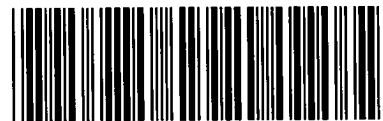


Company Registration No. 5161386 (England and Wales)

**FB SHIPPING LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2017**

FRIDAY



SCT      \*S7EGXW9E\*      #355  
14/09/2018  
COMPANIES HOUSE

# **FB SHIPPING LIMITED**

## **COMPANY INFORMATION**

---

<b>Directors</b>	G P Sheach C Harvie
<b>Secretary</b>	Endeavour Secretary Limited Tobias house St Marks' Court Teesside Business Park Teesside TS17 6QW
<b>Company number</b>	5161386
<b>Registered office</b>	Tobias house St Marks' Court Teesside Business Park Teesside TS17 6QW
<b>Independent Auditors</b>	PricewaterhouseCoopers LLP The Capitol, 431 Union Street Aberdeen Aberdeenshire AB11 6DA
<b>Bankers</b>	ABN Amro Bank Coolsingel 119 Postbus 949 Rotterdam The Netherlands 3000 DD ROTTERDAM
<b>Solicitors</b>	Endeavour Partnership LLP Tobias House St. Mark's Court Teesdale Business Park Teesside TS17 6QW

---

# **FB SHIPPING LIMITED**

## **CONTENTS**

---

	<b>Page</b>
Directors' responsibilities statement	1
Statement of financial position	2
Statement of changes in equity	3
Notes to the financial statements	4 - 14

---

# **FB SHIPPING LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

**FOR THE YEAR ENDED 31 DECEMBER 2017**

---

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board



C Harvie

**Director**

25 July 2018

# FB SHIPPING LIMITED

## STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2017

	Notes	2017 £	2016 £
<b>Non-current Assets</b>			
Finance Lease Receivables	6	2,492,448	2,558,307
<b>Current assets</b>			
Trade and other receivables	8	224,366	213,269
Cash and cash equivalents		7,255	3,547
		231,621	216,816
<b>Current liabilities</b>			
Borrowings	9	125,354	125,351
Trade and other payables	10	2,597,082	2,646,613
Taxation and social security		6,574	6,854
		2,729,010	2,778,818
<b>Net current liabilities</b>		(2,497,389)	(2,562,002)
<b>Total assets less current liabilities</b>		(4,941)	(3,695)
<b>Net assets</b>		(4,941)	(3,695)
<b>Equity</b>			
Called up share capital	11	100	100
Retained earnings		(5,041)	(3,795)
<b>Total equity</b>		(4,941)	(3,695)

The directors of the company have elected not to include a copy of the income statement within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 25 July 2018 and are signed on its behalf by:



C Harvie  
Director

Company Registration No. 5161386

# **FB SHIPPING LIMITED**

## **STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017**

---

	<b>Share capital £</b>	<b>Retained earnings £</b>	<b>Total £</b>
<b>Balance at 1 January 2016</b>	100	(2,070)	(1,970)
	<hr/>	<hr/>	<hr/>
<b>Period ended 31 December 2016:</b>			
Loss and total comprehensive expense for the year	-	(1,725)	(1,725)
	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2016</b>	100	(3,795)	(3,695)
	<hr/>	<hr/>	<hr/>
<b>Year ended 31 December 2017:</b>			
Loss and total comprehensive expense for the year	-	(1,246)	(1,246)
	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2017</b>	100	(5,041)	(4,941)
	<hr/>	<hr/>	<hr/>

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

---

### 1 Accounting policies

#### Company information

FB SHIPPING LIMITED is a private company limited by shares incorporated in England and Wales. The registered office is 4th Floor, Regent Centre, Regent Road, Aberdeen, AB11 5NS.

The principal activity of the company continued to be that of lessor and financier of assets for the shipping sector.

#### 1.1 Basis of preparation

The financial statements have been prepared in accordance with the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime and under the historic cost accounting rules.

These financial statements were prepared for the in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ('FRS 101').

