

ECU LINE MIDDLE EAST LLC

FINANCIAL STATEMENTS

DECEMBER 31, 2019

ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Financial statements for the year ended December 31, 2019

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DIRECTORS' REPORT

The Directors present their report and financial statements of ECU Line Middle East LLC for the year ended December 31, 2019.

PRINCIPAL ACTIVITIES OF THE COMPANY

The Company is licensed to provide services as a customs broker, cargo loading and unloading, cargo packaging, sea cargo, air cargo, and sea shipping lines agents, distribution and logistics.

FINANCIAL REVIEW

The table below summarises the financial results:

| | 2019 AED | 2018 AED |
|---------------------|-------------|-------------|
| Revenues | 56,438,798 | 52,462,772 |
| Gross profit | 5,248,497 | 5,264,264 |
| Gross profit margin | 9.30% | 10.03% |
| Profit for the year | 55,573 | 648,593 |

AUDITORS

A resolution to re-appoint Baker Tilly MKM Chartered Accountants as auditors for the ensuing year will be proposed in the Annual General Meeting.

EVENTS AFTER YEAR-END

In the opinion of the Directors, no transaction or event of a material and unusual nature, favourable or unfavourable, has arisen in the interval between the end of the year and the date of this report, that is likely to affect substantially the result of the operations or the financial position of the Company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The audited financial statements for the year under review have been prepared in conformity and in compliance with the relevant statutory requirements and other governing laws. The Directors confirm that sufficient care has been taken for the maintenance of proper and adequate accounting records that 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 requirements of the applicable statute. The Directors also confirm that appropriate accounting policies have been selected and applied consistently in order that the financial statements reflect fairly the form and substance of the transactions carried out during the year under review and reasonably present the Company's financial conditions and results of its operations.

These financial statements were approved by the Board and signed on its behalf by the authorised representative of the Company on February 24, 2020.

Mr. Don Varuna Wirasingha
Managing Director



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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ECU LINE MIDDLE EAST LLC

Opinion

We have audited the financial statements of ECU Line Middle East LLC including a Branch in Jebel Ali Free Zone (collectively "the Company"), which comprise the statement of financial position as at December 31, 2019, the related statements of comprehensive income, cash flows and changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2019, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISA"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code") together with the other ethical requirements that are relevant to our audit of the financial statements in the United Arab Emirates ("U.A.E") and we have fulfilled our other ethical responsibilities. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Directors' report set out on page 1.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, in compliance with provisions of U.A.E Federal Law No. 2 of 2015 (the "Federal Law"), and the applicable provisions of Jebel Ali Free Zone Implementing Regulations 2016 ("Implementing Regulations"), as may be applicable to Branches of U.A.E Commercial Companies, and for such internal controls as management determines are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The management is responsible for overseeing the Company's financial reporting process.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
ECU LINE MIDDLE EAST LLC (continued)****Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with ISA, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, 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 controls;
- obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with management, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide management with a statement that we have complied with relevant ethical requirements regarding independence, and to 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 management, we determine if there are any matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We have determined that there are no key audit matters to communicate in our report.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
ECU LINE MIDDLE EAST LLC (continued)**

Report on Legal and Regulatory Requirements

Further, as required by the Federal Law, we report that:

- 1) we have obtained all the information and explanations necessary for the purpose of our audit;
- 2) the financial statements have been prepared and comply, in all material respects, with the applicable provisions of the Federal Law, and the Memorandum of Association of the Company;
- 3) the Company has maintained proper books of account; and
- 4) based on the information that has been available to us, nothing has come to our attention which causes us to believe that the Company has contravened during the financial year ended December 31, 2019 any of the applicable provisions of the Federal Law or of its Memorandum of Association which would materially affect its activities or its financial position as at December 31, 2019.

In addition to the Federal Law and the applicable provisions of the Implementing Regulations, as may be applicable to a Branch of a U.A.E. Commercial Company, we confirm that we have obtained all the information and explanations necessary for our audit and proper books of account have been maintained by the Company. Further, we are not aware of any contravention during the year of the provisions of the Implementing Regulations and of the Federal Law as may be applicable to Free Zone Companies which might have materially affected the financial position of the Company or the results of its operations for the year ended December 31, 2019.

