to repay the loan at the moment bond is expiring. The loan and the interest are subordinated to all other liabilities of the company. The annual coupon rate until the first possible redemption date of the loan is 8%. If interest is paid to the hybrid capital loan it is recognised directly in retained earnings and unpaid interest is accrued.

Group's equity includes one hybrid capital loan with nominal value of EUR 5 000 thousand. The loan from related party was initially issued in 2015 and presented as a convertible capital loan in non-current liabilities in 2015 financial statements. Due to amendments in the terms of the contract in 2016 the loan is reclassified from non-current liabilities to equity. Loan capitalised interests are 470 thousand euro for 2017.

## NOTE 21 Classification of financial assets and liabilities

DECEMBER 2017		CARRYING AM	DUNT			FAIR VAL	UE		
EUR 1,000	NOTE	FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS	LOANS AND RECEI- VABLES	OTHER FI- NANCIAL LIABILI- TIES	TOTAL	LEVEL 1	LEVEL 2	LEVEL 3	TOTA
FINANCIAL ASSETS MEASURED AT	FAIR	VALUE							
Foreign exchange derivative contracts	17	0			0		0		C
Commodity forward contracts	17	268			268	•	268		268
Equity securities	17	2			2	2			:
Total		270			270	2	268	0	270
FINANCIAL ASSETS NOT MEASURE	D AT	FAIR VALUE							
Trade and other receivables	18		29 282		29 282				
Loans to the ultimate parent company	18		4 936		4 936				
Cash and cash equivalents	19		11 347		11 347				
Total			45 565		45 565	-			
FINANCIAL LIABILITIES MEASURE	D AT E	AIR VALUE							
Foreign exchange derivative contracts	23	631			631		631		63
Interest rate swaps	23	911			911		911		91
Commodity forward contracts	23	0			0		0		
		1 542			1 542	0	1 542	0	1 54
FINANCIAL LIABILITIES NOT MEAS	SURFD	AT FAIR VALUE							
Bond issue	22	AT TAIN VALUE		57 796	57 796		57 796		57 79
Convertible capital loan-liability component				5 981	5 981		5 981		5 98
Finance lease liabilities	22			4 809	4 809	•	4 809		4 80
Trade payables	24			23 917	23 917				
Total				92 503	92 503	0	68 585	0	68 58
DECEMBER 2016	FAID	WAL HE							
FINANCIAL ASSETS MEASURED AT									
Foreign exchange derivative contracts	17	0			0		0		
Commodity forward contracts	17	178			178		178		178
Equity securities	17	2			2	2	470		40
Total		180			180	2	178	0	18
FINANCIAL ASSETS NOT MEASURE	D AT	FAIR VALUE							
Trade and other receivables	18		25515		25515				
Loans to parent company	18		4936		4936				
Cash and cash equivalents	19		11 066		11 066				
Total			41 517		41 517				
FINANCIAL LIABILITIES MEASURE	D AT F	AIR VALUE							
Foreign exchange derivative contracts	23	0			0				
Interest rate swaps	23	1 358			1 358	•	1 358		1 35
Commodity forward contracts	23	0			0	•	0		
Total		1 358			1 358		1 358		1 35
		AT FAIR VALUE							
FINANCIAL LIABILITIES NOT MEAS	SURED	AI FAIR VALUE							
FINANCIAL LIABILITIES NOT MEAS Bond issue	SURED 22	AI FAIR VALUE		48 623	48 623		48 623		48 62
Bond issue	22	AI FAIR VALUE		48 623 5 405	48 623 5 405		48 623 5 405	_	
	22	AI FAIK VALUE			• • • • • • • • • • • • • • • • • • • •				5 40
Bond issue Convertible capital loan-liability component	22 22	AI FAIR VALUE		5 4 0 5	5 405		5 405		48 623 5 409 8 090

#### **ACCOUNTING CLASSIFICATIONS AND FAIR VALUES**

The table on the previous page shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.arvosta.

#### **MEASUREMENT OF FAIR VALUES**

Fair value of financial asset and liabilities is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The management assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, bank overdrafts, finance lease liabilities and other liabilities approximate their carrying amounts due to the short-term maturities of these instruments.

#### FINANCIAL INSTRUMENTS MEASURED AT FAIR VALUE

#### **Derivative instruments**

Market comparison technique: The fair values are based on broker quotes. Similar contracts are traded in an active market and the quotes reflect the actual transactions in similar instruments.

#### **Publicly traded equity securities**

The fair values of publicly quoted instruments are based on price quotations at the reporting date.

#### **Private equity investments**

Investments in equity instruments that do not have a quoted price in an active market and whose fair value cannot be reliably measured, are measured at cost or a lower probable market price.

#### Financial instruments not measured at fair value

Discounted cash flows: The valuation model considers the present value of expected payments, discounted using a riskadjusted discount rate.

#### **LEVEL DEFINITIONS**

**Level 1** = quoted prices (unadjusted) in active markets for identical assets or liabilities

**Level 2** = other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 = not based on observable market data

#### TRANSFERS BETWEEN LEVELS

There were no transfers between fair value hierarchy levels in 2017 and 2016.

#### **LEVEL 3 FAIR VALUES**

Reconciliation of Level 3 fair values

### NOTE 22 Interest-bearing loans and borrowings

This note provides information about the contractual terms of the Group's interest-bearing loans and borrowings, which are measured at amortised cost. For more information about the Group's exposure to interest rate, currency and liquidity risks, see note 25.

#### TERMS AND REPAYMENT SCHEDULE

EUR 1,000	INTEREST RATE %	MATURITY	CARRYING AMOUNT 2017	CARRYING AMOUNT 2016
NON-CURRENT LIABILITIES	MEASURED AT AMORTISED C	OST		
Convertible capital loans	8,00	30/04/2019	5 981	5 405
Bond issue	6,25 + 3M Euribor	22/11/2021	57 796	48 623
Finance lease liabilities			3 385	5 413
Other liabilities			11	14
Total			67 173	59 456
CURRENT LIABILITIES MEA	SURED AT AMORTISED COST			
Finance lease liabilities			1 424	2 678
Other liabilities			841	609
Total			2 266	3 287
Interest bearing loans and bo	rrowings total		69 438	62 743

The interest rates of the group's interest-bearing loans are both fixed and variable rates. The variable rate loans are mainly derived from Euribor 3 months. The weighted average interest is 6,4% (2016: 7,6%)

Information about the Group's exposure to interest rate, currency and liquidity risk is included in the note 25.

#### **BOND ISSUE**

Secured bond has nominal value EUR 60 000 thousand and is repayable in full on 22.11.2021. The bond was originally issued in 2015, after which its terms have been changed during the financial years 2016 and 2017, the main features of the changes are described below. The interest rate on the bond is 6.25 percent plus the 3-month Euribor.

#### **BOND EARLY REDEMPTION**

During the financial year 2016, the terms of the secured bond were changed based on the change of shipyard in the LNG vessel investment. Due to the change in the terms of the bond, the bond holders received compensation that raised the effective interest rate of the loan by about one percentage point. In addition, Containerships will be required to redeem issued bonds at maturity at a price of 101 %.

During the financial year 2017 the terms of the secured bond were further amended. Due to the change in terms and conditions, changes were made to the nominal value of the loan, redemption price, coupon rate and final maturity date. Due to the change in the terms, the effective interest rate on the loan fell by about 1.5 percentage points and bondholders were paid a compensation of approximately EUR 1 560 thousand.

#### **CONVERTIBLE CAPITAL LOAN**

Convertible capital loan with nominal value EUR 5 000 thousand, interest rate is 8% accrueing from the issue date until, and be payable at, the time of repayment of the convertible capital loan. If the Investors have not chosen to exercise its right to subscribe for shares, the convertible capital loan shall be repaid together with interest on April 30, 2019.

The Convertible capital loan and the Interests are subordinated to all other debts in the liquidation and bankruptcy of the company.