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

In preparing these financial statements, the Company has applied the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRS"), making amendments where necessary in order to comply with the Companies Act 2006. The Company has also taken advantage of the available FRS 101 disclosure exemptions in relation to the following:

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital and tangible fixed assets;
- Disclosures in respect of transactions with related parties;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRS's; and;
- Disclosures in respect of the compensation of Key Management Personnel

The Company proposes to continue to adopt the reduced disclosure framework in its next financial statements.

The Company's ultimate parent, Vroon Group B.V. includes the Company in its consolidated financial statements. The consolidated financial statements of Vroon Group B.V. are available to the public and may be obtained from Vroon Shipping U.K. Ltd, C/o Endeavour Partnership LLP, Tobias House, St Mark's Court, Teesdale Business Park, Teesside, TS17 6QW.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

No judgments', made by the directors, in the application of these accounting policies, are considered to have a significant effect on the financial statements. No estimates have a significant risk of material adjustment in the next year.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

---

### 1 Accounting policies

(Continued)

#### 1.2 Going concern

The Company is part of a group with Vroon Group B.V (hereafter: VGBV) at its head. VGBV issues guarantees to the Company's Lenders. These guarantees are subject to financial covenant restrictions.

*In the late summer of 2016 VGBV advised its stakeholders that it was encountering difficulties generating sufficient cash flow to meet its future repayment obligations. VGBV does not comply with its loan covenants as from year-end 2016. Following the unilateral loan-repayment halt ('standstill') announcement in December 2016, the Company ceased its contractual repayments on its loans, although did continue paying interest (including interest rate derivative payments) to its Lenders. All other creditors have been paid in a timely manner, in the normal course of business and creditors payments will be made when due.*

The 'standstill', although announced unilaterally, and therefore being a breach in covenants and loan agreements, has been respected by all Lenders and is still in place at the time of writing this Report.

In January 2017 VGBV presented all Lenders and their advisors a restructuring plan, including a Business Plan and Term Sheet outlining a financial restructuring proposal. Both the Business Plan and Term Sheet were further refined during the year, in close consultation with Lenders and advisors.

In March 2018 VGBV agreed a Term Sheet with its Lenders, outlining in extensive detail the conditions for amendment of the Company's financing and repayment arrangements up to 31 March 2021. This Term Sheet will form the basis for finalising a financial restructuring agreement between VGBV and its Lenders. A draft financial restructuring agreement has been shared with Lenders. It is expected that during the third quarter of 2018 this agreement will be finalised. After finalising this financial restructuring agreement, for which the Company needs to fulfil the conditions precedent as included in the Term Sheet, the Company needs to successfully execute the business plan, including certain non-core and strategic disposals and needs to comply with the debt covenants included in the financial restructuring agreement.

Uncertainty remains with respect to complying with all these requirements indicating the existence of a material uncertainty, based on which there could be significant doubt about the continuity of the Company and its ability to realise assets and discharge liabilities in the normal course of business.

Based on the current business performance of and the outlook for VGBV and the Company, the current market developments and the constructive dialogue with the Lenders, the Managing board of VGBV and the management of the Company, are confident that this new finance structure and successful execution of the business plan will provide a sound base and adequate period of time to significantly reduce debt and restore financial health. Furthermore VGBV, and the management of the Company, are confident that the conditions precedent as mentioned in the Term Sheet will be fulfilled and hence allow the restructuring agreement to come into force. As a result, the Financial Statements of the Company are prepared on a going concern basis.



# **FB SHIPPING LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)** **FOR THE YEAR ENDED 31 DECEMBER 2017**

---

### **1 Accounting policies**

**(Continued)**

#### **1.3 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. All such revenue is reported net of discounts and value added and other sales taxes.

Revenue from finance leases is recognised in accordance with the company's policy on leases (see below).

#### **Finance Income and finance costs**

Income on financial assets that are classified as loans and receivables and interest expense on financial liabilities other than those at fair value through the statement of profit or loss are determined using the effective interest method. The effective interest rate is the rate that discounts the estimated future cash payments or receipts over the expected life of the instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the future cash flows are estimated after considering all the contractual terms of the instrument excluding future credit losses. The calculation includes all amounts paid or received by the company that are an integral part of the overall return, direct incremental transaction costs related to the acquisition, issue or disposal of the financial instrument and all other premiums or discounts. Interest income on assets classified as loans and receivables, interest expense on liabilities classified at amortised cost and interest income are recognised in the Statement of Comprehensive income or loss.

