Eimskipafélag Íslands hf.

Consolidated Financial Statements
for the year ended 31 December 2015
EUR

Eimskipafélag Íslands hf.
Korngardar 2
104 Reykjavík
Iceland

Reg. no. 690409-0460

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Endorsement and Statement by the Board of Directors and the CEO

Operations and significant matters in 2015

Eimskip specializes in shipping, logistics and supply chain management and offers its customers solutions on land, sea and air with special emphasis on the handling and storing of any type of temperature-controlled cargo, frozen or chilled, and dry cargo.

The Annual General Meeting of Eimskip approved on 26 March 2015 a dividend payment to shareholders of ISK 5.00 per share. The total dividend payment amounted to ISK 933.2 million or EUR 6.3 million. The payment date was 21 April 2015.

On 31 August 2015 the Company cancelled its building project of 875 teus container vessel in China. Due to the cancellation the Company received on 13 October 2015 a cash payment based on a bank guarantee of USD 16.1 million, equal to EUR 14.1 million. Eimskip had capitalized EUR 12.1 million for the vessel construction. The difference between the refund and capitalized amount is EUR 2.0 million and is recorded as operating revenue in the Consolidated Income Statement.

During the year the Company acquired the companies Jac. Meisner Internationaal Expeditiebedrijf B.V., Cargocan Agency Ltd. and Sæferdir ehf., the cold storage operation of St. Anthony Cold Storage Ltd. and established the joint venture Eimskip & KCie GmbH & Co. KG. The companies are included in the Consolidated Financial Statements and have an immaterial effect.

Net earnings for the year 2015 amounted to EUR 17.8 million (2014: EUR 13.6 million) according to the Consolidated Income Statement. Total equity at 31 December 2015 amounted to EUR 228.1 million (2014: EUR 216.5 million) according to the Statement of Financial Position.

The Board of Directors proposes a dividend payment to shareholders in 2016 in the amount of ISK 6.50 per share. The proposed dividend payment is ISK 1,213.2 million, or EUR 8.5 million, which represents 47.9% of net earnings for the year 2015.

Corporate Governance

Eimskip’s management is of the opinion that practicing good Corporate Governance is vital for Eimskip and is in the best interests of the shareholders, employees and other stakeholders.

The framework for Corporate Governance practices within Eimskip consists of the provisions of law, the parent company’s Articles of Association, general securities regulations and the Icelandic Corporate Governance Guidelines issued by the Iceland Chamber of Commerce, Nasdaq Iceland and the Confederation of Icelandic Employers. Corporate Governance practices are designed to ensure open and transparent relationship between the Company's management, its Board of Directors, its shareholders and other stakeholders. Further information is provided in the Corporate Governance Statement which is an appendix to these financial statements.

The Corporate Governance in Eimskip is also designed to ensure sound and effective control of the Company´s affairs and a high level of business ethics.

The Company complies with article 63 of the laws of the Icelandic Company's Act whereas the Company's Board of Directors currently consists of three males and two females.

Share capital and articles of association

The nominal value of the Company's issued share capital amounts to ISK 200.0 million of which the Company held treasury shares of ISK 13.4 million at year-end 2015 which is equal to 6.68% of issued shares. The share capital is divided into shares of ISK 1 each with equal rights within a single class of shares listed on the Icelandic Stock Exchange (Nasdaq Iceland). Companies can acquire and hold up to 10% of the nominal value of the their shares according to the Icelandic Company's Act.

The Company's Board of Directors consists of five Directors and two alternate Directors, all elected at the Annual General Meeting. Those who intend to run for the Board of Directors shall notify the Board of Directors of their candidacy at least five days before a shareholders' meeting. The Company's articles of association may only be amended by a lawful shareholders' meeting, as long as the proposal for the amendment is described in the invitation to the meeting. The decision to amend the articles of association will only be valid if it is approved by 2/3 of the votes and approved by shareholders controlling at least 2/3 of the votes represented at the shareholders' meeting.

Endorsement and Statement by the Board of Directors and the CEO

Further information on matters related to the share capital is disclosed in note 14. Additional information on shareholders is provided on the Company's website, www.eimskip.is/investors. The number of shareholders at year-end 2015 was 955 which was a decrease of 146 from the beginning of year.

The Company's twelve largest shareholders at the year-end are the following:

	2015		2014	
Shareholder:	**Number of shares**	**Shares in %**	**Number of shares**	**Shares in %**
1. Yucaipa American Alliance Fund II, LP.*	30,504,030	16.34%	30,504,030	16.34%
2. Lífeyrissjódur verzlunarmanna	28,435,070	15.24%	29,135,070	15.61%
3. Yucaipa American Alliance (Parallel), Fund II LP.*	20,095,970	10.77%	20,095,970	10.77%
4. Lífeyrissjódur starfsmanna ríkisins A-deild**	14,070,000	7.54%	15,745,000	8.44%
5. Gildi - lífeyrissjódur	8,085,462	4.33%	1,132,870	4.11%
6. J.P. Morgan Clearing Corporation	7,672,360	4.11%	7,672,360	3.56%
7. Sameinadi lífeyrissjódurinn	5,611,062	3.01%	5,835,062	3.54%
8. Lífeyrissjódur starfsmanna ríkisins B-deild**	5,125,500	2.75%	6,615,250	3.25%
9. Stapi lífeyrissjódur	5,118,769	2.74%	6,071,324	3.13%
10. Kvika banki hf.	4,083,992	2.19%	3,652,581	1.96%
11. Söfnunarsjódur lífeyrisréttinda	3,252,823	1.74%	2,852,823	1.60%
12. Íslandsbanki hf.	2,942,545	1.58%	1,715,000	1.53%
Other shareholders	51,641,647	27.67%	55,611,890	26.16%
Total outstanding shares	186,639,230	100.00%	186,639,230	100.00%
Treasury shares	13,360,770		13,360,770	
Total issued shares	200,000,000		200,000,000	

*) Yucaipa American Allinance funds with total shareholding of 27.1%

**) Lífeyrissjódur starfsmanna ríkisins with total shareholding of 10.3%

Statement by the Board of Directors and the CEO

The Consolidated Financial Statements of Eimskipafélag Íslands hf. and its subsidiaries (together referred to as "Eimskip" or the "Group") are prepared and presented in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and additional requirements for listed Icelandic companies. The Financial Statements are presented in thousands of EUR.

According to the best of our knowledge, it is our opinion that these annual Consolidated Financial Statements give a true and fair view of the consolidated financial performance of Eimskip for the year 2015, its assets, liabilities and consolidated financial position as at 31 December 2015 and its consolidated cash flows for the year 2015.

Further, in our opinion the Consolidated Financial Statements and the Endorsement by the Board of Directors and the CEO give a fair view of the development and performance of Eimskip's operations and its position and describe the principal risks and uncertainties faced by Eimskip.

The Board of Directors and the CEO have today discussed the Consolidated Financial Statements of Eimskipafélag Íslands hf. for the year 2015 and confirm them by means of their signatures. The Board of Directors and the CEO recommend that the Consolidated Financial Statements will be approved at the Annual General Meeting of Eimskipafélag Íslands hf.

Reykjavík, 25 February 2016

Board of Directors:
Richard Winston Mark d'Abo, Chairman
Víglundur Thorsteinsson
Hrund Rudolfsdóttir
Helga Melkorka Óttarsdóttir
Lárus L. Blöndal

CEO:
Gylfi Sigfússon

Independent Auditors' Report

To the Board of Directors and Shareholders of Eimskipafélag Íslands hf.

We have audited the accompanying Consolidated Financial Statements of Eimskipafélag Íslands hf., which comprise the Consolidated Statement of Financial Position as at 31 December 2015, the consolidated income statement and statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

The Board of Directors' and the CEO's Responsibility for the Consolidated Financial Statements

The Board of Directors and the CEO are responsible for the preparation and fair presentation of these Consolidated Financial Statements in accordance with International Financial Reporting Standards as adopted by the EU and additional Icelandic disclosure requirements for financial statements of listed companies and for such internal control as they determine is necessary to enable the preparation of Consolidated Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the Consolidated Financial Statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Consolidated Financial Statements.

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

Opinion

In our opinion, the Consolidated Financial Statements give a true and fair view of the consolidated financial position of Eimskipafélag Íslands hf. as at 31 December 2015, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU and additional Icelandic disclosure requirements for financial statements of listed companies.

Report on the Board of Directors report

Pursuant to the legal requirement under Article 104, Paragraph 2 of the Icelandic Financial Statement Act No. 3/2006, we confirm that, to the best of our knowledge, the report of the Board of Directors accompanying the consolidated financial statements includes the information required by the Financial Statement Act if not disclosed elsewhere in the Consolidated Financial Statements.

Reykjavík, 25 February 2016

KPMG ehf.