Baker Tilly MKM



Baker Tilly MKM
Chartered Accountants
Dubai, United Arab Emirates

Ihab Ahmad Am Ali
Partner, ELA Number 943

February 24, 2020

ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Statement of financial position
As at December 31, 2019

| | Note | 2019 AED | 2018 AED |
|-------------------------------------|------|--------------------------|-------------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash and cash equivalents | 5 | 672,689 | 518,251 |
| Trade receivables | 6 | 8,417,746 | 7,024,301 |
| Other receivables | 7 | 2,196,358 | 1,666,364 |
| Due from related parties | 8 | 1,091,854 | - |
| | | <u>12,378,647</u> | <u>9,208,916</u> |
| Non-current assets | | | |
| Property and equipment | 9 | 85,221 | 60,470 |
| Total assets | | <u><u>12,463,868</u></u> | <u><u>9,269,386</u></u> |
| LIABILITIES AND EQUITY | | | |
| Current liabilities | | | |
| Trade payables | 10 | 2,225,779 | 2,422,298 |
| Other payables | 11 | 4,062,064 | 2,140,942 |
| Due to related parties | 8 | 3,335,933 | 1,197,849 |
| | | <u>9,623,776</u> | <u>5,761,089</u> |
| Non-current liabilities | | | |
| Employees end-of-service benefits | 12 | 2,334,519 | 2,409,704 |
| Total liabilities | | <u><u>11,958,295</u></u> | <u><u>8,170,793</u></u> |
| Equity | | | |
| Share capital | 2 | 300,000 | 300,000 |
| Statutory reserve | 3r | 150,000 | 150,000 |
| Retained earnings | | 55,573 | 648,593 |
| Total equity | | <u>505,573</u> | <u>1,098,593</u> |
| Total equity and liabilities | | <u><u>12,463,868</u></u> | <u><u>9,269,386</u></u> |

The accompanying notes 1 to 18 form an integral part of the financial statements.

The report of the independent auditor is set out on pages 2 to 4.

The financial statements were authorised for issue on February 24, 2020 by:


Don Varuna Wirasihha
Managing Director



A/C



ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Statement of comprehensive income
For the year ended December 31, 2019

| | Note | 2019 AED | 2018 AED |
|---|------|--------------|--------------|
| Revenue | | 56,438,798 | 52,462,772 |
| Direct costs | 13 | (51,190,301) | (47,198,508) |
| Gross profit | | 5,248,497 | 5,264,264 |
| Other income | 14 | 140,439 | 393,672 |
| Selling and distribution expenses | | (73,244) | (14,780) |
| General and administrative expenses | 15 | (5,260,119) | (4,994,563) |
| Profit for the year | | 55,573 | 648,593 |
| Other comprehensive income | | - | - |
| Total comprehensive income for the year | | 55,573 | 648,593 |

The accompanying notes 1 to 18 form an integral part of the financial statements.

The report of the independent auditor is set out on pages 2 to 4.



ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Statement of cash flows
For the year ended December 31, 2019

| | Note | 2019 AED | 2018 AED |
|---|------|-------------|-------------|
| Cash flows from operating activities | | | |
| Profit for the year | | 55,573 | 648,593 |
| Adjustments for: | | | |
| Depreciation of property and equipment | 9 | 36,354 | 27,658 |
| Sundry creditors written-off | 14 | - | (253,631) |
| Provision for employees' end-of-service benefits | 12 | 354,224 | 315,883 |
| Expected credit loss allowance for trade receivables | 6 | - | 57,892 |
| Operating profit before working capital changes | | 446,151 | 796,395 |
| (Increase)/decrease in trade receivables | | (1,393,445) | 899,028 |
| (Increase)/decrease in other receivables | | (529,994) | 180,000 |
| Decrease in related parties - net | | 146,230 | 623,327 |
| (Decrease) in trade payables | | (196,519) | (1,280,230) |
| Increase/(decrease) in other payables | | 1,921,122 | (447,422) |
| Cash generated from operations | | 393,545 | 771,098 |
| Employees' end-of-service benefits paid | 12 | (429,409) | (175,424) |
| Net cash (used in)/generated from operating activities | | (35,864) | 595,674 |
| Cash flows from investing activities | | | |
| Acquisition of property and equipment | 9 | (61,105) | (54,776) |
| Net cash (used in) investing activities | | (61,105) | (54,776) |
| Cash flows from financing activities | | | |
| Dividends paid | 8 | (648,593) | (2,485,847) |
| Loan from related party | | 900,000 | - |
| Net cash generated from/(used in) financing activities | | 251,407 | (2,485,847) |
| Net increase/(decrease) in cash and cash equivalents | | 154,438 | (1,944,949) |
| Cash and cash equivalents at the beginning of the year | 5 | 518,251 | 2,463,200 |
| Cash and cash equivalents at the end of the year | 5 | 672,689 | 518,251 |

The accompanying notes 1 to 18 form an integral part of the financial statements.