#### **HYBRID CAPITAL LOAN**

The other loan previously presented as a convertible capital loan was converted to a hybrid capital loan at 29.12.2016 with a nominal value of EUR 5 000 thousand. The hybrid capital loan has an interest rate of 8% accrueing from the issue date until, and be payable at, the time of repayment of the hybrid capital loan. Loan capitalised interests are 470 thousand euro for 2017.

The Hybrid capital loan and the Interests are subordinated to all other debts in the liquidation and bankruptcy of the company.

If the Investors have not chosen to exercise its right to subscribe for shares, the hybrid capital loan shall not be repaid, but the interest level will increase from after the bond has been refinanced or latest by April 30, 2019, according to the agreement.

#### CONVERTIBLE CAPITAL LOAN

EUR 1,000	2017	2016
Carrying amount of liability at 1 January	5 405	9 533
Proceeds from issue of convertible capital loan	0	0
Transaction costs	0	0
Net proceeds	5 405	9 533
Amount classified as equity	0	0
Reclassification - hybrid capital loan	0	-4 649
Accrued interest	575	521
Carrying amount of liability at 31 December	5 981	5 405

#### FINANCE LEASE LIABILITIES

EUR 1,000	2017	2016
TOTAL AMOUNT OF MINIMUM LEASE PAYMENTS		
Within 12 months	1 664	3 234
1 - 5 years	3 561	5 288
After five years	556	1 553
Total	5 781	10 075
PRESENT VALUE OF MINIMUM LEASE PAYMENTS		
Within 12 months	1 424	2 678
1 - 5 years	2 858	3 993
After five years	526	1420
Total	4 809	8 091
FUTURE INTEREST EXPENSES FROM FINANCE LEASE AGREEMENTS		
Finance costs	972	1 984
Total	972	1 984

#### CHANGE IN INTEREST BEARING LOANS AND BORROWINGS

EUR 1,000	31.12.2016	CASH FLOWS	NO CASH FLOW CHANGES	31.12.2017
Long-term interest bearing loans and borrowings	59 456	7 103	614	67 173
Short-term interest bearing loans and borrowings	3 287	-921	-100	2 266
Total	62 743	6 182	514	69 438

## NOTE 23 Other financial liabilities

#### FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

EUR 1,000	2017	2016
DERIVATIVES - HEDGE ACCOUNTING NOT APPLIED		
Foreign exchange derivative contracts	631	0
Interest rate swaps	911	1 358
Commodity forward contracts	0	0
Total	1 542	1 358
Current	631	0
Non-current	911	1 358

The Group's other financial liabilities include derivative instruments and these financial instruments are measured at fair value through profit or loss.

Derivatives not designated as hedging instruments reflect the negative change in fair value of foreign exchange forward contracts, commodity forwards contracts and interest rate swaps that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of currency and interest rate risk and risk for the price changes of expected oil purchases. Fair values of these derivative instruments are determined by reference to published price quotations in an active market.

More detailed information regarding fair value measurement is presented in note 21.

## NOTE 24 Trade and other payables

EUR 1,000	2017	2016
Trade payables	21 312	22 047
Trade payables to related parties	2 605	2 350
Deferred income	156	934
Other payables	7 171	8 993
Total	31 245	34 324
Total current	30 899	33 347
Total non-current	346	977

The carrying amount of accounts payable and other liabilities is the reasonable approximation of their fair values. The tables below show the significant items in other payables and the distribution of accounts payable by currency.

Maturity analysis of financial liabilities is presented in note 25.

Information about the Group's exposure to currency and liquidity risks is included in note 25.

#### SIGNIFICANT ITEMS IN OTHER PAYABLES

EUR 1,000	2017	2016
Current tax liabilities	158	3
Employee benefits	2 407	2 423
Cargo handling costs	0	0
Port expenses and voyage-related costs	1 355	1 176
Repairs, vessels	631	631
Interest payable	955	1 575
VAT accrued payable	374	58
Long term Scrubber liability	0	631
EU-support payable to project partners	631	1 866
Other accrued liabilities	660	629
Total	7 171	8 993

#### DISTRIBUTION OF TRADE PAYABLES BY CURRENCY

EUR 1,000	2017	2016
EUR	11 489	14 342
DKK	315	305
GBP	2 771	3 079
USD	7 491	4 835
RUB	446	894
UAH	33	57
TRY	676	572
DZD	659	310
Other	36	3
Total	23 917	24 397

### NOTE 25 Financial risk management

## THE PRINCIPLES AND ORGANISATION OF FINANCIAL RISK MANAGEMENT

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Group and its operating activities are subject to financial risks. The main financial risks are currency risk, interest rate risk, credit risk, liquidity risk and oil price risk.

The financial risks related to the business are monitored by the company's management. The management of financial risks aims to reduce the volatility in earnings, balance sheet and cash flow, while securing effective and competitive financing for the Group.

For risk management the Group may use currency forwards and options, interest rate swaps, oil derivatives and oil price clauses included in customer contracts.

#### **MARKET RISK**

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity investments will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

#### **CURRENCY RISK**

The Group operates internationally and is therefore exposed to transaction risks through different currency positions. The main foreign currencies used by the Group are USD, GBP, RUB, DZD and TRY. Currency risks arise from commercial transactions, monetary items in the balance sheet and net investments in foreign subsidiaries.

A possible strengthening or weakening of the USD, GBP, RUB, TRY, DZD and UAH against all other currencies at 31 December would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below in the sensitivity analyses.

#### TRANSLATION RISK

The Group has net investments abroad and is thus exposed to risks which arise when investments in RUB, DZD, PLN TRY, GBP and UAH are converted into the parent company's functional currency. The Group's principle is not to hedge net investments made in foreign subsidiaries.

The tables below shows the translation position at the end of 2017 and 2016.

#### TRANSLATION RISK EXPOSURE BY CURRENCY

EUR 1,000	NET INVESTMENT 2017	NET INVESTMENT 2016
GBP	1 898	1 711
RUB	2 089	1 674
TRY	1 090	1 324
UAH	-1 315	-1 198
PLN	-18	2
DZD	512	74

#### SENSITIVITY ANALYSIS

The following table describes the Group's sensitivity to changes in the GBP, RUB, TRY, UAH, DZD and PLN exchange rate.

#### 31 DECEMBER 2017 CHANGE IN EQUITY

EUR 1,000		STRENGTHENING	WEAKENING
GBP	(10% movement)	190	-190
RUB	(20 % movement)	418	-418
TRY	(20 % movement)	218	-218
UAH	(20 % movement)	-263	263
PLN	(10 % movement)	-2	2
DZD	(20 % movement)	102	-102

#### 31 DECEMBER 2016 CHANGE IN EQUITY

EUR 1,000		STRENGTHENING	WEAKENING
GBP	(10% movement)	171	-171
RUB	(20 % movement)	335	-335
TRY	(20 % movement)	265	-265
UAH	(20 % movement)	-240	240
PLN	(10 % movement)	0	0
DZD	(20 % movement)	15	-15

### Transaction risk

In 2017, over 80 per cent of Baltic sales were invoiced in EUR, and the rest in RUB, GBP and USD. Purchases are mainly made in EUR, except for bunker purchases in USD. Local UK purchases are made in GBP, local Russian purchases

are made in RUB. In MED, the main currencies for sales and purchases are USD, TRY and DZD. The functional currency for the Turkish company operations is TRY and for Algerian company DZD.

#### TRANSACTION RISK EXPOSURE BY CURRENCY AT 31 DECEMBER 2017

IN THOUSANDS OF	USD	RUB	TRY	GBP
Trade receivables	7 815	145 000	39	2 340
Trade payables	8 934	30 958	3 075	2 458
Net balance sheet exposure	-1 119	114 042	-3 036	-118
Next six months forecast sales	14 000	480 000	100	10 000
Next six months forecast purchases	25 000	390 000	6 000	9 000
Net forecast transaction exposure	-11 000	90 000	-5 900	1 000
Forward exchange contracts	15 000	0	0	0
Net exposure	2 881	204 042	-8 936	882

#### TRANSACTION RISK EXPOSURE BY CURRENCY AT 31 DECEMBER 2016

IN THOUSANDS OF	USD	RUB	TRY	GBP
Trade receivables	7 843	94 383	96	1 491
Trade payables	4 659	52 532	1 938	2 410
Net balance sheet exposure	3 184	41 851	-1 842	-919
Next six months forecast sales	12 000	450 000	1 000	9 000
Next six months forecast purchases	20 000	350 000	6 000	8 000
Net forecast transaction exposure	-8 000	100 000	-5 000	1 000
Forward exchange contracts	0	0	0	0
Net exposure	-4 816	141 851	-6 842	81

#### SENSITIVITY ANALYSIS

The following table describes the Group's sensitivity to changes in the exchange rates.