Ólafur Már Ólafsson
Sæmundur Valdimarsson

Consolidated Income Statement for the year 2015

	Notes	2015	2014
Revenue			
Operating revenue	4	499,581	451,555
Expenses			
Operating expenses	4	358,325	331,544
Salaries and related expenses	5	96,059	81,469
		454,384	413,013
Operating profit, EBITDA		45,197	38,542
Depreciation and amortization	8,9	(24,729)	(23,195)
Results from operating activities, EBIT		20,468	15,347
Finance income		686	881
Finance expense		(3,788)	(3,075)
Net foreign currency exchange gain		3,521	2,785
Net finance income	6	419	591
Share of earnings of associated companies	11	331	229
Net earnings before income tax		21,218	16,167
Income tax	7	(3,416)	(2,560)
Net earnings for the year		17,802	13,607
Net earnings for the year attributable to:			
Equity holders of the Company		17,343	13,477
Non-controlling interest		459	130
		17,802	13,607
Earnings per share:			
Basic and diluted earnings per share (EUR per share)	15	0.0929	0.0722

The notes on pages 13 to 33 are an integral part of these Consolidated Financial Statements.

Consolidated Financial Statements of Eimskipafélag Íslands hf. 2015 7 Amounts are in thousands of EUR

Consolidated Statement of Comprehensive Income for the year 2015

	Notes	2015	2014
Net earnings for the year		17,802	13,607
Other comprehensive income:			
Items that may subsequently be reclassified to the income statement			
Foreign currency translation difference of foreign operations		127	192
Total comprehensive income for the year		17,929	13,799
Total comprehensive income for the year attributable to:			
Equity holders of the Company		17,384	13,505
Non-controlling interest		545	294
		17,929	13,799

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Consolidated Statement of Financial Position as at 31 December 2015

	Notes	2015	2014
Assets:			
Property, vessels and equipment	8	198,312	185,384
Intangible assets	9,10	26,209	19,383
Investment in associated companies	11	2,609	2,348
Unlisted shares		127	90
Deferred tax assets	12	6,023	7,073
Total non-current assets		233,280	214,278
Inventories		1,983	2,563
Trade and other receivables	13,18	83,911	75,660
Cash and cash equivalents		35,983	39,539
Total current assets		121,877	117,762
Total assets		355,157	332,040
Equity:			
Share capital		1,165	1,165
Share premium		154,726	154,726
Translation reserve		(2,289)	(2,330)
Retained earnings		70,781	59,729
Total equity attributable to equity holders of the parent company	14	224,383	213,290
Non-controlling interest		3,741	3,182
Total equity		228,124	216,472
Liabilities:			
Loans and borrowings	16	54,999	49,578
Deferred tax liability	12	551	326
Total non-current liabilities		55,550	49,904
Loans and borrowings	16	16,402	14,854
Trade and other payables	17	55,081	50,810
Total current liabilities		71,483	65,664
Total liabilities		127,033	115,568
Total equity and liabilities		355,157	332,040

The notes on pages 13 to 33 are an integral part of these Consolidated Financial Statements.

Consolidated Financial Statements of Eimskipafélag Íslands hf. 2015 9 Amounts are in thousands of EUR

Consolidated Statement of Changes in Equity
for the year ended 31 December 2015

	Share capital	Share premium	Trans-lation reserve	Retained earnings	Total	Non-controlling interest	Total equity
	Attributable to equity holders of the Company						
Changes in Equity 2014:							
Equity at 1 January 2014	1,211	154,680	(2,358)	49,296	202,829	2,942	205,771
Treasury shares received	(46)	46			0		0
Reversal of prior year dividend of treasury shares received				81	81		81
Dividend paid (0.0167 EUR per share)				(3,125)	(3,125)		(3,125)
Other changes in non-controlling interest					0	(54)	(54)
Total comprehensive income for the year			28	13,477	13,505	294	13,799
Equity at 31 December 2014	1,165	154,726	(2,330)	59,729	213,290	3,182	216,472
Changes in Equity 2015:							
Equity at 1 January 2015	1,165	154,726	(2,330)	59,729	213,290	3,182	216,472
Dividend paid (0.0337 EUR per share)				(6,291)	(6,291)		(6,291)
Other changes in non-controlling interest					0	14	14
Total comprehensive income for the year			41	17,343	17,384	545	17,929
Equity at 31 December 2015	1,165	154,726	(2,289)	70,781	224,383	3,741	228,124

The notes on pages 13 to 33 are an integral part of these Consolidated Financial Statements.

Consolidated Financial Statements of Eimskipafélag Íslands hf. 2015 10 Amounts are in thousands of EUR

Consolidated Statement of Cash Flows
for the year ended 31 December 2015

	Notes	2015	2014
Cash flows from operating activities:			
Net earnings for the year		17,802	13,607
Adjustments for:			
Depreciation and amortization	8,9	24,729	23,195
Net finance income	6	(419)	(591)
Share of earnings of associated companies	11	(331)	(229)
Change in deferred taxes	7,12	1,246	949
Other changes		(3,360)	(475)
		39,667	36,456
Changes in current assets and liabilities:			
Inventories, change		634	157
Receivables, change		(3,815)	(4,813)
Payables, change		4,914	2,570
Change in current assets and liabilities		1,733	(2,086)
Interest paid		(3,684)	(3,162)
Interest received		506	919
Taxes paid		(865)	(524)
Net cash from operating activities		37,357	31,603
Cash flows used in investing activities:			
Acquisition of property, vessels and equipment	8,9	(40,940)	(17,174)
Acquisition of intangible assets		(3,956)	(1,439)
Proceeds from the sale of property, vessels and equipment		16,539	1,050
Investment in subsidiaries net of cash acquired		(7,011)	0
Dividend received		162	0
Investment in associated company	11	0	(770)
Unlisted shares, change		0	22
Net cash used in investing activities		(35,206)	(18,311)
Cash flows used in financing activities:			
Dividend paid		(6,291)	(3,125)
Changes in non-controlling interest		14	(54)
Proceeds from non-current loans and borrowings		19,824	10,601
Repayment of non-current loans and borrowings		(18,720)	(7,994)
Net cash used in financing activities		(5,173)	(572)
Changes in cash and cash equivalents		(3,022)	12,720
Cash and cash equivalents at the beginning of the year		39,539	26,370
Effects of exchange rate fluctuations on cash held		(534)	449
Cash and cash equivalents at year-end		35,983	39,539
Investing and financing activities not affecting cash flows:			
Aquisition of property, vessels, equipment and intangible assets	8,9	(3,363)	(1,849)
Proceeds from non-current loans and borrowings		3,363	1,849

The notes on pages 13 to 33 are an integral part of these Consolidated Financial Statements.

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Notes to the Consolidated Financial Statements

1. Reporting entity

Eimskipafélag Íslands hf. (the “Company” or the "Parent Company") is a public limited liability company domiciled in Iceland. The address of the Company's registered office is Korngardar 2, 104 Reykjavík. The Consolidated Financial Statements of the Company for the year ended 31 December 2015 comprise the Company and its subsidiaries (together referred to as "Eimskip” or the "Group") and Eimskip's interest in associated companies. The Parent Company is an investment company focused on investments in shipping and logistic services. The Company's shares are listed on Nasdaq Iceland.

2. Basis of accounting

a. Statement of compliance

The Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

The financial statements were approved and authorized for issue by the Company's Board of Directors on 25 February 2016.

b. Basis of measurement

The Consolidated Financial Statements have been prepared on the historical cost basis. The methods used to measure fair values for disclosure purposes are discussed in note 3.

c. Functional and presentation currency

These Consolidated Financial Statements are presented in EUR, which is the Company’s functional currency. All financial information presented in EUR has been rounded to the nearest thousand unless otherwise indicated.

d. Use of estimates and judgements

The preparation of the Consolidated Financial Statements in conformity with IFRS 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. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognized in the financial statements are described in the following notes:

Note 12 – Measure of the recoverable amounts of deferred tax assets
Note 13 – Trade and other receivables

3. Measurement of fair values

A number of the Group’s accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair values have been measured for measurement and/or disclosure purposes based on the present value of future cash flows, discounted at the market rate of interest at the reporting date. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability. These fair values are measured for disclosure purposes.

4. Segment reporting

Business segments

Eimskip has two reportable segments, as described below, which are Eimskip's strategic business units. The strategic business units offer different products and services on different markets and are managed separately. The segment reporting is based on an internal reporting function of Eimskip. The following summary describes the operations in each of Eimskip's reportable segments:

Liner services: The main emphasis in Eimskip's operations is the sale of transportation of goods to and from Iceland, Norway and the Faroe Islands through its service routes in the North Atlantic. These services include sea transportation, trucking, warehousing and logistic services.

Forwarding services: The second segment represents transportation solutions outside Eimskip's own operating system, utilizing the global network of Eimskip's offices and associates, mainly in the reefer sector.