The report of the independent auditor is set out on pages 2 to 4.



ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Statement of changes in equity
For the year ended December 31, 2019

| | Share capital AED | Statutory reserve AED | Retained earnings AED | Total AED |
|---|-------------------------|-----------------------------|-----------------------------|----------------|
| As at January 1, 2018 | 300,000 | 150,000 | 2,485,847 | 2,935,847 |
| Dividends | - | - | (2,485,847) | (2,485,847) |
| Total comprehensive income for the year | - | - | 648,593 | 648,593 |
| As at December 31, 2018 | 300,000 | 150,000 | 648,593 | 1,098,593 |
| Dividends | - | - | (648,593) | (648,593) |
| Total comprehensive income for the year | - | - | 55,573 | 55,573 |
| | <u>300,000</u> | <u>150,000</u> | <u>55,573</u> | <u>505,573</u> |

The accompanying notes 1 to 18 form an integral part of the financial statements.

The report of the independent auditor is set out on pages 2 to 4.



1. LEGAL STATUS AND BUSINESS ACTIVITIES

- a) ECU Line Middle East LLC (the "Company") was incorporated on August 2, 1999 and registered with the Department of Economic Development (now Dubai Economy), Government of Dubai, U.A.E as a Limited Liability Company and operates under Commercial License No. 513445. The Company has a branch which was registered on September 15, 1999 and operates in U.A.E under Logistic License No. 2343 issued by the Commercial Registration Department of Jebel Ali Free Zone Authority ("JAFZA").
- b) The Company is licensed to provide services as a customs broker, cargo loading and unloading, cargo packaging, sea cargo, air cargo, and sea shipping lines agents, distribution and logistics.
- c) The Registered Office of the Company is P.O. Box No. 28430, Jebel Ali, Dubai, U.A.E.
- d) The management of the Company is vested with Mr. Don Varuna Wirasinha (Sri Lankan National), the Managing Director.

2. SHARE CAPITAL

The authorised, issued and paid up capital of the Company is AED 300,000, divided into 100 shares of AED 3,000 each, and was held by the shareholders as at December 31, 2019 as follows:

| Name of the Shareholder | Nationality/Country of Incorporation | No. of shares | Amount in AED | % |
|---|--------------------------------------|---------------|---------------|-----|
| Heirs of Mr. Juma Saif Rashid bin Bakhit* - Sponsor | Emirati | 51 | 153,000 | 51 |
| ECU HOLD N.V. | Belgium | 49 | 147,000 | 49 |
| Total | | 100 | 300,000 | 100 |

The Company is part of the ECU Group of Companies and the Ultimate Controlling Party is Allcargo Global Logistics Limited.

*The shareholder Mr. Juma Saif Rashid bin Bakhit, expired in the year 2015. As per the order of the Dubai Court dated August 10, 2015, the inheritance of the shares of the deceased was transferred to his heirs, who appointed Miss Maitha Juma Saif bin Bakhit Al Falasi as the representative of the estate.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies, which have been applied consistently (subject to point d), is set out below:

a) Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"), interpretations issued by the IFRS Interpretations Committee ("the Committee"), U.A.E Federal Law No. 2 of 2015 and Jebel Ali Free Zone Companies Implementing Regulations 2016, as may be applicable to a Branch of a U.A.E Commercial Company.

b) Accounting convention

These financial statements have been prepared in accordance with the historical cost convention and accruals basis.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

c) Functional and reporting currency

The functional and reporting currency of the Company is United Arab Emirates Dirhams ("AED"), as most of its transactions are effected in that currency.

d) Changes in accounting policies

The accounting policies adopted are consistent with those used in the previous financial year, except for the following new standards, improvements, interpretations and amendments to IFRS that are mandatorily effective for accounting years beginning on or after January 1, 2019:

New standards, improvements, interpretations and amendments issued

- | | |
|------------------------|--|
| • Amendments to IAS 19 | Employee Benefits |
| • Amendments to IAS 28 | Investments in Associates and Joint Ventures |
| • Amendments to IFRS 9 | Financial Instruments |
| • IFRS 16 | Leases |
| • IFRIC 23 | Uncertainty over Income Tax Treatments |
| • Annual improvements | IFRS Standards 2015-2017 Cycle |
| | ▪ IAS 12 Income Taxes |
| | ▪ IAS 23 Borrowing Costs |
| | ▪ IFRS 3 Business Combinations |
| | ▪ IFRS 11 Joint Arrangements |

The adoption of these new standards, improvements, interpretations and amendments did not have any material impact on the Company for the year ended December 31, 2019.

IFRS 16 Leases

IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases - Incentives, and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The new standard specifies the recognition, measurement, presentation and disclosure of leases. The standard provides a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance which is substantially unchanged from IAS 17.

There was no material impact on the Company for the year ended December 31, 2019.

New standards, improvements, interpretations and amendments issued but not yet effective

The following new accounting standards, improvements, interpretations and amendments have been issued, but are not mandatory and hence have not been early adopted by the Company in preparing the financial statements for the year ended December 31, 2019.

- | | |
|---|---|
| • Amendments to IAS 1 | Presentation of Financial Statements (January 1, 2020) |
| • Amendments to IAS 8 | Accounting Policies, Change in Accounting Estimates and Errors (January 1, 2020) |
| • Amendment to IAS 39 | Financial Instruments: Recognition and Measurement (January 1, 2020) |
| • Amendments to IFRS 3 | Business Combinations (January 1, 2020) |
| • Amendments to IFRS 7 | Financial Instruments: Disclosures (January 1, 2020) |
| • Amendments to IFRS 9 | Financial Instruments (January 1, 2020) |
| • IFRS 17 | Insurance Contracts (January 1, 2022) |
| • Amendments to IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32 | to update those pronouncements with regard to references to and quotes from the framework or to indicate where they refer to a different version of the Conceptual Framework (January 1, 2020). |

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

d) Changes in accounting policies (continued)

Management anticipates that all of the above standards, improvements, interpretations and amendments will be adopted by the Company to the extent applicable, from their effective dates. Otherwise, the adoption of these standards, improvements, interpretations and amendments is not expected to have any material impact on the financial statements of the Company in the year of their initial application.

e) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable). Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

The above classification is determined by both:

- i. the Company's business model for managing the financial asset
- ii. the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, except for impairment of trade receivables and due from related parties which are presented within general and administrative expenses.

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect their contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method.

The Company's cash and cash equivalents, deposits, trade and other receivables, and due from related parties fall into this category of financial instruments.

f) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, and balances with banks.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

g) Trade receivables

Trade receivables are stated at original invoice amount less provision for any uncollectible amounts as per the expected credit loss allowance as per IFRS 9. Bad debts are written off when there is no possibility of recovery.

The Company makes use of a simplified approach in accounting for trade receivables and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating the provision, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics and they have been grouped based on the days past due (refer to Note 6 for an analysis of how the impairment requirements of IFRS 9 are applied).

h) Other receivables

Other receivables consist of prepaid expenses and deposits and are carried at amounts expected to be received whether through cash or services less provision for any uncollectible amounts as per the expected credit loss model.

Accrued income relates to services that have been completed at the year-end but the associated revenue had not yet been billed to the customer.

Deferred costs are costs that have already been incurred, but which will be charged to expense in a later reporting period, as and when the performance obligations are met.

i) Related party balances and transactions

The Company, in the ordinary course of business, enters into transactions with companies and entities that fall within the definition of a related party as contained in IFRS. Related parties comprise the shareholders, companies and entities under common or joint ownership or common management and control, their partners and key management personnel.

Related party balances are assessed for non-collectability as per the expected credit loss model.

j) Impairment of financial assets

IFRS 9's impairment requirements use forward-looking information to recognise expected credit losses - the expected credit loss (ECL) model. Instruments within the scope of the requirements include financial assets measured at amortised cost, such as trade receivables measured under IFRS 15. The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, and reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1");
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2"); and
- financial instruments that have objective evidence of impairment at the reporting date ("Stage 3").