The impacts of exchange rate changes of other currencies are not significant.

#### **31 DECEMBER 2017**

#### **CHANGE IN PROFIT OR LOSS**

EUR 1,000		STRENGTHENING	WEAKENING
USD	(10 % movement)	240	-240
RUB	(20 % movement)	588	-588
TRY	(20 % movement)	-393	393
GBP	(10 % movement)	99	-99

#### 31 DECEMBER 2016

#### **CHANGE IN PROFIT OR LOSS**

EUR 1,000		STRENGTHENING	WEAKENING
USD	(10 % movement)	-457	457
RUB	(20 % movement)	441	-441
TRY	(20 % movement)	-369	369
GBP	(10 % movement)	9	-9

#### THE FOLLOWING SIGNIFICANT **EXCHANGE RATES HAVE BEEN APPLIED**

AVERAGE RATE	YEAR-END SPOT RATE

EUR 1	2017	2016	2017	2016
GBP	0,8767	0,8195	0,8872	0,85618
RUB	65,9383	74,1446	69,392	64,3
USD	1,1297	1,1069	1,1993	1,0541
TRY	4,1206	3,3433	4,5464	3,7072
UAH	30,039	28,312	33,495	28,423
PLN	4,257	4,3632	4,177	4,4103
DZD	125,46	120,84	137,49	115,9

### Interest rate risk

Interest-bearing debt exposes the Group to interest risk, i.e. re-pricing and price risk caused by interest rate movements. The objective of the interest rate risk management is to reduce interest rate fluctuation impact on the results in different accounting periods, enabling a more stable net income. The Group may manage interest rate risk by using interest rate swaps and interest rate forwards.

The level of hedging against interest rate risks are reviewed regurlary against interest rate movements for hedging purposes. The following table shows the Group's sensitivity to variations in market interest rates. The following assumptions were made when calculating the sensitivity:

 The interest rate variation is assumed to be +/-0.50 per cent from the interest rate of individual instruments at the end of the reporting period.

- The analysis includes the instruments with an interest adjustment date within the following 12 months.
- The position includes variable-rate loans from financial institutions, convertible debts and commercial papers.
- The position excludes finance lease obligations, because the change in finance costs caused by the interest rate variation is not relevant to these.
- When calculating the sensitivity, it is assumed that the variable-rate debt portfolio remains unchanged for (no instalments, no new debt) and that the whole year interest rate changes as stated above on the next interest change date of the debt instrument.
- It is assumed that if a variable-rate instrument is fully amortised within the next 12 months, this instrument would be reacquired if the above mentioned interest rate is prevailing.

#### **EXPOSURE TO INTEREST RATE RISK**

The interest rate profile of the Group's interest-bearing financial instruments is as follows.

#### **NOMINAL AMOUNT**

EUR 1,000	2017	2016
FIXED-RATE INSTRUMENTS		
Financial liabilities	5 000	5 000
VARIABLE-RATE INSTRUMENTS		
Financial liabilities	60 000	51 005
Effect of interest rate swaps	32 500	32 500
Net exposure	27 500	18 505

#### FAIR VALUE SENSITIVITY ANALYSIS FOR FIXED-RATE INSTRUMENTS

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss.

## CASH FLOW SENSITIVITY ANALYSIS FOR VARIABLE-RATE INSTRUMENTS

A change of +/-0,5 per cent in interest rates at the reporting date would have increased or decreased profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

## SENSITIVITY AT CLOSING DATE 2017, CHANGE IN INTEREST RATES, INCREASING /DECREASING 0.5 % FROM VALID RATE OF THE INSTRUMENT AT 31 DEC 2017

#### **CHANGE IN PROFIT OR LOSS**

EUR 1,000	+ 0,5%	- 0,5%
Debt portfolio - net exposure	-138	138
Swaps - change in fair value	650	-650
Change before tax effect	513	-513

## SENSITIVITY AT CLOSING DATE 2017, CHANGE IN INTEREST RATES, INCREASING /DECREASING 0.5 % FROM VALID RATE OF THE INSTRUMENT AT 31 DEC 2016

#### **CHANGE IN PROFIT OR LOSS**

EUR 1,000	+ 0,5 %	- 0,5%
Debt portfolio - net exposure	-93	93
Swaps - change in fair value	650	-650
Change before tax effect	557	-557

#### **CREDIT RISK**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers.

The Group is exposed to credit risk from its commercial receivables. The Group policy sets out the credit rating requirements and investment principles related to customers, investment transactions and derivative contract counterparts. Apart from subsidiary in Turkey, the Group has no significant concentrations of credit risk, since it has a broad clientele distributed across various sectors.

The Turkish operations have two major receivable with its agents in Algeria and Libya. In accordance to agent agreement company is preparing an arbitration with its former Algerian agent, but does not expect any major write down on this. Majority of the receivable from the Libyan agent is covered with the local currency deposit, but it has some uncertainty based on the liquidity of the local currency.

The Group makes derivative contracts and investment transactions only with counterparts with high credit ratings. The ageing analysis of trade receivables has been presented in note 18 Trade and other receivables.

#### LIQUIDITY RISK

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group continuously strives to evaluate and monitor the amount of financing required for its operations to ensure that it will have sufficient liquid assets to finance its business activities and investments and to repay loans. The aim is to finance future shipbuilding investments with the longest possible credits. Group aims to ensure the availability and flexibility of funding through unused credit lines and the use of several banks and financing schemes in financing.

At the end of the financial period 2017 loans do not include any financial covenants. More detailed information regarding the Groups' restrictions on disposal of assets and restructurings is included in note 27 Commitments and contingencies.

The cash-flows in the tables below include both repayments and expected interests.

#### **MATURITY ANALYSIS OF FINANCIAL LIABILITIES 2017**

EUR 1,000	CARRYING AMOUNT	TOTAL	0-6 Months	7-12 Months	2019- 2020	2021	2022-
NON-DERIVATIVE FINANCIAL LIAB	ILITIES						
Bond issue	57 796	75 219	1 885	1 917	7 615	63 802	
Convertible capital loans	5 981	6 843	•	***************************************	6 843	••••	
Finance lease liabilities	4 809	5 781	1 060	604	1 943	809	1 365
Trade and other payables	24 549	25 180	24 865	316	•	•	
DERIVATIVE FINANCIAL INSTRUMI	ENTS						
Foreign exchange derivative contracts	631	631	518	100	13		
Interest rate swaps	911	911	140	140	561	70	
Commodity forward contracts	0	0	•	***************************************	•	······································	
Total	94 677	114 565	28 468	3 076	16 975	64 681	1 365

#### **MATURITY ANALYSIS OF FINANCIAL LIABILITIES 2016**

EUR 1,000	CARRYING AMOUNT	TOTAL	0-6 Months	7-12 Months	2019- 2020	2021	2022-
NON-DERIVATIVE FINANCIAL LIAB	ILITIES						
Bond issue	48 623	60 248	1 978	1 978	56 292		
Convertible capital loans	5 405	6 843	<del>-</del> -	•	6 843		
Finance lease liabilities	8 091	10 075	1 753	1 480	3 097	1 270	2 473
Trade and other payables	25 659	25 659	24 713	316	631	***************************************	
DERIVATIVE FINANCIAL INSTRUM	ENTS						
Foreign exchange derivative contracts	0	0	0	0	0	0	0
Interest rate swaps	1 358	1 358	160	160	640	320	78
Commodity forward contracts	0	0	······································	•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••	
Total	90 400	105 445	28 920	4 250	68 135	1 590	2 551

#### COMMODITY RISK

The Group is exposed to commodity risk relating to the availability and price fluctuations of oil. The Group seeks to minimise this risk by making framework agreements with known counterparts and by including bunker price clauses in its contracts with customers. In the long-term, these clauses can hedge more than 60 per cent of oil and currency risk. The hedging level of bunker oil fluctuates depending on the utilisation of the number of vessels. The rest of the risk is covered with oil hedging derivatives to reduce the open position not covered by the bunker price clauses agreements with the customers. However, oil price movements has a significant meaning for the company's financial result. Hedging covers that risk only partly.