4. Segment reporting, continued

Business segments

	Liner services	Forwarding services	Consolidated
For the year 2015			
Revenue, external	358,026	141,555	499,581
Inter-segment revenue	28,557	37,570	66,127
Total	386,583	179,125	565,708
Expenses, external	(313,187)	(141,197)	(454,384)
Inter-segment expense	(37,570)	(28,557)	(66,127)
EBITDA	35,826	9,371	45,197
Depreciation and amortization	(23,219)	(1,510)	(24,729)
EBIT	12,607	7,861	20,468
Net finance income	(59)	478	419
Share of earnings of associated companies	152	179	331
Income tax	(550)	(2,866)	(3,416)
Net earnings for the year	12,150	5,652	17,802
Segment assets	298,129	57,028	355,157
Segment liabilities	98,286	28,747	127,033
Capital expenditure	45,517	2,742	48,259
For the year 2014			
Revenue, external	330,588	120,967	451,555
Inter-segment revenue	28,961	32,936	61,897
Total	359,549	153,903	513,452
Expenses, external	(293,886)	(119,127)	(413,013)
Inter-segment expense	(32,936)	(28,961)	(61,897)
EBITDA	32,727	5,815	38,542
Depreciation and amortization	(21,899)	(1,296)	(23,195)
EBIT	10,828	4,519	15,347
Net finance income	358	233	591
Share of earnings of associated companies	212	17	229
Income tax	(710)	(1,850)	(2,560)
Net earnings for the year	10,688	2,919	13,607
Segment assets	278,360	53,680	332,040
Segment liabilities	90,705	24,863	115,568
Capital expenditure	19,632	830	20,462

Geographical segments

In presenting information on the basis of geographical segments, segment revenue and assets are based on the geographical location of assets.

	North Atlantic	Other territories	Consolidated
For the year 2015			
Revenue, external	446,977	52,604	499,581
Segment assets	335,418	19,739	355,157
Capital expenditure	48,259	0	48,259
For the year 2014			
Revenue, external	395,995	55,560	451,555
Segment assets	311,345	20,695	332,040
Capital expenditure	20,449	13	20,462

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Notes

5. Salaries and related expenses

Salaries and related expenses are specified as follows:

	2015	2014
Salaries	78,753	67,255
Defined pension contribution plan	6,409	5,569
Other related expenses	10,897	8,645
Salaries and related expenses	96,059	81,469
Average number of full-time equivalents during the year	1,512	1,397
Average number of employees	1,545	1,420
Number of employees at year-end	1,576	1,431

6. Finance income and expense

Finance income is specified as follows:

	2015	2014
Interest income	631	832
Dividend received	55	49
Finance income	686	881

Finance expense is specified as follows:

	2015	2014
Interest on long-term loans	(2,970)	(2,329)
Other finance expense	(818)	(746)
Finance expense	(3,788)	(3,075)
Net foreign currency exchange gain	3,521	2,785
Net finance income	419	591

7. Income tax

(i) Income tax recognized in the income statement:

	2015	2014
Current tax expense:		
Current period	2,188	1,488
Deferred tax:		
Origination and reversal of temporary differences	1,307	1,018
Other changes	(79)	54
	1,228	1,072
Total income tax	3,416	2,560

(ii) Reconciliation of effective income tax rate:

	2015		2014	
Net earnings before income tax		21,218		16,167
Income tax using the Company's domestic tax rate	20.0%	4,244	20.0%	3,233
Effect of tax rates in foreign jurisdictions	(5.6%)	(1,179)	(11.8%)	(1,914)
Tax losses not recognized as deferred tax asset	0.0%	0	6.4%	1,034
Under / over provided in previous years	0.0%	1	0.3%	56
Other changes	1.6%	350	0.9%	151
Effective income tax rate	16.1%	3,416	15.8%	2,560

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8. Property, vessels and equipment

Property, vessels and equipment are specified as follows:

	Land and buildings	Vessels	Vessels under construction	Containers and equipment	Total
Cost					
Balance at 1 January 2014	70,626	97,255	23,979	70,958	262,818
Reclassification of assets	25	16,582	(16,582)	(16)	9
Additions	356	1,933	4,013	12,721	19,023
Disposals	(55)	0	0	(2,370)	(2,425)
Currency adjustments	(49)	795	0	323	1,069
Balance at 31 December 2014	70,903	116,565	11,410	81,616	280,494
Balance at 1 January 2015	70,903	116,565	11,410	81,616	280,494
Reclassification of assets	487	0	0	(501)	(14)
Additions in acquisition	0	2,660	0	325	2,985
Additions	1,301	8,584	444	33,974	44,303
Disposals	(382)	0	(11,854)	(4,663)	(16,899)
Currency adjustments	(214)	1,463	0	73	1,322
Balance at 31 December 2015	72,095	129,272	0	110,824	312,191
Depreciation					
Balance at 1 January 2014	12,348	36,076	0	27,923	76,347
Disposals	(55)	0	0	(1,841)	(1,896)
Depreciation	3,036	7,810	0	9,928	20,774
Currency adjustments	(114)	(168)	0	167	(115)
Balance at 31 December 2014	15,215	43,718	0	36,177	95,110
Balance at 1 January 2015	15,215	43,718	0	36,177	95,110
Additions in acquisition	0	507	0	162	669
Disposals	(346)	0	0	(3,192)	(3,538)
Depreciation	3,021	8,472	0	10,551	22,044
Currency adjustments	(327)	(111)	0	32	(406)
Balance at 31 December 2015	17,563	52,586	0	43,730	113,879
Carrying amounts					
At 1 January 2014	58,278	61,179	23,979	43,035	186,471
At 31 December 2014	55,688	72,847	11,410	45,439	185,384
At 31 December 2015	54,532	76,686	0	67,094	198,312

On 31 August 2015 the Company cancelled its building project of 875 teus container vessel in China. Due to the cancellation the Company received on 13 October 2015 a cash payment based on a bank guarantee of USD 16.1 million, equal to EUR 14.1 million. Eimskip had capitalized EUR 12.1 million for the vessel construction. The difference between the refund and capitalized amount is EUR 2.0 million and is recorded as operating revenue in the Consolidated Income Statement.

Finance leases

As part of Eimskip's activities, customary leasing agreements are entered into, especially with regard to the chartering of vessels and leasing of containers and other equipment. In some cases, the leasing agreements comprise purchase options and options for extension of the lease term. In the Consolidated Financial Statements, assets held under finance leases are recognized in the same way as owned assets. The carrying amount of assets under finance leases at year end 2015 amounted to EUR 7.4 million (2014: EUR 7.2 million). The commitment according to the lease agreements at the same time amounted to EUR 5.6 million (2014: EUR 5.6 million). The assets held under finance leases are all equipment.

Some uncertainty prevailed regarding the Eimskip’s non ISK finance lease agreements that where transferred from A1988 hf. in relation to the composition agreement in the year 2009. The matter has been closed with no effect on the financial results.

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8. Property, vessels and equipment, continued

Pledges

Property, vessels and equipment with a carrying amount of EUR 73.2 million (2014: EUR 75.4 million) have been pledged as security for loans amounting to EUR 71.4 million (2014: EUR 64.4 million) at year-end.

Borrowing costs

Borrowing costs amounting to EUR 0.2 million with an interest rate of 3.51% have been capitalized due to vessels under construction. (2014: EUR 0.6 million)

9. Intangible assets

Intangible assets and amortization are specified as follows:

Cost	Goodwill	Brand name	Software	Market and customer related	Total
Balance at 1 January 2014	0	14,003	13,546	3,466	31,015
Reclassification of assets	0	0	(9)	0	(9)
Additions	0	0	1,439	0	1,439
Currency adjustments	0	0	30	0	30
Balance at 31 December 2014	0	14,003	15,006	3,466	32,475
Balance at 1 January 2015	0	14,003	15,006	3,466	32,475
Reclassification of assets	0	0	14	0	14
Purchase price allocation	2,894	1,190	0	1,788	5,872
Additions	0	0	2,264	1,692	3,956
Currency adjustments	(53)	(73)	18	(208)	(316)
Balance at 31 December 2015	2,841	15,120	17,302	6,738	42,001
Amortization					
Balance at 1 January 2014	0	0	9,563	1,080	10,643
Amortization	0	0	2,074	347	2,421
Currency adjustments	0	0	28	0	28
Balance at 31 December 2014	0	0	11,665	1,427	13,092
Balance at 1 January 2015	0	0	11,665	1,427	13,092
Amortization	0	0	2,197	488	2,685
Currency adjustments	0	0	17	(2)	15
Balance at 31 December 2015	0	0	13,879	1,913	15,792
Carrying amounts					
At 1 January 2014	0	14,003	3,983	2,386	20,372
At 31 December 2014	0	14,003	3,341	2,039	19,383
At 31 December 2015	2,841	15,120	3,423	4,825	26,209

Amortization

Intangible assets other than goodwill and brand names are stated at cost less accumulated amortization.

The carrying amount of goodwill and brand names is stated at allocated amount and is tested annually for impairment. No impairment has been recognized.

10. Investment in subsidiaries

During the year the Group acquired the company Sæferdir ehf., Jac. Meisner Internationaal Expeditiebedrijf B.V. and Cargocan Agency Ltd. The acquisitions were accounted for by applying the purchase method. Pre-acquisition carrying amounts were determined based on applicable IFRS standards immediately before the acquisition. The values of assets and liabilities recognized on acquisition are their estimated fair values. Purchase price allocation of calculated goodwill on acquisition has been finalized for Jac. Meisner Internationaal Expeditiebedrijf B.V. and Cargocan Agency Ltd.