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

j) Impairment of financial assets (continued)

"12-month expected credit losses" are recognised for the first category while "lifetime expected credit losses" are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

k) Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position, if the Company has a legally enforceable right to set off the recognized amounts, and the Company either intends to settle on a net basis, or realize the asset and settle the liability simultaneously.

l) Property and equipment

Property and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition and bringing of the asset to its working condition. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. When a part is replaced, and the new part capitalised, the carrying amount of the replaced part is derecognised. All other repairs and maintenance costs are recognised in the statement of comprehensive income during the financial year in which they are incurred.

Depreciation of assets is calculated using the straight-line method and based on their estimated useful lives as follows:

| <u>Assets</u> | <u>Years</u> |
|--|--------------|
| Furniture, fixtures and office equipment | 3-5 |
| Vehicles | 4-5 |

Depreciation is charged from the date an asset is available for use up to the date the asset is disposed of.

m) Impairment of non-financial assets

The Company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the cash-generating unit to which the asset belongs is used. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

n) Trade payables

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether claimed by the supplier or not.

Credit balances which are unclaimed by the counter-party exceeding three years and above are written-off and other income is recognised. The management reviews unclaimed credit balances on a regular basis.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

o) Other payables

Deferred revenue refers to payments received in advance for services which have not yet been performed.

Accrued costs are the cost of goods or services received or incurred during a period for which the supplier invoice is in transit as at the reporting date.

p) Employees' end-of-service benefits

Provision is made for end-of-service benefits of employees in accordance with U.A.E. Labour Law. The provision for the employees' end-of-service benefits liability is calculated annually based on their basic remuneration and length of service at the reporting date.

q) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

r) Statutory reserve

As required by U.A.E Federal Law No. 2 of 2015, 10% of the profit for the year is required to be transferred to a statutory reserve. The Company resolved to discontinue such transfers when the reserve totals 50% of the paid-up share capital. Having attained this limit, transfers have ceased. This reserve is not available for distribution to the shareholders.

s) Contingent liabilities

A contingent liability is disclosed when the Company has a possible obligation as a result of past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company; or when the Company has a present legal or constructive obligation, that arises from past events, but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

t) Revenue recognition

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, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, excluding taxes or duties.

To determine whether to recognise revenue, the Company follows a 5-step process as per IFRS 15:

- i. Identifying the contract with a customer
- ii. Identifying the performance obligations
- iii. Determining the transaction price
- iv. Allocating the transaction price to the performance obligations
- v. Recognising revenue when performance obligation(s) are satisfied

Revenue is recognised when (or as) the Company satisfies performance obligations by carrying out or providing the promised services for its customers.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

t) Revenue recognition (continued)

The Company recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as current liabilities in these financial statements. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

Revenue from shipment, customs clearance, loading and offloading services is recognised on execution of orders of customers and agents.

Scrap sales, gains on disposal of property and equipment and miscellaneous receipts are recognised as "other income" on realised amounts.

u) Expenses

Direct costs include all costs directly attributable to the generation of revenue and includes wages and salaries of revenue-generating employees, rent expense, and other direct costs. All other expenses are classified as general and administrative expenses or selling and distribution expenses, as appropriate.

v) Foreign currency transactions and translations

Foreign currency transactions are translated into AED using the exchange rate prevailing on the date of transaction. Monetary assets and liabilities, denominated in foreign currencies, are translated into AED using the exchange rates prevailing on the reporting date. Gains and losses from foreign exchange transactions are taken to the statement of comprehensive income.

4. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements, are as follows:

1. Impairment of trade receivables

The Company assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics and they have been grouped based on the days past due. Assessment is made by the management in line with IFRS 9. This assessment is reviewed by the management on a regular basis.

| | | | |
|----------|---|------------------|------------------|
| 5 | CASH AND CASH EQUIVALENTS | 2019 | 2018 |
| | | AED | AED |
| | Cash in hand | 91,884 | 127,504 |
| | Cash at bank | 580,805 | 390,747 |
| | | <u>672,689</u> | <u>518,251</u> |
| 6 | TRADE RECEIVABLES | 2019 | 2018 |
| | | AED | AED |
| | Trade receivables - non related parties | 7,061,747 | 6,912,591 |
| | Trade receivables - related parties (note 8.3) | 1,999,317 | 886,710 |
| | | <u>9,061,064</u> | <u>7,799,301</u> |
| | Expected credit loss allowance for trade receivables (note 6.2) | (643,318) | (775,000) |
| | Trade receivables - net | <u>8,417,746</u> | <u>7,024,301</u> |