In 2017, The Group purchased bunker oil 62,6 ktons in Baltics and 16,3 ktons in MED. The Group has hedged against oil price changes until June 2018. MED's share of the total costs of the bunker oil was 21 % in 2017.

#### SENSITIVITY OF THE GROUP'S PRE-TAX PROFIT ARISING FROM FINANCIAL INSTRUMENTS TO CHANGES IN THE PRICE OF OIL:

EUR 1,000	2017 Change in Profit	2017 Change in Profit or Loss		OR LOSS
+/- 10 % change in oil price	-2,437	2,437	-1 412	1 412

#### **CAPITAL MANAGEMENT**

The Group's objective in managing capital is to secure normal operating conditions in all circumstances and to enable optimal capital costs.

The table below shows the interest-bearing net liabilities and total equity with the leverage ratio.

#### CAPITAL RISK MANAGEMENT

EUR 1,000	2017	2016
Interest bearing liabilities	69 438	62 743
Cash and cash equivalents *)	11 347	11 066
Net liabilities	58 091	51 677
Total equity	19 857	20 227
Net gearing %	293	255

<sup>\*)</sup> Cash and cash equivalents does not include Escrow accounts EUR 574 thousand (2016: EUR 203 thousand). Escrow accounts are presented in the current other receivables.

## NOTE 26 Operating leases

#### THE GROUP AS A LESSEE

EUR 1,000	2017	2016				
MINIMUM LEASE PAYMENTS ON NON-CANCELLABLE OPERATING LEASES ARE PAYABLE AS FOLLOWS:						
Within 12 months	5 610	3 414				
1 - 5 years	10 493	8 263				
After five years	2 096	364				
Total	18 199	12 041				
AMOUNTS RECOGNISED IN PROFIT OR LOSS						
Lease expense	4 562	3 873				
Total	4 562	3 873				

The Group leases a number of office facilities and one land premise under operating leases.

The Group has also entered into operating leases on certain office supplies, IT machinery, trucks and cars with lease terms

mostly between three and five years. The Group has an option, under some of its leases, to lease the assets for additional terms of three to five years.

### NOTE 27 Commitments and contingencies

#### **COLLATERALS**

EUR 1,000	2017	2016
COLLATERALS FOR OWN COMMITMENTS		
Pledges	0	203
Customs' guarantee	1 029	1 414
Vessel mortgage	20 000	23 000
Company mortgage	130 000	96 000
Corporate mortgages	5 000	5 000
COLLATERALS GIVEN BEHALF OF THE SUBSIDIARIES		
Pledges	0	0
Loan from financial institutions	0	0
Total	156 029	125 414

#### **COMMITMENTS**

At 31 December 2017, the Group had commitments of EUR 156 029 thousand (2015 EUR 125 414 thousand) mainly relating to the completion of the bond issue to finance the new vessel investments and secure daily operations.

Company has a general pledge of EUR 5 000 thousand with the financial institution for the financing of the working capital. Company has a pledge of EUR 79 thousand with the financial institution for the rented real estate premises.

During 2017 company has obtained a bond financing, details provided in note 22. The bond financing is secured with all the assets of the company as follows:

- (a) a first ranking pledge over all of the shares currently issued by the Issuer, provided that any shares issued as a result of a conversion of the Equity Contribution are not required to be pledged by the Equity Investors
- (b) a floating charge over the assets in the Issuer in the amount of EUR 130 000 thousand with priority after the EUR 5 000 thousand floating charge provided to Nordea Bank Finland plc
- (c) a first priority mortgage in the amount of EUR 20 000 thousand over the Existing Vessel
- (d) the Vessel Funding Account Pledge Agreement;

During 2016 the Group entered into a construction and sale & leaseback contract regarding four new LNG vessels. These vessels are being built for the Group and vessel construction phase is scheduled for completion during 2018. Lease period begins after the completion of construction project, upon delivery of the vessels and execution of sale & leaseback transaction. Lease period is 12 years and the Group has obligation to purchase the vessels for fixed price at the latest 12 years from the commencement of lease period. The total undiscounted lease commitment for four LNG vessels is approximately EUR 139 000 thousand including the purchase obligations. These amounts are not included in the table above at the end of the financial period 2017.

#### **LEGAL PROCEEDINGS**

The Group has no material pending legal cases at the end of the year 2017. The Group profit is not affected by any major non-recurring legal expense.

There might be a possible settlement case with the former Algerian agency company relating to open receivables from

the agent. The company has represented claims to these and other actions related to closing the co-operation with the agent. These claims are totaling to about 1,8 million euro.

Leasing commitments are presented in note 26.

### NOTE 28 Related party disclosures

The Group's related parties include Group's ultimate parent company Container Finance Ltd Oy and its subsidiaries and related party companies such as Positen Oy. Container Finance Ltd Oy is jointly owned by Karita, Harri and Kimmo Nordström.

In addition the related parties include key management personnel of the Containerhips Group comprising the Board of Directors, the CEO and the members of the Containerships' Group Management team including their family members.

List of subsidiaries see note 5.

#### TRANSACTIONS AND OUTSTANDING BALANCES WITH RELATED PARTIES

EUR 1,000	2017	2016
Rendering of services and other income	29	565
Purchases from related parties	19 184	19 043
Interest income	347	359
Interest expense	0	346
Receivables	1 937	6 471
Liabilities	2 605	2 632
Loans from related parties	5 000	5 000
Loans to related parties	4 936	4 936

Sales and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.

#### LOANS FROM / TO RELATED PARTIES

The parent company has had interest free related party loan of EUR 250 thousand, of which EUR 185 thousand has been paid off during 2017.

During 2015 the parent company has received a convertible capital loan of EUR 5 000 thousand from related party company of the ultimate parent company. In 2016 the terms of the loan was amended and the loan was reclassified as hybrid capital loan. More detailed information in Note 20 and 22.

The Hybrid capital loan and the Interests are subordinated to all other debts in the liquidation and bankruptcy of the company.

If investors do not exercise their right to exchange bonds in the parent company's shares, the convertible bonds mature with interest at 30 April 2019.

The parent company has granted a loan to the ultimate parent company of EUR 4 935 thousand

**Terms:** Interest: 3 months Euribor (minimum 0%) plus 7,5%. Interest paid quartely.

**Maturity:** April 2, 2019. The Borrower is entitled to prepay the loan prematurely either in installments or in one payment anytime.

#### **EMPLOYEE BENEFITS OF THE KEY MANAGEMENT PERSONNEL**

EUR 1,000	2017	2016
Salaries and other short-term benefits	1 228	975
Total	1 228	975

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

Compensation of the Group's key management personnel includes salaries, non-cash benefits and contributions to a post-employment defined contribution plan. The Company's

management has no defined benefit plans or share-based incentive programs.

Containerships Group's key management personnel consists of the members of the parent company's Board of Directors including CEO and the Group Management team.

#### COMPENSATION TO THE BOARD OF DIRECTORS AND CEO RECOGNISED AS EXPENSE BY PERSON AS FOLLOWS:

EUR 1,000	2017	2016
CEO CEO	373	347
Board of Directors:		
Chairman	20	0
Board member A	20	0
Board member B	20	0
otal	433	347

## NOTE 29 Events after the reporting period

In the beginning of 2018, the Group has informed to start co-operation with Norwegian Viasea Shipping AS from Baltics and Poland to Norway. Operation will start in April 2018.