#### **Leases**

Amounts due from lessees under finance leases are recorded as receivables at the amount of the company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the company's net investment outstanding in respect of the leases and hire purchase contracts.

If the lease agreement transfers the risk and rewards of the asset, the lease is recorded as a finance lease and the related asset is capitalised. At inception, the asset is recorded at the lower of the present value of the minimum lease payments or fair value and depreciated over the lower of the estimated useful life and the life of the lease. The corresponding rental obligations are recorded as borrowings. The aggregate benefit of incentives, if any, is recognised as a reduction of rental expense over the lease term on a straight-line basis.

#### **1.4 Cash and cash equivalents**

Cash is represented by cash in hand and in the bank.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2017

### 1 Accounting policies

(Continued)

#### 1.5 Financial assets

The company classifies its financial assets as: financial assets at fair value through the statement of profit or loss and loans and receivables.

Loans and receivables are non-derivative financial assets with fixed or determinable payments, that are not quoted in an active market and which are not classified as available-for-sale or fair value through the Statement of profit or loss.

Loans and advances to customers are classed as Loans and Receivables. 'Net investment in finance leases' are treated in accordance with the company's policy on finance lease agreements.

Loans and receivables are initially recognised at fair value including direct and incremental transaction costs. They are subsequently valued at amortised cost, using the effective interest rate method, less any impairment. Interest calculated using the effective interest rate method is recognised in the Statement of profit or loss. They are derecognised when the rights to receive cash flows have expired or the company has transferred substantially all of the risks and rewards of ownership.

#### **Impairment of financial assets**

At each reporting date the company assesses whether, as a result of one or more events occurring after initial recognition, there is objective evidence that a financial asset or group of financial assets classified as loans and receivables have become impaired. Evidence of impairment may include indications that the borrower or group of borrowers have defaulted, are experiencing significant financial difficulty, or the debt has been restructured to reduce the burden to the borrower. Objective evidence that a financial asset or group of assets is impaired includes observable data that comes to the attention of the company about the following loss events:

- a. significant financial difficulty of the issuer or obligor;
- b. a breach of contract, such as a default or delinquency in interest or principal payments;
- c. the company, for economic or legal reasons relating to the borrowers' financial difficulty, granting to the borrower a concession that the company would not otherwise consider;
- d. it becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- e. the disappearance of an active market for that financial asset because of financial difficulties; or
- f. observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group, including:
  - adverse changes in the payment status of borrowers in the group; or
  - national or local economic conditions that correlate with defaults on the assets in the group.

The company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If there is not objective evidence of impairment for an individually assessed financial asset it is included in a group of financial assets with similar credit risk characteristics and collectively assessed for impairment.

Impairment is calculated based on the probability of default, exposure at default and the loss of given default, using recent data. An adjustment is made for the effect of discounting cash flows.

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measure as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's effective interest rate.

Financial assets are written off when it is reasonably certain that receivables are irrecoverable.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

### 1 Accounting policies

(Continued)

#### 1.6 Financial liabilities

Financial liabilities are initially recognised when the company becomes contractually bound to the transfer of economic benefits in the future. Financial liabilities are derecognised when extinguished.

Non-trading financial liabilities are initially recognised at fair value net of transaction costs incurred. They are subsequently stated at amortised cost and the redemption value recognised in the Statement of Profit or Loss over the period of the liability using the effective interest rate method.

Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

#### *Effective interest method*

Interest expense on financial assets and liabilities held at amortised cost is measured using the effective interest rate method, which allocates the interest income or interest expense over the expected life of the lease agreements. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the net carrying amount on initial recognition.

#### 1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received. Ordinary shares are classified as equity.

#### 1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

#### **Current tax**

Current taxation, including UK corporation tax and foreign tax, is provided for at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. The company's profits from vessel operations are taxed under the UK Tonnage tax regime.

### 2 Auditor's remuneration

	2017	2016
Fees payable to the company's auditor and associates:	£	£
<b>For audit services</b>		
Audit of the financial statements of the company	2,000	2,000
	=====	=====
<b>For other services</b>		
Tax services	2,000	2,000
	=====	=====

Auditors' remuneration was borne by the another group company in the current and preceding year.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

### 3 Employees

The company had no employees in either the current year or the preceding year.