6.1 As at 31 December, the ageing analysis of trade receivables was as follows:

| | | | Past due | | |
|------|-----------|-----------|----------|---------|---------|
| | Total | Not | 91-120 | 121-180 | >180 |
| | AED | past due | days | days | days |
| | AED | AED | AED | AED | AED |
| 2019 | 9,061,064 | 8,078,918 | 421,892 | 242,015 | 318,239 |
| 2018 | 7,799,301 | 6,617,274 | 376,907 | 367,804 | 437,316 |

The Company's credit period is 90 days after which date trade receivables are considered to be past due. Receivables are expected, on the basis of past experience, to be fully recoverable. It is not the practice of the Company to obtain collateral over receivables.

| | | | |
|------------|---|----------------|----------------|
| 6.2 | Expected credit loss allowance for trade receivables | 2019 | 2018 |
| | | AED | AED |
| | Balance at the beginning of the year | 775,000 | 733,612 |
| | Provided for during the year | - | 57,892 |
| | Written - off during the year | (131,682) | (16,504) |
| | Balance at the end of the year | <u>643,318</u> | <u>775,000</u> |

The Company applies the IFRS 9 simplified model of recognising lifetime expected credit losses for all trade receivables as these items do not have a significant financing component.

In measuring the expected credit losses, the trade receivables have been assessed on a collective basis as they possess shared credit risk characteristics. They have been grouped based on the days

The expected loss rates are based on the payment profile for revenue over the past 24 months before December 31, 2019 as well as the corresponding historical credit losses during that period. The historical rates are adjusted to reflect current and forwarding looking macroeconomic factors affecting the customer's ability to settle the amount outstanding.

Trade receivables are written off (i.e. derecognised) when there is no reasonable expectation of recovery. Failure to make payments within the credit period and failure to engage with the Company on alternative payment arrangements amongst others are considered indicators of no reasonable expectation of recovery.

| 7 | OTHER RECEIVABLES | 2019 AED | 2018 AED |
|---|-------------------|------------------|------------------|
| | Deposits | 1,524,540 | 1,423,340 |
| | Prepaid expenses | 197,091 | 211,990 |
| | Deferred charges | 414,646 | - |
| | Others | 60,081 | 31,034 |
| | | <u>2,196,358</u> | <u>1,666,364</u> |

8 RELATED PARTY TRANSACTIONS AND BALANCES

At the reporting date, balances with related parties were as follows:

| 8.1 | Due from related parties | Relationship | 2019 AED | 2018 AED |
|-----|-------------------------------|---------------|------------------|-------------|
| | Allcargo Logistics LLC, Dubai | Group Company | 14,490 | - |
| | Ecuhold N.V., Dubai | Group Company | 1,077,364 | - |
| | | | <u>1,091,854</u> | <u>-</u> |

8.2 Due to related parties

| | | | | |
|--|-------------------------------------|----------------|------------------|------------------|
| | Eurocentre FZCO, Dubai | Group Company | 632,872 | 608,365 |
| | ECU Line Worldwide (Bahrain) W.L.L. | Group Company | 425,694 | 346,035 |
| | Allcargo Logistics LLC, Dubai | Group Company | - | 211,865 |
| | Ecuhold N.V., Dubai | Group Company | 1,457,790 | 31,584 |
| | Ecuhold N.V., Belgium | Parent Company | 819,577 | - |
| | | | <u>3,335,933</u> | <u>1,197,849</u> |

Due from related party Ecuhold N.V., Dubai relates to expenses paid by the Company on behalf of the related party while due to related party Ecuhold N.V., Dubai consists of dividend payables amounting to AED 557,790 and loan amounting to AED 900,000 which bears 2% interest per annum with no fixed maturity date and payment terms.

As per the Group policy, dividends and loan payments are made separately and these are not netted off against other balances with the related parties. Therefore the due from and due to Ecuhold N.V., Dubai balances are gross balances and are not netted off against each other.