INCOME STATEMENT 2017

Business identification code: 0818358-5

## Income statement (FAS)

EUR	NOTE	2017	2016
NET SALES	1	190 049 435	167 420 636
Other operating income	2	929 047	874 069
Material and service expenses	3	-166 221 136	-147 744 598
Personnel benefit expenses	5	-7 840 639	-7 457 623
Depreciation, amortisation and reduction in value	6	-4 995 363	-4 379 548
Other operating expenses	7	-6 511 267	-6 568 593
Operating profit (loss)		5 410 078	2 144 344
Financial income	8	379 517	1 396 715
Financial expenses	8	-6 217 351	-6 010 468
PROFIT (LOSS) BEFORE APPROPRIATIONS AND TAXES		-427 757	-2 469 409
Appropriations	9	0	988 816
Income taxes	10	755 247	604 243
Other taxes		0	-46 019
Profit (loss) for the financial year		327 491	-922 369

## Balance sheet (FAS)

ASSETS, EUR	NOTE	31.12.2017	31.12. 2016
NON-CURRENT ASSETS			
Intangible assets	11	7 166 248	4 277 450
Tangible assets	12	19 590 494	22 687 491
Investments	13	•	•
Shares and similar rights of ownership in Group companies		26 888 796	26 031 926
Other shares and similar rights of ownership		1 552	1 552
Total non-current assets		53 647 091	52 998 419
CURRENT ASSETS			
Inventories	14	1 302 591	806 117
Long-term receivables	15	13 182 638	11 893 160
Short-term receivables in Group companies	16	14 206 407	11 881 207
Short-term receivables		17 782 577	11 940 494
Cash and cash equivalents		10 281 526	9 891 952
Total current assets		56 755 740	46 412 929
TOTAL ASSETS		110 402 830	99 411 349

## Balance sheet

EQUITY AND LIABILITIES, EUR	NOTE	31.12.2017	31.12. 2016
EQUITY	17		
Share capital		80 000	80 000
Premium fund		336 827	336 827
Fund for invested unrestricted equity		4 342 213	4 342 213
Retained earnings		506 500	1 428 870
Profit (loss) for the financial year		327 491	-922 369
Hybrid Capital Loan		5 000 000	5 000 000
Total Equity		10 593 032	10 265 541
LIABILITIES			
Long-term liabilities	19		
Convertible Capital Loans		6 155 677	5 685 194
Bonds		60 000 000	51 005 000
Other long-term debt		345 543	976 793
Short-term liabilities		•	
Short-term liabilities to Group companies	20	12 347 376	13 074 460
Short-term liabilities		20 961 203	18 404 360
Total liabilities		99 809 799	89 145 808
TOTAL EQUITY AND LIABILITIES		110 402 830	99 411 349

## Cash flow statement (FAS)

EUR	2017	2016
CASH FLOW FROM OPERATING ACTIVITIES		
Profit (loss) before appropriations and taxes	-427 757	-2 469 409
Adjustments		•
Financial income and expenses	-427 757	4 613 753
Depreciation, amortisation and impairment losses	5 837 835	4 379 548
Profit/loss on sale of tangible non-current assets	-929 047	-874 069
Other adjustments	-249 582	39 730
Change in working capital		•
Change in trade and other receivables	-9 154 214	-1 931 332
Change in inventories	-496 474	-220 188
Change in non-interest bearing current liabilities	5 797 351	3 354 229
Dividend received	0	920 380
Interest received	379 517	387 798
Income tax paid	0	-46 019
Net cash generated from operating activites (A)	5 752 991	8 154 422
CASH FLOW FROM INVESTING ACTIVITIES		
Investments in tangible and intangible non-current assets	-4 367 782	-4 156 497
Investments in subsidiaries and other shares	-856 870	-18 270 755
Sales gains from non-current and current assets	834 683	876 604
Net cash flow from investing activities (B)	-4 389 969	-21 550 649
CASH FLOW FROM FINANCING ACTIVITES		
Borrowings and repayments of long-term debt (net)	8 995 000	0
Change in Other receivables (Escrow-accounts)	203 288	19 708 082
Paid interests and financial costs	-10 171 737	-5 140 744
Net cash flow of financing activites (C )	-973 449	14 567 338
EXCHANGE DIFFERENCE FROM THE BANK ACCOUNTS		
Net change in cash and cash equivalents during the financial year ( A+B+C)	389 574	1 179 670
Cash and cash equivalents on 1.1.	9 891 952	8 712 282
Cash and cash equivalents on 31.12.	10 281 526	9 891 952

### **NOTES TO THE FINANCIAL STATEMENT**

### NOTES CONCERNING THE PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

The financial statements are prepared in accordance Finnish Accounting Principles (FAS). The accounts are to be presented in euro and are prepared with the going concern principle.

#### **REVENUES**

Revenues comprise sales income, exluding discounts and indirect taxes such as VAT.

#### REVENUE RECOGNITION

The company revenue is mainly generated through sales of service. All operative revenues and costs have been recognized according voyage principle - meaning that all partial deliveries in door to door delivery chain has been recognized to certain voyage and month. Individual voyages e.g. in month end - having sailing in two calendar month have been booked to one specified month.

#### OTHER OPERATING INCOME

Other operating income includes gain on the sale of fixed assets

#### **FOREIGN CURRENCY TRANSACTIONS**

The debts and the receivables in foreign currency are translated in euros using the exchange rate at the closing date. Currency fluctuations related to sales, purchases, accounts receivables, accounts payables and financing are recognised as financial items.

#### **DERIVATE CONTRACTS**

The realized gain and loss of derivate contracts used for controlling the currency risks, such as currency swaps, are recogniced as financial items. The interest income and expenses of the derivates used for controlling the interest risk are booked on quarterly basis according to the settlement schedule defined in the derivative agreement.

#### **OIL HEDGING**

Company is exposed to oil's price- and availability risk. This risk is minimised by operating with wellknown partners and making derivate contracts. Realized gains and losses are included into materials and services

#### INTANGIBLE AND TANGIBLE ASSETS

Intangible and tangible assets are measured using the historical acquistion cost less accumulated amortizations and depreciations according to plan. The amortization according to plan of intangible and depreciation according to plan of tangible assets have been calculated as straight-line depreciation based on the useful lives of the assets. In the depreciation plan of the vessel the scrap value is recognised. Write-off periods:

Other long term assets	3-5 years
Intangible assets	3-5 years
Buildings	10-20 years
Machinery and equipments	3-10 years
Ship	25 years
Other long-term expenditures	3-5 years

Other intangible assets include development costs of the following IT-systems: Vessel Fleet Management, Quoting and Pricing, Sales Order Management, Business Intelligence, Container Fleet Management and Transport Management system. The costs meeting the criteria for development costs are capitalized and amortised over five years.

#### **INVENTORIES**

Vessel stocks of fuel and lubricating oil are recognized as inventories. The inventories are stated using according to FIFO, at the acquisition cost or at lower replacement value or the net realisable value.

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

Cash and cash equivalents consists of cash and bank accounts.

#### **LEASE LIABILITIES**

Leasing payments are recognised as expenses regardless of the form of leasing.

#### **IMPAIRMENT OF TRADE RECEIVABLES**

According to internal accounting policy 50 % of the overdues over overdues over 180 days and 100 % over 360 days to be classified as impairment loss, unless there is a confirmed reason to adjust this amount.

#### STATUTORY PROVISIONS

Future expenses and losses that no longer generate corresponding revenues in the foreseeable future, which the company is committed or obliged to settle and whose monetary value can be reasonably be assessed are recognised as expenses in the profit and loss account and recognised as provisions in the balance sheet.

#### **INCOME TAXES**

The income taxes are composed of the accrued taxes based on to taxable profit. They contain also adjustments of the income tax on previous years. The income taxes contain also taxes for depreciations.

#### **DEFERRED TAX**

The Group has recognised deferred tax assets of 6 724 thousand (EUR 5 968 thousand at 31 December 2016) of which EUR 5 000 thousand relates to unused tax losses to the Company and EUR 1 700 thousand euros of deferred taxes recognized on depreciation.