The directors are employed by and receive remuneration from other group companies. In the opinion of the directors it is not possible to apportion directors' remuneration to subsidiaries on the basis of level of service and accordingly no allocation has been made.

Retirement benefits are accruing to two directors under a defined contribution scheme (2016 - two).

### 4 Finance costs

	2017 £	2016 £
<b>Interest on financial liabilities measured at amortised cost:</b>		
Interest on bank overdrafts and loans	3,133	3,838
Interest payable to group undertakings	15,552	20,564
Foreign exchange loss / (gains)	405	(535)
	<u>19,090</u>	<u>23,867</u>

### 5 Income tax expense

	2017 £	2016 £
<b>Current tax</b>		
UK corporation tax on profits for the current period	<u>6,571</u>	<u>6,852</u>

The charge for the year can be reconciled to the profit per the income statement as follows:

	2017 £	2016 £
Profit before taxation	<u>5,324</u>	<u>5,127</u>
Expected tax charge based on a corporation tax rate of 19.00%	1,012	1,025
Tax impact of assesment under tonnage tax regime(*)	<u>5,559</u>	<u>5,827</u>
Taxation charge for the year	<u>6,571</u>	<u>6,852</u>

In December 2011, the company made an election to enter the UK tonnage tax regime with effect from 17 November 2011.

(\*) Tonnage tax is an alternative method of calculating taxable profits which is available for companies with qualifying ships. Under tonnage tax, taxable profits are calculated based on the net weight of the vessel multiplied by a government specified daily profit rate rather than by the normal accounting method.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

### 6 Finance Lease Receivables

	Current 2017 £	2016 £	Non-current 2017 £	2016 £
Amounts receivable under finance lease	<u>224,241</u>	<u>213,132</u>	<u>2,492,448</u>	<u>2,558,307</u>

#### Fair value of financial assets carried at amortised cost

The directors consider that the carrying amounts of financial assets carried at amortised cost in the financial statements approximate to their fair values.

### 7 Finance lease receivables

	2017 £	2016 £
Gross amounts receivable under finance leases:		
Within one year	230,475	219,500
In two to five years	1,043,046	993,377
In over five years	<u>2,730,654</u>	<u>3,010,797</u>
	4,004,175	4,223,674
Unearned finance income	<u>(1,287,486)</u>	<u>(1,452,235)</u>
Present value of minimum lease payments receivable	<u>2,716,689</u>	<u>2,771,439</u>
The present value is receivable as follows:		
Within one year	224,241	213,432
In two to five years	436,511	363,722
In over five years	<u>2,055,937</u>	<u>2,194,585</u>
	<u>2,716,689</u>	<u>2,771,439</u>

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

### 7 Finance lease receivables

(Continued)

Analysed as:			2017	2016
			£	£
Non-current finance lease receivables				
(recoverable after 12 months)			2,492,448	2,558,307
Current finance lease receivables				
(recoverable within 12 months)			224,241	213,132
			-----	-----
			2,716,689	2,771,439
			=====	=====

In November 2011, the company made changes in the contracts for the leasing of its vessels. The lease terms were adjusted and are now contracted with related parties. Under the new lease terms, the company received additional rentals totalling £34,480,651 in November 2011. Accordingly, the remaining annual rentals are adjusted to be lower amounts than in the original payment scheme; but are receivable over the same time period and on the same payment dates. The company's finance leases are scheduled to be repaid in full in April 2031.

Residual values of assets leased under finance leases at 31 December 2017 is £nil (2016: £nil). The directors consider that the net investment in finance leases is approximately equal to their fair value.

### 8 Trade and other receivables

	2017 £	2016 £
Amounts due from fellow group undertakings	224,366	213,269
	<u>          </u>	<u>          </u>

Trade receivables disclosed above are classified as loans and receivables and are therefore measured at amortised cost.