Apart from the loan from Ecuhold N.V., Dubai, all other balances with related parties are interest-free with no set terms of repayment or security.

| 8.3 | Related party balances included in trade receivables (note 6) | 2019 AED | 2018 AED |
|-----|---|------------------|----------------|
| | Related party balances included in trade and other payables (note 10) | 1,999,317 | 886,710 |
| | | <u>1,323,580</u> | <u>357,254</u> |

8 RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)

| 8.4 | Transactions with related parties during the year were as follows: | 2019 AED | 2018 AED |
|-----|--|-------------|-------------|
| | Dividends paid | 648,593 | 2,485,847 |
| | Revenue (note 8.5) | 10,593,644 | 8,486,208 |
| | Direct costs (note 8.6) | 11,088,991 | 10,612,382 |
| | Management fee income (note 14) | 60,000 | 60,000 |
| | Management fee expense (note 15) | 656,353 | 681,640 |

8.5 Revenue from related parties relates to contracts where the related party is the originator of the contract and the revenue recognised by the Company is the Company's share.

8.6 Direct costs of related parties relates to costs incurred where the Company is the originator of the contract and the costs reported is the share related to the related party's activities.

9 PROPERTY AND EQUIPMENT

9.1 Cost

| | Furniture, fixtures and office equipment AED | Vehicles AED | Total AED |
|---------------------------|--|-----------------|--------------|
| As at January 1, 2018 | 979,468 | 282,270 | 1,261,738 |
| Additions during the year | 47,634 | 7,142 | 54,776 |
| Disposals during the year | (71,397) | - | (71,397) |
| As at December 31, 2018 | 955,705 | 289,412 | 1,245,117 |
| Additions during the year | 54,058 | 7,047 | 61,105 |
| Disposals during the year | (108,376) | - | (108,376) |
| As at December 31, 2019 | 901,387 | 296,459 | 1,197,846 |

9.2 Depreciation

| | | | |
|--------------------------|-----------|---------|-----------|
| As at January 1, 2018 | 950,354 | 278,032 | 1,228,386 |
| Charge for the year | 21,859 | 5,799 | 27,658 |
| Disposal during the year | (71,397) | - | (71,397) |
| As at December 31, 2018 | 900,816 | 283,831 | 1,184,647 |
| Charge for the year | 33,619 | 2,735 | 36,354 |
| Disposal during the year | (108,376) | - | (108,376) |
| As at December 31, 2019 | 826,059 | 286,566 | 1,112,625 |

9.3 Net book values

| | | | |
|-------------------------|--------|-------|--------|
| As at December 31, 2019 | 75,328 | 9,893 | 85,221 |
| As at December 31, 2018 | 54,889 | 5,581 | 60,470 |

9.4 Assets fully depreciated at the year-end had cost of AED 1,189,591 (2018: AED 1,152,523).

| | | | |
|----|---|-------------------|-------------------|
| 10 | TRADE PAYABLES | 2019 | 2018 |
| | | AED | AED |
| | Trade payables - non related parties | 902,199 | 2,065,044 |
| | Trade payables - related parties (note 8.3) | 1,323,580 | 357,254 |
| | | <u>2,225,779</u> | <u>2,422,298</u> |
| 11 | OTHER PAYABLES | 2019 | 2018 |
| | | AED | AED |
| | Accrued expenses - Import and export | 1,471,869 | 1,231,984 |
| | Other accrued expenses | 1,411,381 | 533,483 |
| | Provisions | 642,329 | 375,475 |
| | Deferred revenue | 300,528 | - |
| | VAT payable, net | 235,957 | - |
| | | <u>4,062,064</u> | <u>2,140,942</u> |
| 12 | EMPLOYEES' END-OF-SERVICE BENEFITS | 2019 | 2018 |
| | | AED | AED |
| | Balance at the beginning of the year | 2,409,704 | 2,269,245 |
| | Provided for during the year | 354,224 | 315,883 |
| | Paid during the year | (429,409) | (175,424) |
| | Balance at the end of the year | <u>2,334,519</u> | <u>2,409,704</u> |
| 13 | DIRECT COSTS | 2019 | 2018 |
| | | AED | AED |
| | Direct costs of export activities | 21,493,419 | 19,419,822 |
| | Direct costs of import activities | 24,859,125 | 23,400,775 |
| | Salaries and benefits | 4,837,757 | 4,377,911 |
| | | <u>51,190,301</u> | <u>47,198,508</u> |
| 14 | OTHER INCOME | 2019 | 2018 |
| | | AED | AED |
| | Sundry creditors written-off | - | 253,631 |
| | Management fee income (note 8.4) | 60,000 | 60,000 |
| | Foreign currency exchange gains - net | 35,398 | 34,632 |
| | Other income | 45,041 | 45,409 |
| | | <u>140,439</u> | <u>393,672</u> |