Management anticipates that the company will generate taxable income against which the losses can be utilized. In making the assessment management has taken into consideration investments in six new LNG vessels in coming three years. As a result of these investments the profitability of the company is expected to improve due to the more efficient fleet and lower operating expenses.

In addition, the company can if necessary enter into sale and leaseback transactions with the containers company owns after the bond expires 22.11.2021

## Notes to the income statement

EUR	2017	2016
1. NET SALES		
Segment information		
Sea transportation / Freights	74 183 863	65 097 334
Haulage	67 245 254	61 501 689
Stevedoring and terminal operations	45 383 888	40 264 210
Other	3 236 430	557 404
Total	190 049 435	167 420 636
Turnover by geographical area		
Finland and EU	110 228 672	97 103 969
Russia	79 820 763	70 316 667
Total	190 049 435	167 420 636
2. OTHER OPERATING INCOME		
Sales gain on sold of current assets	929 047	874 069
3. MATERIAL AND SUPPLIES		
Purchases in the financial year	-24 724 992	97 103 969
Change in inventories	496 474	70 316 667
Total	-24 228 518	167 420 636
4. PURCHASED SERVICES		
Total	-141 992 618	-134 048 248
5. PERSONNEL BENEFIT EXPENSES		
Wages and salaries	-6 970 418	-6 530 749
Pension expenses	-1 182 635	-1 190 883
Other personnel costs	312 415	264 010
Total	-7 840 639	-7 457 623
Wages and salaries of Government and Management		
Members of the Government and Management	433 100	-346 565
Average number of employees during the financial year		
Average number of blue collars	119	111
Total	119	111

reciation according to plan Intangible assets Other long-term assets Machinery and equipment  II  OTHER OPERATING EXPENSES  er personnel costs chased services er operating expences	-514 497 -1 119 593 -3 361 272 -4 995 363 -195 893 -1 407 588	<b>-4 379 548</b> -257 346
Intangible assets Other long-term assets Machinery and equipment  II  OTHER OPERATING EXPENSES  or personnel costs ce costs chased services	-1 119 593 -3 361 272 <b>-4 995 363</b> -195 893 -1 407 588	-628 031 -3 402 589 <b>-4 379 548</b> -257 346
Other long-term assets  Machinery and equipment  II  OTHER OPERATING EXPENSES  er personnel costs  ce costs  chased services	-1 119 593 -3 361 272 <b>-4 995 363</b> -195 893 -1 407 588	-628 031 -3 402 589 <b>-4 379 548</b> -257 346
Machinery and equipment  II  ITHER OPERATING EXPENSES  or personnel costs  ce costs  chased services	-3 361 272 -4 995 363 -195 893 -1 407 588	-628 031 -3 402 589 -4 379 548 -257 346 -1 385 390
THER OPERATING EXPENSES  er personnel costs  ee costs  chased services	-4 995 363 -195 893 -1 407 588	<b>-4 379 548</b> -257 346
er personnel costs ee costs chased services	-195 893 -1 407 588	-257 346
er personnel costs De costs Chased services	-1 407 588	
ce costs chased services	-1 407 588	
chased services	······································	-1 385 390
	0.000.004	
er operating expences	-2 828 384	-2 885 985
	-2 079 402	-2 039 873
ıl	-6 511 267	-6 568 593
itor fees and services		
ıp's main auditor has been in 2017 KPMG Oy Ab. 	00.540	
it	98 540	102 096
services 	15 355	4 704
er services	74 385	231 692
al Control of the Con	188 280	338 491
INANCIAL INCOME AND EXPENSES		
ancial income		
dend income	0	920 380
rest income	29 340	26 980
rest income from group companies	350 177	360 818
nange rate income	0	88 537
al Control of the Con	379 517	1 396 715
ancial expenses		
rest expenses	-4 971 081	-5 022 304
er financial expenses	-256 830	-1 357 000
nange rate gaines	1 288 687	1 910 721
nange rate losses	-2 278 127	-1 541 885
ıl	-6 217 351	-6 010 468
PPROPRIATIONS		
nge in depreciation difference	0	988 816
ıl	0	988 816
TAXES		
me taxes from ordinary operations	0	0
nges for deferred taxes	755 247	604 243
er taxes	0	-46 019

NOTES TO THE BALANCE SHEET (ASSETS), EUR	2017	2016
11. INTANGIBLE ASSETS		
Development expenditure		
Acquisition cost 1.1.	6 179 170	5 091 946
Increases	850 881	1 087 224
Acquisition cost 31.12	7 030 051	6 179 170
Accumulated amortisations 1.1.	4 543 857	4 194 928
Amortisations under the financial year	514 497	348 928
Accumulated amortisations 31.12	5 058 354	4 543 857
Book value 31.12	1 971 697	1 635 313
Other long-term assets		
Acquisition cost 1.1.	3 365 554	1 957 114
Increases	3 578 220	1 408 440
Disposals	-269 334	
Acquisition cost 31.12	6 674 441	3 365 554
Accumulated amortisations 1.11	981 584	353 553
Amortisations under the financial year	1 119 593	628 031
Accumulated amortisations 31.12	2 101 176	981 584
Book value 31.12	4 573 264	2 383 971
Advance payments		
Acquisition cost 1.1.	258 167	481 538
Increases	1 018 225	258 166
Disposals	-655 104	-481 538
Acquisition cost 31.12	621 287	258 167
Total intangible assets	7 166 248	4 277 450
12. TANGIBLE ASSETS		
Machinery and equipment		
Acquisition cost 1.1.	51 890 920	49 079 812
Increases	1 047 658	3 291 680
Disposals	-1 828 372	-480 573
Acquisition cost 31.12.	51 110 206	51 890 920
Accumulated depreciations on 1.1.	29 203 429	26 237 613
Depreciations of disposals and reclassifications	-1 044 989	-436 773
Depreciations under the financial year	3 361 272	3 402 589
Accumulated depreciations on 31.12	31 519 712	29 203 429
Book value 31.12	19 590 493	22 687 491

NOTES TO THE INCOME STATEMENT, EUR	2017	2016
13. INVESTMENTS		
Shares in consolidated companies		
Acquisition cost 1.1	26 031 926	7 758 670
Increases	856 870	18 273 255
Acquisition cost 31.12	26 888 796	26 031 926
ZAO Containerships, Russia	100 %	100 %
Containerships GmbH, Germany	100%	100%
CSD Containerships Deutschland GmbH, Germany	100%	100%
Containerships Rotterdam BV, Netherlands	100 %	100%
Containerships Dublin Ltd, Ireland	100 %	100%
Containerships UK Ltd, Great Britain	100 %	100 %
UAB Containership, Lithuania	100 %	100 %
Containerships Latvia SIA, Latvia	100 %	100 %
Containerships Polska, Poland	100%	100 %
Containerships Belgium N.V., Belgium	100%	100 %
Containerships Denizcilik Nakliyat, Turkey	100%	100 %
CS LNG Holding Oy	100%	100 %
Nordic Bergen Schifffahrtsgesellschaft	90%	90 %
Nordic Turku Schifffahrtsgesellschaft	90%	90 %
Nordic Copenhagen Schifffahrtsgesellschaft	90%	90 %
Nordic Kotka Schifffahrtsgesellschaft	90 %	90 %

The ultimate parent company of the Containerships Group is Container Finance Ltd Oy, which is based in Finland.

In addition to the ownership of the subsidiaries company has representative offices in Denmark.