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2017

#### 9 Borrowings

	2017 £	2016 £
<b>Unsecured borrowings at amortised cost</b>		
Other loans	125,354	125,351

#### Analysis of borrowings

Borrowings are classified based on the amounts that are expected to be settled within the next 12 months and after more than 12 months from the reporting date, as follows:

	2017 £	2016 £
Current liabilities	125,354	125,351

The Company is part of a group with Vroon Group B.V (hereafter: VGBV) at its head. VGBV issues guarantees to the Company's Lenders. These guarantees are subject to financial covenant restrictions. VGBV breached the liquidity covenant as from 30 September 2016 and subsequently breached a number of other financial covenants during 2017. At year-end VGBV does not comply with its loan covenants. Consequently, all mortgage loans are formally in default at year-end 2017. Therefore, the mortgage loans to the Company are reported as short-term debt in the statement of financial position. At the end of March 2018 VGBV agreed a Term Sheet with its Lenders, outlining in extensive detail the conditions for amendment of the Company's financing and repayment arrangements up to 31 March 2021.

If the restructuring agreement had been agreed prior to the date of the statement of financial position (31 December 2017), the Company's statement of financial position would have been different. In that case, long-term liabilities would have amounted to £100,000 at year-end 2017 (versus £Nil ). In addition, current liabilities would have amounted to £2,629,000 (as compared to £2,729,000).

Total principal borrowings of £250,000 (2016 £250,000) with interest accrued on a monthly and paid on a six monthly basis @ the GBP LIBOR plus 2%.

#### Maturity Analysis of Bank loan :

			2017 £	2016 £
<i>Bank loan:</i>				
	Payable:	1-3 months	-	-
		3-12 months	125,354	125,351
		1-5 years	-	-
		Over 5 years	-	-
			-----	-----
			125,354	125,351
			=====	=====

# FB SHIPPING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

### 10 Trade and other payables

	Current 2017 £	2016 £
Amounts due to fellow group undertakings	2,597,082	2,646,613

<i>Interest rate variations due under finance leasing contract:</i>		2016 £	2016 £
Payable:	on demand or up to 1 month	39,356 =====	35,754 =====

The loan due to the company's parent undertaking attracts interest at 0.28% above LIBOR per annum and interest is payable quarterly. There is no fixed repayment schedule for the loan capital.

### 11 Share capital

	2017 £	2016 £
<b>Ordinary share capital</b>		
75 'A' ordinary shares of £1 each	75	75
25 'B' ordinary shares of £1 each	25	25
	<u>100</u>	<u>100</u>

All issued share capital is classified as equity.

The "A" ordinary shares carry one vote each with no entitlement to appoint or remove directors.

The "B" ordinary shares carry 20 votes each with the entitlement to appoint or remove directors.

### 12 Contingent liabilities

During the year, the company received tax assessments from HM Revenue & Customs related to the disallowance of £20.9 Million of capital allowances. The company is not in agreement with the basis of assessments and has submitted formal appeals disputing the amounts. The company has engaged Counsel and is confident that the assessments will be cancelled in due course. Accordingly, the company is of the opinion that it would not be appropriate to make provision for the tax impact of these assessments.

### 13 Related party transactions

The company has taken advantage of exemptions available under FRS 101 paragraph 8(K) from disclosing the related party transactions entered between two or more members of a company within the same group (wholly owned subsidiaries within the same group).

### 14 Events after the reporting date

There have been no significant events affecting the Company since the year end.



# **FB SHIPPING LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)** **FOR THE YEAR ENDED 31 DECEMBER 2017**

---

### **15 Controlling party**

The company's immediate parent undertaking is Vroon Shipping U.K. Ltd, a company registered in England.

The ultimate holding company is Vroon Group B.V., a company registered in the Netherlands.

The consolidated financial statements of Vroon Group B.V. are available to the public and may be obtained from Vroon Shipping U.K. Ltd, C/o Endeavour Partnership LLP, Tobias House, St Mark's Court, Teesdale Business Park, Teesside, TS17 6QW.

### **16 Audit report information**

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006 :

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1.2 to the financial statements concerning the Company's ability to continue as a going concern. This ability is dependent on whether the Group can complete its refinancing and restructuring to meet its debt and covenants obligations. These conditions, along with the other matters explained in note 1.2 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The Company financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

The auditors' report was unqualified.

The senior statutory auditors were Kevin Reynard. The auditor was PricewaterhouseCoopers LLP.