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10. Investment in subsidiaries, continued

	Pre-acquisition carrying amounts	Fair value adjustment	Recognized values on acquisition
Property, vessels and equipment	2,386		2,386
Intangible assets	0	2,978	2,978
Goodwill	0	915	915
Unlisted shares	39		39
Inventories	74		74
Trade and other receivables	2,919		2,919
Cash and cash equivalents	1,195		1,195
Deferred tax liability	(49)		(49)
Interest-bearing borrowings	(1,609)		(1,609)
Trade and other payables	(2,622)		(2,622)
Net identifiable assets and libilities	2,333	3,893	6,226
Calculated goodwill on acquisition	5,872	(3,893)	1,979
Total purchase price on acqusition	8,205	0	8,205

11. Investment in associated companies

Eimskip has interests in a number of individually immaterial associates. The ownership percentage, carrying amounts and share of earnings of associates is specified as follows:

	Ownership	Share in profit 2015	Share in profit 2014	Book value 2015	Book value 2014
Qingdao Port Eimskip Coldchain Log. Co. Ltd., China	30.0%	179	17	1,036	816
Truenorth Ísland ehf., Iceland	31.9%	87	156	703	716
P/F í Áninum, The Faroe Islands	50.0%	41	44	688	648
Hammerfest Fryseterminal AS, Norway	20.5%	24	12	182	168
		331	229	2,609	2,348

12. Deferred tax assets and liabilities

Recognized deferred tax assets and liabilities

	Assets	Liabilities	Net
2015			
Property, vessels and equipment	640	(732)	(92)
Intangible assets	4	(193)	(189)
Current assets	1,574	(7)	1,567
Current liabilities	26	10	36
Other	4	(599)	(595)
Tax loss carried-forward	4,745	0	4,745
Total tax assets (liabilities)	6,993	(1,521)	5,472
Set off tax	(970)	970	0
Net tax assets	6,023	(551)	5,472
2014			
Property, vessels and equipment	787	(445)	342
Intangible assets	382	(6)	376
Current assets	1,239	(1)	1,238
Current liabilities	3	0	3
Other	29	(463)	(434)
Tax loss carried-forward	5,222	0	5,222
Total tax assets (liabilities)	7,662	(915)	6,747
Set off tax	(589)	589	0
Net tax assets	7,073	(326)	6,747

The Group has tax losses carried-forward that have not been recognized. If those tax losses carried-forward would be recognized, deferred tax asset would increase by 1.4 million EUR (2014: 1.6 million).

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13. Trade and other receivables

Trade and other receivables are specified as follows:	2015	2014
Trade receivables	77,859	69,567
Restricted cash	1,763	1,752
Other receivables	4,289	4,341
Trade and other receivables total	83,911	75,660

Restricted cash consists of deposits for guarantees issued by Eimskipafélag Íslands hf. on behalf of its subsidiaries for, among other, tax authorities, customs, port authorities and leases of office buildings.

Allowance for impairment losses of trade receivables are specified as follows:	2015	2014
Balance at beginning of year	(7,349)	(6,508)
Write-offs	594	642
Changes in allowance for impairment losses	(2,491)	(1,483)
Balance at year-end	(9,246)	(7,349)

14. Capital and reserves

Share capital

The Company's capital stock is nominated in Icelandic króna (ISK). The nominal value of each share is ISK 1 and one vote is attached to each share. Total authorized and issued shares were 200,000,000 both at the beginning and at the end of the year.

Total outstanding shares were 194,081,180 at the beginning of year 2014. In March 2014, 7,441,950 shares were transferred to Eimskip from A1988 hf. and therefore total outstanding shares were 186,639,230 at the year-end. The EUR amount of capital stock was 1.2 million at year-end 2015.

Shares issued to A1988 hf.

According to the composition agreement for A1988 hf., finalized in 2009, a 4.2% shareholding in Eimskipafélag Íslands hf. was not distributed to creditors but reserved for A1988 hf. to satisfy contingent claims that might arise in coming periods resulting from events prior to the composition agreement. The shares do not have voting rights attached to them.

If the value of the shares exceeds the contingent claims accepted by A1988 hf. in accordance with the composition agreement, the remaining shares will be transferred to Eimskipafélag Íslands hf. without any compensation. These shares are not recognized in the statement of financial position at year-end. To date, no material unrecorded contingent claims have been accepted by A1988 hf.

A1988 hf. still holds 1,000,000 shares which corresponds to 0.5% of the total share capital of Eimskip.

Share premium

Share premium represents excess of payment above nominal value that shareholders have paid for shares sold by the Company. The balance of the share premium account can be used to offset losses not covered by other reserves or to offset stock splits.

Translation reserve

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

Dividend

Shareholders are entitled to receive dividend as declared from time to time. According to a resolution made on the Company's 2015 Annual General Meeting, dividend in the amount of EUR 6.2 million or ISK 5.00 per share, was paid to shareholders, which represented 45.7% of the Company's profits for the year 2014.

According to a resolution made on the Company's 2014 Annual General Meeting, dividend in the amount of EUR 3.1 million or 2.60 ISK per share, was paid to shareholders, which represented 30% of the Company's profits for the year 2013.

According to a resolution made on the Company's 2013 Annual General Meeting, a dividend of EUR 2.7 million or 2.1 ISK per share was paid out to shareholders, which represented 20% of the Company's profits for the year 2012.

The Board of Directors proposes a dividend payment to shareholders in 2016 in the amount of ISK 6.50 per share. The proposed dividend payment is ISK 1,213.2 million, or EUR 8.5 million, which represents 47.9% of net earnings for the year 2015. Treasury shares are not entitled to receive dividend.

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15. Earnings per share

Basic and diluted earnings per share

The calculation of basic earnings per share was based on earnings attributable to shareholders and a weighted average number of shares outstanding during the year. Diluted earnings per share is equal to earnings per share whereas Eimskip has not issued convertible bonds nor granted stock options. Calculations are as follows:

	2015	2014
Net earnings attributable to equity holders of the Company	17,343	13,477
Number of issued shares at 1 January	200,000	200,000
Effect of treasury shares	(13,361)	(13,361)
Weighted average number of outstanding shares at 31 December	186,639	186,639
Basic and diluted earnings per share (EUR)	0.0929	0.0722

16. Loans and borrowings

This note provides information on the contractual terms of Eimskip's interest bearing loans and borrowings. For more information about Eimskip’s exposure to foreign currency risk, see note 17:

Non-current loans and borrowings consist of the following:

	2015	2014
Secured bank loans	65,273	59,070
Finance lease liabilities	6,128	5,362
Total non-current loans and borrowings	71,401	64,432

Secured bank loans

Secured bank loans are payable as follows:	2015 Nominal interest	2015 Carrying amount	2014 Nominal interest	2014 Carrying amount
Loans in EUR	3.0%	44,284	3.8%	38,595
Loans in USD	2.6%	10,165	2.7%	11,284
Loans in ISK	7.1%	9,794	7.2%	7,370
Loans in other currencies	-	1,030	-	1,821
Total secured bank loans		65,273		59,070
Current maturities		(12,806)		(12,789)
Short-term borrowings	*	(897)		0
Total non-current secured bank loans		51,570		46,281

Aggregated annual maturities are as follows:

	2015	2014
On demand or within 12 months	13,703	12,789
12 - 24 months	5,485	11,867
24 - 36 months	5,390	4,172
36 - 48 months	5,361	4,172
48 - 60 months	3,878	4,146
After 60 months	31,456	21,924
Total secured bank loans	65,273	59,070

* Short-term borrowings that are classified as current liabilities mainly consist of an operational credit-line and an overdraft facility.

Finance lease liabilities

Finance lease liabilities are payable as follows:	2015 Minimum lease payments	2015 Principal	2014 Minimum lease payments	2014 Principal
Less than one year	2,849	2,699	2,110	2,065
Between one and five years	3,625	3,429	3,522	3,297
Total	6,474	6,128	5,632	5,362

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17. Trade and other payables

Trade and other payables are attributable to the following:	2015	2014
Trade payables	33,908	32,448
Income tax payable	749	753
Other payables	20,424	17,609
Total	55,081	50,810

18. Financial risk management

Overview

Eimskip has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk
- operational risk

This note presents information about Eimskip's exposure to each of the above risks, Eimskip's objectives, policies and processes for measuring and managing risk, and Eimskip's management of capital. Further quantitative disclosures are included throughout these Consolidated Financial Statements.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of Eimskip's risk management framework.

Eimskip's risk management policies are established to identify and analyze the risks faced by Eimskip, 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 Eimskip's activities. Eimskip, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board of Directors oversees how management monitors compliance with Eimskip's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by Eimskip.

(i) Credit risk

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

Trade and other receivables

Eimskip's exposure to credit risk is influenced mainly by the individual characteristics of each customer. No single customer accounts for more than 10% of Eimskip's revenue from sales transactions. Geographically, there is some concentration of credit risk.

Eimskip has established a credit policy under which each new customer is analyzed individually for creditworthiness before Eimskip's standard payment and delivery term and conditions are offered. Eimskip's review includes external ratings, when available, and in some cases bank references. Customers that fail to meet Eimskip's benchmark creditworthiness may transact with Eimskip only on a prepayment basis.

Goods that are shipped or transported may be with-held until payment for service rendered has been received. Eimskip usually does not require collateral in respect to trade and other receivable.

Eimskip establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets.