#### Other shares and associates

Historical cost 1.11  Historical cost 31.12  Zeeland Family Oyj 0,06 %	00 348	26 033 478
nistorical cost 1.11	1 552	1 552
Historical coat 1.11	1 552	1 552

NOTES TO THE INCOME STATEMENT, EUR	2017	2016
14. INVENTORIES	1 302 561	806 117
15. LONG-TERM RECEIVABLES		
Deferred tax assets		
Declared tax assets 1.1.	5 968 860	5 364 617
Change	755 247	604 243
Deferred tax assets 31.12.	6 724 107	5 968 860
Total 31.12.	6 724 107	5 968 860
Interest accruals	13 885	69 423
Long-term receivables from group companies	4 935 524	4 935 524
Other long-term receivables	1 509 123	919 354
Long-term receivables total	13 182 638	11 893 160
16. SHORT-TERM RECEIVABLES		
Short-term receivables from group companies		
Sales receivables	13 352 138	11 396 511
Group account receivable	714 384	138 335
Loan receivables	6 339	6 339
Other receivables	133 545	340 022
Total	14 206 407	11 881 206
Short-term receivables from other companies		
Sales receivables	16 486 976	10 570 556
Escrow accounts	0	203 288
Other receivables	474 483	289 196
Total	16 961 459	11 063 040
Short-term prepayments and accrued income		
Insurances	201 127	201 393
Finnish Maritime Administration	240 000	240 000
Container rent accruals	37 438	87 355
Rent accruals	34 117	33 617
Interest accruals	55 538	55 538
Accrued costs	181 495	122 650
Other	71 402	136 901
Total	821 118	877 454
Short-term receivables total	31 988 984	23 821 700

NOTES TO THE BALANCE SHEET (EQUITY AND LIABILITIES), EUR	2017	2016
17. EQUITY CAPITAL		
Restricted equity capital		
Share capital 1.1.	80 000	19 174
Increase	0	60 826
Share capital 31.12	80 000	80 000
Premium fund 1.1.	336 827	336 827
Premium fund 31.12	336 827	336 827
Restricted equity capital total	416 827	416 827
Unrestricted equity capital		
Fund for invested unrestricted equity 1.1.	4 342 213	4 403 040
Change	0	-60 826
Invested unrestricted equity capital 31.12	4 342 213	4 342 213
Retained earnings 1.1.	506 500	1 428 870
Retained earnings 31.12	506 500	1 428 870
Profit/loss from the financial year	327 491	-922 369
Unrestricted equity capital total	5 176 205	4 848 714
Hybrid capital loan 1.1.	5 000 000	0
Increase	0	5 000 000
Hybrid capital loan 31.12.	5 000 000	5 000 000
Total equity 31.12	10 593 032	10 265 541
Development expenditure	1 971 697	1 635 313
Distributable funds	3 204 508	3 213 401
18. ACCUMULATED APPROPRIATIONS		
Depreciation difference	0	988 816
Change of depreciation difference	0	-988 816
Total	0	0

#### **HYBRID CAPITAL LOAN**

Hybrid capital loan, total of EUR 5 000 thousand. The loan have no maturity date but the company has the right to repay the loan at the moment bond is expiring. The loan interest rate is 8% and the Interest accrues from the issue date until, and be payable at, the time of repayment of the hybrid capital loan. If interest is paid to the hybrid capital loan it is recognised directly in retained earnings and unpaid interest is accrued.

The hybrid capital loan and the Interests are subordinated to all other debts in the liquiditation and bankruptcy of the company. The loan has accumulated an unrecognized interest of EUR 470 thousand for the financial year 2017.

If the Investors have not chosen to exercise its right to subscribe for shares, the hybrid capital loan shall not be repaid, but the interest level will increase from after the bond has been refinanced or latest by April 30, 2019, according to the agreement. The loan from related party was initially issued in 2015 and presented as a convertible notes in non-current liabilities in 2015 financial statements. Due to amendments in the terms of the contract, the loan was reclassified 29.12.2016 from non-current liabilities to equity. Loan interests for year 2016 are 345.543 eur as long-term liability.

NOTES TO THE INCOME STATEMENT, EUR	2017	2016
19. LONG-TERM LIABILITIES		
Loans from financial institutions		0
Bonds	60 000 000	51 005 000
Convertible capital loans	6 155 677	5 685 194
Other long-term liabilities	345 543	976 793
Total	66 501 220	57 666 987
Long-term liabilities total	66 501 220	57 666 987

#### **BOND ISSUE**

EUR 60 000 thousand bond issue is secured and is repayable in full on 22.11.2021.

#### **CONVERTIBLE CAPITAL LOANS**

Convertible capital loans, total of EUR 5 000 thousand, interest rate is 8 % and the Interest accrues from the issue date until, and be payable at, the time of repayment of the convertible capital loans. If the Investors have not chosen to exercise its right to subscribe for shares, the convertible capital loan shall be repaid together with interest on April 30, 2019.

NOTES TO THE INCOME STATEMENT, EUR	2017	2016
20. SHORT-TERM LIABILITIES		
Short-term liabilities to group companies		
Trade payables	7 656 870	6 367 325
Group account debt	2 582 214	4 598 842
Loans	2 108 293	2 108 293
Total	12 347 376	13 074 460
Short-term liabilities to other companies		
Trade payables	15 308 688	11 486 969
Other liabilities	1 029 587	864 071
Short-term accrued expenses	4 622 928	6 053 321
Total	20 961 203	18 404 360
Short-term accrued expenses		
Salaries	1 109 392	1 173 649
Loan interests	491 238	1 036 961
Accrued costs	996 143	1 073 987
Other accrued expenses	2 026 155	2 768 724
Total	4 622 928	6 053 321
Short-term liabilities total	33 308 579	31 478 822

Loan interests include bond interest 395.833,33 €.

NOTES TO THE INCOME STATEMENT, EUR	2017	2016
21. COMMITMENTS AND CONTINGENT LIABILITIES		
Loans for which the collateral is given		
Bond security	60 000 000	51 005 000
Other collaterals		
Vessel mortage	20 000 000	23 000 000
Company mortgage	130 000 000	96 000 000
General pledging	5 000 000	5 000 000
Other pledged assets		
Pledged Escrow bank accounts	0	203 288
Other collaterals		
Customs' guarantee	1 029 000	1 414 460
22. DERIVATE CONTRACTS	MARKET-VALUE	MARKET-VALUE
Currency- and interest derivates		
Currency swaps	-631 000	0
Interest derivates	-911 000	-1 358 000

#### **MATURITY ANALYSIS 2018**

EUR 1 000	AMOUNT	TOTAL	0-6 M	7-12 M	2019-2020	2021	2022-
Derivatives							
Foreign exchange derivative contracts	-631	-631	-518	-100	-13	0	0
Interest rate swaps	-911	-911	-140	-140	-561	-70	0
Commodity forward contracts	0	0	0	0	0	0	0
Total	-1 542	-1 542	-658	-240	-574	-70	0

The interest rate swaps are utilized in order to cover the interest expenses of the bond. The interest expenses of the bond is divided to the maturity period. Therefore, it is reasonable reasonable to handle the interest rate swaps as commitments and contingent liability in order to harmonize swap and underlying interest expenses to the same accounting period.

The interest rate swap can be terminated before maturity. Current market value of interest rate swap reflects the termination costs.

Oil hedging		
Oil hedging	268 177	187 600
***************************************		

Due within one year from balance sheet date		
Container leases	1 299 526	2 548 579
Other leases	1 502 843	1 110 868
Due later than one year from balance sheet date		
Container leases	2 642 251	4 426 179
Other leases	1 583 325	2 219 179
	7 027 945	10 304 805

Term of notice for leased containers is generally 2 months. Out of 3.190 leased containers (finance lease agreements) can be redeemed at the end of lease 31.3.2024. Other equipment leaseagreements terminate during 28.9.2021. Generally these leaseagreements do not have redemption clauses.

### **CONTAINERSHIPS GROUP**

# BOARD PROPOSAL FOR THE DISTRIBUTION OF PARENT COMPANY PROFIT

The parent company's distributable funds according to the balance sheet at 31 December 2017 were EUR 3 205 thousand.

The Board of Directors proposes that no dividend will be paid on the company's shares and the profit for the financial year 2017 EUR 327 thousand will be carried further in the retained earnings.

Helsinki, March 2018

## SIGNATURES OF THE BOARD OF DIRECTORS AND THE CEO TO THE REPORT OF THE BOARD OF DIRECTORS AND THE FINANCIAL STATEMENTS

Kimmo Nordström
Chairman of the Board

Kari-Pekka Laaksonen
CEO

Karia Nordström
Member of the Board

### AUDITORS' NOTE

Our auditor's report has been issued today.