ECU LINE MIDDLE EAST LLC
Dubai - United Arab Emirates

Notes to the financial statements
For the year ended December 31, 2019

| 15 GENERAL AND ADMINISTRATIVE EXPENSES | 2019 | 2018 |
|---|------------------|------------------|
| | AED | AED |
| Salaries and benefits | 3,225,171 | 2,918,608 |
| Management fee (note 8.4) | 656,353 | 681,640 |
| Insurance | 279,820 | 289,742 |
| Legal, visa and professional fees | 204,892 | 222,864 |
| Telephone and communications | 291,875 | 215,340 |
| Travelling and entertainment | 147,326 | 170,767 |
| Repairs and maintenance | 129,484 | 113,520 |
| Utilities | 120,782 | 118,899 |
| Rent | 75,621 | 110,575 |
| Expected credit loss allowance for trade receivables (note 6) | - | 57,892 |
| Depreciation (note 9) | 36,354 | 27,658 |
| Bank charges | 43,775 | 32,393 |
| Other expenses | 48,666 | 34,665 |
| | <u>5,260,119</u> | <u>4,994,563</u> |

16 COMMITMENTS AND CONTINGENCIES

16.1 Capital and operating expenditure commitments

The Company did not have any significant capital or operating expenditure commitments as at the reporting date. Rent is renewed on an annual basis.

| 16.2 Contingent liabilities | 2019 | 2018 |
|------------------------------------|----------------|----------------|
| | AED | AED |
| Labour guarantees | <u>550,000</u> | <u>550,000</u> |

17 RISK MANAGEMENT

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company was not significantly exposed to interest rate risk as there were no interest bearing assets or liabilities as at the reporting date.

Credit risk

Credit risk is limited to the carrying values of financial assets in the statement of financial position, and is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company was exposed to credit risk on the following:

| | 2019 | 2018 |
|-----------------------------------|-------------------|------------------|
| | AED | AED |
| Cash at bank (note 5) | 580,805 | 390,747 |
| Trade receivables (note 6) | 8,417,746 | 7,024,301 |
| Deposits (note 7) | 1,524,540 | 1,423,340 |
| Due from related parties (note 8) | 1,091,854 | - |
| | <u>11,614,945</u> | <u>8,838,388</u> |

17 RISK MANAGEMENT (CONTINUED)

Credit risk (continued)

The Company seeks to limit its credit risk with respect to banks by dealing with reputable banks only

Credit risks related to trade receivables are managed subject to the Company's policies, procedures and controls relating to customer credit risk management. Credit limits are established for all customers based on internal rating criteria and the credit quality of customers is assessed by management. The rating and credit quality is used to determine the expected credit losses for customer receivables in line with IFRS 9.

In measuring the expected credit losses, the trade receivables have been assessed on a collective basis as they possess shared credit risk characteristics.

Due from related parties relates to transactions with minimal credit risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company limits its credit risk by managing its cash flows.

The Company's terms of contract require amounts to be paid within 90 days of the date of invoice.

The table below summarises the maturities of the Company's undiscounted financial liabilities at December 31.

| | Less than 6 months AED |
|---|------------------------------|
| 2019 | |
| Trade payables (note 10) | 2,225,779 |
| Other payables (excluding deferred revenue) (note 11) | 3,761,536 |
| Due to related parties (note 8) | 3,335,933 |
| | <u>9,323,248</u> |
| 2018 | |
| Trade payables (note 10) | 2,422,298 |
| Other payables (excluding deferred revenue) (note 11) | 2,140,942 |
| Due to related parties (note 8) | 1,197,849 |
| | <u>5,761,089</u> |

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign currency risk arises mainly from future contractual transactions of receivables and payables that exist due to transactions in

Most of the Company's transactions are carried out in AED and USD. As the AED is pegged to the USD, there is no currency risk with regards to USD.

18 EVENTS AFTER THE REPORTING DATE

There have been no material events occurring after the reporting date that require adjustment to, or disclosure in, the financial statements.