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18. Financial risk management, continued

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

	Note	2015 Carrying amount	2014 Carrying amount
Trade and other receivables	12	83,911	75,660
Cash and cash equivalents		35,983	39,539
Total		119,894	115,199

The maximum exposure to credit risk for trade and other receivables at the reporting date by geographic region was as follows:

	Carrying amount	Carrying amount
North Atlantic	71,491	60,287
Other regions	12,420	15,373
Total	83,911	75,660

Impairment risk

The aging of trade receivables at the reporting date was as follows:

	Gross 2015	Impairment 2015	Gross 2014	Impairment 2014
Not past due	61,038	(171)	54,142	(175)
Past due 1 - 90 days	20,737	(2,411)	19,650	(1,159)
Past due 91 - 180 days	4,161	(2,007)	3,689	(1,487)
More than 180 days	7,221	(4,657)	5,528	(4,528)
Total	93,157	(9,246)	83,009	(7,349)

(ii) Liquidity risk

Liquidity risk is the risk that Eimskip will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. Eimskip'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 Eimskip's reputation.

The following are the contractual maturities of financial liabilities, including estimated interest payments:

Financial liabilities	Carrying amount	Contractual cash flow	Less than 1 year	1 - 2 years	2 - 5 years	More than 5 years
31.12.2015						
Secured bank loans	65,273	77,006	16,491	6,869	6,705	46,941
Finance lease liabilities	6,128	6,690	3,015	2,255	945	474
Trade and other payables	55,081	55,081	55,081	0	0	0
Total	126,482	138,777	74,587	9,124	7,650	47,415
31.12.2014						
Secured bank loans	59,070	69,471	14,819	13,244	15,563	25,846
Finance lease liabilities	5,362	5,826	2,592	1,897	1,337	0
Trade and other payables	50,810	50,810	50,810	0	0	0
Total	115,242	126,107	68,221	15,141	16,900	25,846

Cash flows included in the maturity analysis are not expected to occur significantly earlier, or at significantly different amounts.

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18. Financial risk management, continued

(iii) Market risk

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

The Group is exposed to currency risk on sales, purchases and borrowings that are denominated in currencies other than the respective functional currencies of the Group entities. At year-end 2015 the primary risks are attached to the US Dollar (USD), the Chinese Yuan (RMB) and the Japaneses Yen (JPY) but also the Icelandic Krona (ISK) as can be seen in the table below.

Exposure to currency risk

Eimskip's exposure to foreign currency risk is as follows based on notional amounts:

31 December 2015	USD	ISK	RMB	JPY	Other
Trade and other receivables	11,100	19,340	6,367	1,159	5,289
Cash and cash equivalents	11,063	(354)	695	16	3,361
Loans and borrowings	(15)	(12,308)	0	(198)	(281)
Trade and other payables	(2,922)	(16,265)	(6,067)	(4)	(4,122)
Net balance sheet exposure	19,226	(9,587)	995	973	4,247

31 December 2014	USD	ISK	RMB	JPY	Other
Trade and other receivables	11,070	18,239	4,692	709	3,886
Cash and cash equivalents	4,683	895	460	4	1,778
Loans and borrowings	(848)	(11,915)	(264)	0	(77)
Trade and other payables	(4,478)	(13,826)	(5,781)	(5)	(4,191)
Net balance sheet exposure	10,427	(6,607)	(893)	708	1,396

The following significant exchange rates were applied during the year:

	Average rate		Reporting date spot rate	
EUR:	**2015**	**2014**	**2015**	**2014**
USD	1.1094	1.3262	1.0887	1.2141
ISK	146.3516	154.8383	141.3000	154.2500
RMB	6.9696	8.1692	7.0608	7.5358
JPY	134.2860	140.2534	131.0700	145.2300
PLN	4.1812	4.1843	4.2639	4.2732
DKK	7.4589	7.4548	7.4626	7.4453

Sensitivity analysis

A 10% strengthening of the EUR against the following currencies at 31 December would have changed result after income tax by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis was performed on the same basis for the year 2014.

	2015	2014
USD	(1,499)	(807)
ISK	374	528
RMB	(73)	51
JPY	(78)	(57)
PLN	(66)	(28)
DKK	(80)	(38)

A 10% weakening of the EUR against the above currencies would have had the equal but opposite effect on the above currencies to the amounts shown above on the basis that all other variables remain constant.

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18. Financial risk management, continued

Interest rate risk

At the reporting date the interest rate profile of Eimskip's interest bearing financial instruments was:

	Carrying amount	
	2015	**2014**
Variable rate instruments		
Financial assets	35,983	39,539
Financial liabilities	(71,401)	(64,432)
Net exposure	(35,418)	(24,893)

A change of 100 basis points in interest rates at the reporting date would increase (decrease) result after income tax by EUR 174 thousand (2014: EUR 217 thousand). This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis was performed on the same basis for the year 2014.

Eimskip does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

(iv) Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with Eimskip’s processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behavior. Operational risks arise from all of Eimskip’s operations.

Eimskip manages operational risk in order to avoid financial losses and damage to Eimskip’s reputation. When managing this risk, overall cost effectiveness and avoidance of control procedures that restrict initiative and creativity are considered.

The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management within each business unit.

Capital management

Eimskip's policy is to maintain a strong capital base to maintain investor, creditor and market confidence and to sustain future development of the business.

For the purposes of managing capital, management monitors the equity ratio and the net debt to equity ratio. The goal is to maintain both a strong equity ratio and a strong ratio of net debt to EBITDA.

(i) Equity ratio	**2015**	**2014**
Total equity	228,124	216,472
Total balance sheet capital	355,157	332,040
Equity ratio	64.23%	65.19%

(ii) Net debt to EBITDA ratio

Total interest-bearing debt	71,401	64,432
Cash and cash equivalents	(35,983)	(39,539)
Net debt	35,418	24,893
EBITDA	45,197	38,542
Net debt / EBITDA	0.78	0.65

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19. Commitments

Operating lease commitments

	2015	**2014**
Non-cancellable operating lease commitments are payable as follows:		
Less than one year	3,918	3,684
Between one and five years	4,699	4,571
More than five years	1,120	348
Total operating lease commitments	9,737	8,603

Eimskip leases vessels, real estate, trucks, equipment and containers under operating leases. The leases generally run for a period of six months to six years.

Capital commitments

In 2011 Eimskip entered into an agreement with a Chinese shipbuilding company for the building of two new container vessels. The first vessel, Lagarfoss, was delivered in the second quarter of 2014. The process of building the second vessel was not proceeding according to plan and on 31 August 2015 the Company decided to cancel the vessel building project. The Company received on 13 October 2015 a cash payment based on a bank guarantee in the amount of USD 16.1 million, equal to EUR 14.1 million. The Company had capitalized EUR 12.1 million for the vessel construction. The difference between the refund and the capitalized amount was EUR 2.0 million and was recognized as operating revenue. The amount is considered as a gain on disposal of assets and indemnity which is recorded as operating revenue.

20. Related parties

The Company's largest shareholders Yucaipa American Alliance Fund II LP, with 16.34% shareholding, Lífeyrissjódur verzlunarmanna with 15.24% shareholding and Yucaipa American Alliance (Parallel) Fund II LP with 10.77% shareholding of outstanding shares are considered related parties as well as subsidiaries and key management personell (see note 21). Intercompany transactions with subsidiaries are eliminated in the consolidation.

During the year there were no transactions nor other outstanding balances at year-end with the three major shareholders nor with associated companies.

During the year there were no transactions nor outstanding balances at year-end with the management.

Fee paid to the Board of Directors

	Fee		**Shares at year-end***	
	2015	**2014**	**2015**	**2014**
Richard Winston Mark d'Abo, Chairman ***	45	38	0	0
Víglundur Thorsteinsson, Vice-Chairman	34	28	0	0
Helga Melkorka Óttarsdóttir, Board Member	25	22	0	0
Hrund Rudolfsdóttir, Board Member	34	29	0	0
Lárus L. Blöndal, Board Member	34	23	3,190	3,190
Marc Jason Smernoff, Alternate of the Board ***	22	15	0	0
Gunnar Karl Gudmundsson, former Vice-Chairman	0	7	0	0

Salaries and benefits paid to Executive Management

2015	**Base salary**	**Other ****	**Shares at year-end***
Gylfi Sigfússon, CEO	420	99	9,615
Hilmar Pétur Valgardsson, CFO	254	43	9,616
Bragi Thór Marinósson, EVP International	201	79	2,404
Gudmundur Nikulásson, VP Iceland domestic	150	38	4,808
Ásbjörn Skúlason, VP Liner and vessel operation	150	35	2,404
Matthías Matthíasson, VP Sales & services	150	35	9,615

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20. Related parties, continued

2014	Base salary	Other **	Shares at year-end*
Gylfi Sigfússon, CEO	362	108	9,615
Hilmar Pétur Valgardsson, CFO	232	42	9,616
Bragi Thór Marinósson, EVP International	184	72	2,404
Gudmundur Nikulásson, VP Iceland domestic	137	33	4,808
Ásbjörn Skúlason, VP Liner and vessel operation	137	34	2,404
Matthías Matthíasson, VP Sales & services	137	28	9,615

* Number of shares held directly by Board of Directors and Executive Management or parties related to them.
** Cash incentives, travel allowance, pension contributions and car benefits.
*** These Board members are not independent of Yucaipa Funds which owns in total 50.6 million shares in the Company. The board fee for these Board members has been accrued but not paid.