Helsinki,

March 2018

KPMG Oy Ab

Kimmo Antonen
Authorized Public Accountant

## List of accounting journals

ACCOUNTING JOURNAL	VOUCHER TYPE	STORAGE METHOD
Financial Statement		Tied
Journal and general ledger		IT
Cash journal		IT
Sales ledger vouchers	CI, BR, DR	Paper
Purchase ledger vouchers	FL, KR, BP, DG, IT, DK	Paper
Bank and cash vouchers	BD, BS, CD	Paper
Journal entries	SA, PY, PD	Paper

KPMG Oy Ab Töölönlahdenkatu 3 A PO Box 1037 00101 Helsinki, FINLAND

Telephone +358 20 760 3000 www.kpmg.fi

This document is an English translation of the Finnish auditor's report. Only the Finnish version of the report is legally binding.

## **Auditor's Report**

To the Annual General Meeting of Containerships Oyj

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

#### **Opinion**

We have audited the financial statements of Containerships Oyj (business identity code 0818358-5) for the year ended 31 December, 2017. The financial statements comprise the consolidated balance sheet, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including a summary of significant accounting policies, as well as the parent company's balance sheet, income statement, statement of cash flows and notes.

#### In our opinion

- the consolidated financial statements give a true and fair view of the group's financial position, financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU
- the financial statements give a true and fair view of the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Our opinion is consistent with the additional report submitted to the Board of Directors.

#### **Basis for Opinion**

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

In our best knowledge and understanding, the non-audit services that we have provided to the parent company and group companies are in compliance with laws and regulations applicable in Finland regarding these services, and we have not provided any prohibited non-audit services referred to in Article 5(1) of regulation (EU) 537/2014. The non-audit services that we have provided have been disclosed in note 8 to the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Materiality**

The scope of our audit was influenced by our application of materiality. The materiality is determined based on our professional judgement and is used to determine the nature, timing and extent of our audit procedures and to evaluate the effect of identified misstatements on the financial statements as a whole. The level of materiality we set is based on our assessment of the magnitude of misstatements that, individually or in aggregate, could reasonably be expected to have influence on the economic decisions of the users of the financial statements. We have also taken into account misstatements and/or possible misstatements that in our opinion are material for qualitative reasons for the users of the financial statements.



#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The significant risks of material misstatement referred to in the EU Regulation No 537/2014 point (c) of Article 10(2) are included in the description of key audit matters below.

We have also addressed the risk of management override of internal controls. This includes consideration of whether there was evidence of management bias that represented a risk of material misstatement due to fraud.

#### THE KEY AUDIT MATTER

## HOW THE MATTER WAS ADDRESSED IN THE AUDIT

## Accuracy of net sales and valuation of trade receivables (Refer to notes 3, 6 and 18 to the consolidated financial statements)

- Due to the large number of sales transactions, the accuracy of net sales is considered a key audit matter.
- Part of the Group's trade receivables, in aggregate EUR 29.3 million, may be exposed to a higher than normal risk due the prevailing economic or political situation in those countries. The carrying amount of trade receivables is based on a reasonable estimate of their fair values made by management.
- We performed the following procedures, among others: evaluation of the revenue recognition principles used by the Group by reference to the applicable financial accounting standards, testing surrounding internal controls completeness, accuracy and appropriate timing of revenue recognition and assessment of the revenue recognition principles presented in the notes to the consolidated financial statements.
- In respect of the Group's trade receivables our audit procedures included, for example, assessment of the basis for impairment provision made by management and receivable confirmations. We tested management's estimates by considering the ageing analysis and other documentation supporting the valuations.



## Recoverability of non-current assets (Refer to notes 3, 13, 14 and 15 to the consolidated financial statements)

#### Deferred tax asset

- The consolidated balance sheet included a deferred tax asset amounting to EUR 5.0 million arisen from unused tax losses incurred in the parent company. Management anticipates that future taxable profit will be available to the parent company against which those losses can be utilised. The parent company's future revenue forecasts are significantly affected by the new investments in LNG-fuelled vessels.
- Our audit procedures covered critical analysis of the future profit forecasts prepared by management and assessment of the accuracy of key calculations underlying the forecasts. We evaluated the key assumptions used in the calculations. such as revenue growth in the parent company and profitability, as well as other opportunities the parent company has to utilise the deferred tax asset in near future, which are described more in detail in the notes to the consolidated financial statements.

#### Goodwill

- The goodwill balance in the consolidated balance sheet amounts to EUR 6.1 million. Goodwill is not amortised, but is tested at least annually for impairment. The assumptions made by management regarding impairment tests, for example over discount rate and growth rate, are judgmental.
- We critically analysed the estimates and assumptions made by management upon which future cash flow forecasts are based. We involved KPMG valuation specialists that assessed the appropriateness of the discount rates used and compared the assumptions used to market and industry information. We also performed audit procedures to assess the technical accuracy of the calculations and considered the appropriateness of the Group's notes in respect of goodwill and impairment testing.

9 March 2018



#### Property, plant and equipment

- The Group's operations are dependent on available vessels and containers. Property, plant and equipment carried at EUR 54.5 million represent a significant part, 44 per cent of the Group's balance sheet total. In the financial year 2016 the parent company entered into a contract for investments in four new LNG vessels which will be delivered during 2018 in accordance with the contract. The property, plant and equipment balance includes advance payments made in respect of the said vessel investments during years 2016 and 2017 amounting to EUR 20.4 million. The vessel investment will also significantly impact the Group's future cash flow forecasts.
- Our audit procedures comprised, among new others. inspecting the vessel investment contracts to assess the accuracy of accounting for advance payments, analysing the technical accuracy of the Group's finance lease calculations, assessing the appropriateness of the depreciation periods applied and testing the accuracy of depreciation accounting. We involved KPMG valuation specialists when assessing the valuation of a vessel included in the parent company's balance sheet (carrying amount EUR 12.7 million). We also performed audit procedures to assess the technical accuracy of the calculation and critically analysed the assumptions used by management.

#### Financing (Refer to notes 3, 19, 21 and 22 to the consolidated financial statements)

- For the investment in LNG-fuelled vessels the parent company issued a secured senior high yield bond with the aggregate amount of EUR 60.0 million. Certain terms and conditions of the bond were amended in year 2016 and 2017. The bond matures on 22 November 2021.
- Furthermore, the parent company has convertible capital loans amounting to EUR 10 million, of which EUR 5 million with interests will become payable on 30 April 2019 unless the investors exercise their conversion rights.
- In respect of financing our audit procedures included, for example, inspection of the amended finance agreements to assess the accuracy of the accounting treatment and assessment of the appropriation of the Group's notes.
- We analysed the Group's budget for the year 2018 and critically evaluated the assumptions made by management.



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

The Board of Directors and the Managing Director are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, and of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors and the Managing Director are also responsible for such internal control as they determine 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, the Board of Directors and the Managing Director are responsible for assessing the parent company's and the group's ability to continue as going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is no realistic alternative but to do so.

#### Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance on 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 good auditing practice 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 the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that
  are appropriate in the circumstances, but not for the purpose of expressing an opinion on the
  effectiveness of the parent company's or the group'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 the Board of Directors' and the Managing Director'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 parent company's or the group'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 parent company or the group 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 so
  that the financial statements give a true and fair view.



— Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Other Reporting Requirements

#### Information on our audit engagement

Containerships Oyj became a public interest entity on 1 April 2016. We have been the company's auditors since it became a public interest entity.

#### Other Information

The Board of Directors and the Managing Director are responsible for the other information. The other information comprises the report of the Board of Directors and the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. We have obtained the report of the Board of Directors prior to the date of this auditor's report, and the Annual Report is expected to be made available to us after that date. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above 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. With respect to the report of the Board of Directors, our responsibility also includes considering whether the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

Helsinki, 9 March 2018

KPMG Oy Ab

KIMMO ANTONEN
Authorised Public Accountant, KHT