21. Group entities

At year-end the Company owned directly nine subsidiaries that are all included in the consolidation. During the year the Company acquired the company Sæferdir ehf. and subsidiaries of the Company acquired the companies Jac. Meisner Internationaal Expeditiebedrijf B.V. and Cargocan Agency Ltd., the cold storage operation of St. Anthony Cold Storage Ltd. and established the joint venture Eimskip & KCie GmbH & Co. KG. The companies acquired are included in the Consolidated Financial Statements and have an immaterial effect. The direct subsidiaries owned 50 subsidiaries at year-end. The Company holds the majority of voting power in all of its subsidiaries. Assets, liabilities, revenues and expenses in Consolidated Financial Statements that include a non-controlling interest are immaterial to the Group.

The Group's subsidiaries are as follows:

	Country of incorporation	Ownership Interest 2015	Ownership Interest 2014
Eimskip Ísland ehf.	Iceland	100%	100%
TVG-Zimsen ehf.	Iceland	100%	100%
Eimskip USA, Inc.	USA	100%	100%
Eimskip UK Ltd.	England	100%	100%
Eimskip Holding B.V.	The Netherlands	100%	100%
P/f Skipafélagid Føroyar	Faroe Islands	100%	100%
Harbour Grace CS Inc.	Canada	51%	51%
Eimskip REIT ehf.	Iceland	100%	100%
Sæferdir ehf.	Iceland	100%	0%

22. Other matters

Eimskipafélag Íslands hf. and its subsidiaries, Eimskip Ísland ehf. and TVG-Zimsen ehf., have been under investigation of the Icelandic Competition Authority since 10 September 2013. At this point the subject matter of the investigation is not known and any elaboration on the potential outcome of the investigation is premature. The investigation has had no effect on the Company's Financial Statements. For further information, see note 23 in the Company's Consolidated Financial Statements 2014.

In December 2015, a subsidiary holding company received a EUR 0.9 million fine relating to an operating company that went bankrupt before the 2009 composition. The fine is for periods from 2007 to 2009. The subsidiary holding company recognized this charge in the fourth quarter of 2015. The Company´s subsidiary is in the process of appealing the case.

Consolidated Financial Statements of Eimskipafélag Íslands hf. 2015 26 Amounts are in thousands of EUR

23. Subsequent events

There are no material subsequent events to report.

24. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these Consolidated Financial Statements, and have been applied consistently by Group entities.

The disclosures to the Consolidated Financial Statements are prepared on the basis on the concept of materiality. Therefore information that is considered immaterial for the user of the Consolidated Financial Statements is not disclosed.

a. Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has right 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 subsidiaries are included in the Consolidated Financial Statements from the date on which control commences until the date on which control ceases.

(ii) Transactions eliminated on consolidation

Intra-group balances and transactions and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the Consolidated Financial Statements.

(iii) Investment in associated companies

Associates are those entities in which the Group has significant influence, but not control, over financial and operating policies. Investment in associated company is accounted for using the equity method. They are initially recognized at cost, which includes transaction costs. Subsequent to recognition, the Consolidated Financial Statements include the Group's share of the profit or loss and other comprehensive income of equity accounted investees, until the date on which significant influence or joint control ceases.

b. Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at 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 rate at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year and the amortized cost in foreign currency translated at the exchange rate at the end of the year. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on retranslation are recognized in profit or loss.

(ii) Foreign operations

The assets and liabilities of foreign operations, including fair value adjustments arising on acquisition, are translated to EUR at foreign exchange rates at the reporting date. The income and expenses of foreign operations are translated to EUR at the average exchange rate for the year.

Foreign currency differences are recognized in other comprehensive income and accumulated translation reserve, except for the extent that the translation difference is allocated to non-controlling interest.

When a foreign operation is disposed of in its entirety or partially such that control or significant influence is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, the relevant proportion of the cumulative amount is reattributed to non-controlling interest. When the Group disposes of only part of an associate while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

c. Financial instruments

(i) Non-derivative financial assets

The Group has the following non-derivative financial assets: trade and other receivables, cash and cash equivalents and unlisted equity shares.

24. Significant accounting policies, continued

c. Financial instruments, continued

(ii) Derivative financial assets

A derivative is a financial instrument or other contract, the value of which changes in response to a change in an underlying variable such as an exchange or interest rate, which requires no initial net investment or initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors, and which is settled at a future date. Derivatives are recognized at fair value. Fair value changes are recognized in the income statement as finance income and expense. Derivatives with positive fair values are recognized as financial assets and derivatives with negative fair values are recognized as trading liabilities.

The Group holds derivative financial instruments to hedge its foreign currency rate risk exposures in connections with vessels under construction. At year-end 2014 and 2015 derivative contracts were immaterial.

(iii) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less.

(iv) Non-derivative financial liabilities

The Group has the following non-derivative financial liabilities: loans and borrowings and trade and other payables.

Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

(v) Share capital

Share capital is classified as equity. Incremental costs directly attributable to issue of share capital is recognized as a deduction from equity, net of any tax effects.

When share capital is repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

d. Property, vessels and equipment

(i) Recognition and measurement

Items of property, vessels and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, vessels and equipment have different useful lives, they are accounted for as separate items (major components) of property, vessels and equipment.

Gains and losses on disposal of an item of property, vessels and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, vessels and equipment, and are recognized net in profit or loss.

(ii) Subsequent costs

The cost of replacing part of an item of property, vessels and equipment is recognized 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 derecognized. The costs of the day-to-day servicing of property, vessels and equipment are recognized in profit or loss as incurred.

24. Significant accounting policies, continued

(iii) Depreciation

Depreciation is calculated for the depreciable amount, which is the cost of an asset less its residual value.

Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, vessels and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

The estimated useful lives of buildings, vessels and equipment are as follows:

Buildings	15 - 50 years
Vessels	5 - 25 years
Containers and equipment	2 - 10 years

Depreciation methods, useful lives and residual values are reviewed at each year-end and adjusted if appropriate.

e. Intangible assets

(i) Brand name and customer relations

Following a purchase price allocation performed in 2010 in respect of subsidiaries acquired from A1988 hf. the difference between the purchase price and equity of acquired subsidiaries was allocated to identifiable assets. The value of the brand name "Eimskip" and customer relations is included among intangible assets.

Other intangible assets that are acquired by the Group, which have finite useful lives, are measured at cost less accumulated amortization and impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss when incurred.

(iii) Amortization

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than brand name, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives are as follows:

Software	3 - 5 years
Market and customer related	10 years

Amortization methods, useful lives and residual values are reviewed at each year-end and adjusted if appropriate.

f. Leased assets

(i) Leased assets

Assets held by the Group under leases which transfer to the Group substantially all of the risks and rewards of ownership are classified as finance leases. On 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.

Assets held under other leases are classified as operating leases and are not recognized in the Group's statement of financial position.

(ii) Lease payments

Payments made under operating leases are recognized in profit or loss on a straight-line basis over the term of the lease. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

g. Inventories

Inventories mainly consist of oil, spare parts and other supplies.

24. Significant accounting policies, continued

h. Impairment

(i) Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy and the disappearance of an active market for a security.

The Group considers evidence of impairment for trade receivables at both a specific asset and collective level. All individually significant trade receivables are assessed for specific impairment. All individually significant trade receivable found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Trade receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognized through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

(ii) Non - financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated annually at the same time.

The recoverable amount of an asset 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 assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into smallest group of assets that generates cash inflows from continuing use that are largely independent of cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications 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 amortization, if no impairment loss had been recognized.

24. Significant accounting policies, continued

i. Employee benefits

(i) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays 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 recognized as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

j. Provisions

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

k. Revenue

Services

Revenue from sale of services rendered is recognized in profit or loss in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to surveys of service performed. Revenue is not recognized if there is uncertainty about collection or related cost.

Revenue from logistics and storage service is recognized in profit or loss at the date of delivery to the customer, which is the time of transfer of risk to the customer.

l. Finance income and finance expense

Finance income comprises interest income on funds invested and dividend income. Interest income is recognized as it accrues in profit or loss, using the effective interest method. Dividend income is recognized in profit or loss on the date that the Group's right to receive payment is established.

Finance expenses comprise interest expense on borrowings.

Borrowing costs that are not directly attributable to the acquisition, construction or production of an qualifying asset are recognized in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on net basis as finance income or finance expense.

m. Income tax

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

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized 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 not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

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.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. 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 realized.

24. Significant accounting policies, continued

n. Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its shareholders. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of shares outstanding for the effects of all dilutive potential shares.

o. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group’s other components. All operating segments’ operating results are reviewed regularly by the Group’s CEO to make decisions about resources to be allocated to the segment and assess its performance.

p. New IFRS standards, interpretations and amendmends to standards

The group has adopted all Financial Reporting Standards, interpretations and amendments to standards that the EU has adopted and have become effective for the year 2015 and are relevant for the group. A few new standards, amendments to standards and interpretations have not become effective for the year 2015 and have not been applied in preparing these Consolidated Financial Statements. A number of new standards and amendments to standards are effective for the year 2015. The Group has adopted these standards but their impact on the Group's financial statements is immaterial.

Quarterly statements - unaudited

Year 2015	Q1 2015	Q2 2015	Q3 2015	Q4 2015	2015
Revenue	112,663	126,587	129,721	130,610	499,581
Expenses	106,879	113,281	113,361	120,863	454,384
Operating profit, EBITDA	5,784	13,306	16,360	9,747	45,197
Depreciation and amortization	(5,735)	(5,790)	(5,933)	(7,271)	(24,729)
Results from operating activities, EBIT	49	7,516	10,427	2,476	20,468
Net finance income (expense)	2,170	(1,661)	(482)	392	419
Share of earnings of associated companies	92	94	66	79	331
Net earnings before income tax	2,311	5,949	10,011	2,947	21,218
Income tax	(787)	(434)	(1,537)	(658)	(3,416)
Net earnings	1,524	5,515	8,474	2,289	17,802

Year 2014	Q1 2014	Q2 2014	Q3 2014	Q4 2014	2014
Revenue	104,200	108,978	119,583	118,794	451,555
Expenses	98,182	97,929	106,949	109,953	413,013
Operating profit, EBITDA	6,018	11,049	12,634	8,841	38,542
Depreciation and amortization	(5,656)	(5,903)	(5,584)	(6,052)	(23,195)
Results from operating activities, EBIT	362	5,146	7,050	2,789	15,347
Net finance (expense) income	(856)	86	1,192	169	591
Share of earnings (loss) of associated companies	(27)	115	171	(30)	229
Net (loss) earnings before income tax	(521)	5,347	8,413	2,928	16,167
Income tax	(272)	(754)	(896)	(638)	(2,560)
Net (loss) earnings	(793)	4,593	7,517	2,290	13,607

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Corporate Governance Statement

With this statement on the Corporate Governance of Eimskipafélag Íslands hf. (Eimskip) it is declared that the Company is complying with the accepted practices in the 5th edition of Corporate Governance Guidelines, published by the Iceland Chamber of Commerce, SA - Business Iceland and Nasdaq Iceland.

The Corporate Governance Guidelines, along with the Company's Articles of Association and rules for Issuers of Securities listed on Nasdaq Iceland, make up the framework for the Corporate Governance practices for Eimskip. The purpose of the issue of this Corporate Governance Statement is to strengthen the infrastructure of Eimskip and increase transparency.

The Corporate Governance Statement of Eimskip is accessible on the Company's website, www.eimskip.is, and is published in a special chapter in the Company's Financial Statements.

The Corporate Governance Guidelines are available on www.corporategovernance.is.

Laws and regulations

Eimskip is a limited liability company that is governed by Act no. 2/1995 on Limited Liability Companies (Company Act). Acts are available on the Parliament's website, www.althingi.is.

Eimskip's Financial Statements

Eimskip's financial year is the calendar year. The Company's Financial Statements are accessible on the Company's website, www.eimskip.is.

Shareholder Relations

The supreme authority of the Company is in the hands of the shareholders who attend shareholders' meetings at least once a year. Share register is held at the Company's headquarters where it is available to shareholders.

Company news that are considered to affect Eimskip's share price are published through the company news release distribution network of Nasdaq Nordic and on the Company's IR website, www.eimskip.is/investors. Other news are published on the Company's website, www.eimskip.is

Proposals or questions from shareholders to the Board of Directors shall be sent to investors@eimskip.is and compliance@eimskip.is.

The Board of Directors of Eimskip

The Board of Directors holds supreme authority between shareholders' meetings. It shall ensure that the Company's organization and operations are in a good state. It shall promote the development and long-term performance of the Company and supervise its operations. The Board of Directors has statutory role which it is responsible for unless the Board grants permission by law to transfer authority by delegation.

Board meetings are called with one week notice. A meeting schedule is made for the financial year in advance. The invitation contains the agenda for the meeting. The CEO and the CFO attend Board meetings and other members of the Executive Management attend as required. In 2015, the total number of Board meetings was 12 and the Board was competent to make decisions in all meetings.

The Board consists of five Directors and two alternate Directors and they are all elected annually at the Annual General Meeting. Those who intend to run for the Board of Directors shall notify the Board of Directors of their candidacy at least five days before a shareholders' meeting. The majority of the Directors of the Board are independent of the Company and its day-to-day managers, and four Directors are independent of the Company's significant shareholders. Both of the alternate members of the Board are either not independent of the Company or its significant shareholders. The Board evaluates whether Directors are independent of the Company and its significant shareholders. Moreover, the Board evaluates the independence of new Directors before the Company's Annual General Meeting and makes available to shareholders the result of its evaluation.

Annually, the Board of Directors conducts an assessment of its work, size, composition and procedures and also evaluates the work of the Company's President and CEO, the Company's operations and development and whether it is in line with the Company's objectives. The assessment entails e.g. evaluation of the strengths and weaknesses of the Board's work and practices and takes into consideration the work components the Board believes may be improved. The evaluation is built on self-assessment, but the assistance of outside parties may be sought as appropriate. The evaluation includes an examination of whether the Board has operated in accordance with its Rules of Procedure and how the Board operates in general. Examination must be made whether important matters relating to the Company have been adequately prepared and if sufficient time is provided for discussions within the Board. Additionally, individual Directors must be considered with respect to both attendance and participation in meetings. The assessment for the financial year 2015 will be concluded in March 2016.

Main roles of the Board of Directors

- To hold supreme authority between shareholders' meetings, promote the development and long-term performance of the Company and supervise its operations. The Board shall regularly assess the performance of the Company's executive directors and how the Company's policies are implemented.
- To take initiative, together with the CEO, in formulating policies and setting goals and risk parameters for the Company, both in the short and long term.
- To establish an active system of internal controls. This means, among other things, that the arrangement of the internal controls system shall be formalized, documented and its functionality verified regularly.
- To ensure that the Company's operations are in conformity with existing laws and regulations.
- To administer the recruitment and dismissal of the Company's CEO.

Extraordinary or major matters which require the approval of four out of five Directors and are therefore not a part of the CEO's day-to-day operations are defined in the Rules of Procedure for the Board of Directors.

Rules of Procedure for the Board of Directors

The Board of Directors has established its Rules of Procedure which were amended and approved at a Board meeting on 9 July 2012. A copy can be obtained from the Company's website, www.eimskip.is.

The Board of Directors has appointed two subcommittees, Audit Committee and Remuneration Committee.

The principal duties of the Audit Committee are to review all financial information and procedures regarding information disclosure from day-to-day managers and the Company's independent auditors and to ensure the independence of the Company's independent auditors. The role and main projects of the Audit Committee are set out in its rules of procedure.

Members of the Audit Committee are Marc Jason Smernoff, Chairman, Lárus L. Blöndal and Ólafur Viggó Sigurbergsson. In 2015, the Audit Committee held a total of 5 meetings.

The role of the Remuneration Committee includes preparing the Company's remuneration policy and insuring its enforcement and negotiating with the CEO on wages and other employment terms. The role and main projects of the Remuneration Committee are set out in its rules of procedure.

Members of the Remuneration Committee are Hrund Rudolfsdóttir, Chairman, Richard Winston Mark d'Abo and Marc Jason Smernoff. In 2015, the Remuneration Committee held a total of 3 meetings.

Nomination Committee

The Board of Directors has not proposed to a shareholders' meeting to appoint a Nomination Committee with the role of proposing candidates to serve as Directors on the Board. The Board of Directors receives and reviews candidates' applications in accordance with the Company Act.

The Board of Directors

Richard Winston Mark d'Abo, Chairman of the Board

Richard was born in 1956 and lives in the United States. He is a Partner in The Yucaipa Companies, LLC. Richard has ten years of banking experience and 26 years of experience in private equity. From 1995 to 2003 he was involved in various activities in investment banking and private equity investing, co-founding and serving as the Director of Apogee Electronics, Inc. Richard was a Partner in The Yucaipa Companies, LLC, from 1988 to 1994. During this time he was a key contributor to the acquisitions of Cala Foods, ABC markets, Boys Markets, Almacs, Bell Markets, Alpha Beta and Food4Less. From 1992 to 1994 Richard served as a director of Food4Less Supermarkets. From 1978 to 1987 Richard worked at Union Bank and was involved in financing multiple leveraged and management buyouts. He is currently a board member of A Tango ehf., Americold Realty Trust, Apogee Electronics, LLC and NPE Holdings, LLC. Richard was previously a board member of VersaCold International Corporation and Americold Realty Trust (board of Trustees). He pursued a degree in Finance from the University of South California from 1975 to 1977. Richard has been on the Board of Directors since 23 September 2009. He does not own shares in the Company but is not independent of Yucaipa Funds, which own in total 50.6 million shares in the Company.

Víglundur Thorsteinsson, Vice-Chairman of the Board

Víglundur was born in 1943 and lives in Iceland. He has been active in Icelandic industries for more than 50 years and has been a board member of various companies and organizations, such as SI (the Federation of Icelandic Industries), SA - Business Iceland (the Confederation of Icelandic Employers) and the Pension Fund of Commerce. Víglundur is currently Chairman of Lindarflöt ehf., a private holding company. He has a Cand.jur. degree from the University of Iceland. Víglundur has been on the Board of Directors since 3 April 2013, is an independent Board member and does not own shares in the Company.

Helga Melkorka Óttarsdóttir

Helga was born in 1966 and lives in Iceland. She is a Managing Partner at LOGOS Legal Services slf. Besides her job at LOGOS, Helga was an adjunct in European Law at the University of Reykjavík from 2005 to 2007 and a lecturer and an adjunct in European Law at the University of Iceland from 2000 to 2006. She served as an attorney in an independent law practice from 1999 to 2000 and was a lawyer at the EFTA Surveillance Authority in Brussels from 1994 to 1999. Helga was nominated as a Leading Lawyer in financial and corporate law in IFLR1000 in 2011, 2012 and 2013 and a Leading Individual in Chambers Global, most recently in 2013. She was an Ad Hoc College member of the EFTA Surveillance Authority from 2004 to 2014 and was a board member of the Icelandic Bar Association from 2003 to 2006. Helga is currently a board member of Iceland Chamber of Commerce. She has been a Supreme Court Attorney since 2011 and a District Court Attorney since 1999. She took her LL.M. degree in European Law and International Law at Heidelberg in Germany in 1994 and graduated with a Cand.jur. degree from the University of Iceland in 1991. Helga has been on the Board of Directors since 3 April 2013, is an independent Board member and does not own shares in the Company.

Hrund Rudolfsdóttir

Hrund was born in 1969 and lives in Iceland. She is the CEO of Veritas Capital ehf. Previously she was Corporate Director of Human Resources at Marel hf. from 2009 and Director of Operations and Investments at Moderna Finance ehf./Milestone ehf. from 2007 to 2009. Hrund was CEO of L&H Holding, CEO and Chief of Operations of Lyf & heilsa hf. from 2003 to 2006. She is currently a board member of Stefnir hf., Holdor ehf. and Stjánkur ehf. Hrund took her Master's degree in International Marketing and Management at Copenhagen Business School in 2000 and her Cand.Oecon. degree at the University of Iceland in 1994. Hrund has been on the Board of Directors since 3 April 2013, is an independent Board member and does not own shares in the Company.

Lárus L. Blöndal

Lárus was born in 1961 and lives in Iceland. He is a Supreme Court Attorney and a partner at the law firm Juris. Previously he was a partner at Almenna lögfrædistofan from 1990 to 2008. Lárus has been a member of the Competition Appeals Committee in Iceland since 2000. He has been a member of the National Olympic and Sports Association of Iceland since 2001 and its President since 2013. Lárus is currently a board member of Orkusalan hf., Hótel Borg ehf., RARIK Orkuthróun ehf., ISFI (Icelandic State Financial Investments) and the University of Iceland's Research Centre in Environmental and Natural Resources Law. He has previously been a board member of the Icelandic Bar Association, the University of Iceland's Human Rights Institute and the Housing Financing Fund, Chairman of the National Olympic and Sport Association's legal committee and a member of various other official committees and boards. Lárus is a Supreme Court Attorney since 1998, a District Court Attorney since 1990 and graduated with a Cand.jur. degree from the University of Iceland in 1987. Lárus has been on the Board of Directors since 27 March 2014 and is an independent Board member. He owns 3,190 shares in the Company.

Jóhanna á Bergi, Alternate Member of the Board

Jóhanna was born in 1970 and lives in the Faroe Islands. She is the CEO of Atlantic Airways Ltd. Jóhanna was CEO of P/f Faroe Ship, Eimskip's subsidiary in the Faroe Islands, from 2006 to 2015, Sales Director of JFD and Kósin Seafood from 1998 to 2006 and Sales Manager of Faroe Seafood France from 1994 to 1998. She is currently a board member of P/f Ánunum and P/f Bergfrost and of two of Eimskip's subsidiaries in the Faroe Islands. She is a member of the Faroese Confederation of Sports and Olympic Committee, Nordoyatunnilin, Föroyagrunnurin and the Faroese-Icelandic Chamber of Commerce. Jóhanna has a Master's degree in Management from Robert Gordon University in the UK. She further holds an EE degree from the Danish School of International Marketing and Export. Jóhanna has been an alternate member of the Board since 3 April 2013, is not independent of P/f Faroe Ship, one of the Company's subsidiaries, as its former Managing Director and does not own shares in the Company.

Marc Jason Smernoff, Alternate Member of the Board

Marc was born in 1973 and lives in the United States. He is the Executive Vice President, Chief Financial Officer and Chief Administrative Officer of Americold Realty Trust. From 2004 to 2014 he was Director of Private Equity of The Yucaipa Companies. Marc was Manager of Transaction Services at KPMG from 2003 to 2004 and an Associate of Investment Banking at Wells Fargo Securities, LLC from 2000 to 2002. He was Manager of Corporate Finance at Ernst & Young, LLP from 1997 to 2000 and a staff Accountant of Assurance & Advisory Business Services at Ernst & Young, LLP from 1995 to 1997. He has previously been a Board member of Eimskipafélag Íslands hf., Digital On-Demand Inc., La Canada Flintridge Educational Foundation and Americold Realty Trust (board of Trustees). Marc has a Master's degree in Business Administration from the UCLA Anderson School of Management in 2005 and is a Certified Public Accountant. He furthermore holds a Bachelor's degree in Business Economics from the University of California, Santa Barbara, which he took in 1995. Marc has been on the Board of Directors since 23 September 2009. He does not own shares in the Company but is not independent of Yucaipa Funds, which own in total 50.6 million shares in the Company.

The Chief Executive Officer

The Company's CEO is responsible for the day-to-day operations, in accordance with law, regulations and the Company's Articles of Association and must follow the policies and instructions laid down by the Board. The CEO must at all times conduct his work with integrity and take account of the Company's interests. The day-to-day operations do not include matters which are unusual or of great significance. The CEO shall make sure that the Company's accounts are kept in accordance with law and practice and that the Company's assets are kept in a secure manner. The CEO is obligated to abide by all instructions of the Board of Directors and shall give the auditor any information requested. The CEO does not have the authority to make decisions concerning any matters that are assigned to others by law or are reserved to the Board in the Rules of Procedure. The CEO shall ensure that Directors of the Board are regularly provided with accurate information on the Company's finances, development and operations to enable them to perform their duties and the information shall be in the form and of the quality determined by the Board. The information shall be available when needed and as up-to-date and accurate as possible. The CEO is to acquaint the Board with all major issues involving the operations of the Company or its subsidiaries and is to attend the Board meetings. He participates in the Boards of the subsidiaries within the group.

Gylfi Sigfússon, President and Chief Executive Officer

Gylfi was born in 1961. He has worked for Eimskip and related companies since 1990 and as President and CEO from 2009. Before that he was CEO of HF. Eimskipafélag Íslands, now A1988 hf., from 2008 to 2009. Gylfi held the position of CEO of Eimskip USA, Eimskip Logistics and Eimskip Canada from 2006 to 2008, overseeing all of Eimskip's transport operations in USA and Canada. Gylfi was the CEO of Eimskip Logistics in USA from 2000 to 2006. He was Executive Vice President of Ambrosio Shipping in USA from 1996 to 2000 and Executive Vice President of Marketing and Operations at Tollvörugeymslan hf., now TVG-Zimsen ehf., from 1990 to 1996. Gylfi is currently a board member of A Orange ehf. He is a board member or CEO, or both, of various subsidiaries of Eimskipafélag Íslands hf. Gylfi is a board member of the Iceland Chamber of Commerce, the American-Icelandic Chamber of Commerce, the Icelandic-Canadian Chamber of Commerce and the Greenland-Icelandic Chamber of Commerce. He earned a Cand.Oecon. degree from the University of Iceland in 1990. Gylfi owns 9,615 shares in the Company and does not have a share option agreement with the Company.

The Executive Management

The Executive Management of Eimskip consists of the Chief Executive Officer, the Chief Financial Officer and the Directors of International operations, Iceland Domestic operations, Ship Management and Transportation Services. All the executives have an extensive experience within the Company.

Hilmar Pétur Valgardsson is the Chief Financial Officer, Bragi Thór Marinósson is the Executive Vice President of International operations, Gudmundur Nikulásson is the Vice President of Iceland Domestic operations, Ásbjörn Skúlason is the Vice President of Ship Management and Matthías Matthíasson is the Vice President of Transportation Services.

Further information on the Executive Management is provided in the Annual Report on the Company's website, www.eimskip.is.

Internal Control and Risk Management

The role of internal control is to facilitate the management of an operation and it has been defined as a process which is shaped by a company's Board of Directors, the management team and other employees. The purpose of internal control is to build foundation for the company to reach success and efficiency in its operations, reliability of financial information and consistency with laws and regulations.

Risk management is a process of analyzing and measuring the risk factors which could prevent the Company from achieving set goals. It also includes that remedial action is taken to minimize the anticipated effects of such risk factors.

Corporate Governance Statement

Eimskip's internal control and risk management in relation to financial processes are designed to control the risk of material misstatements. The Company does not have an internal audit function, but it uses internal control systems that are monitored by the Audit Committee and assessed by the independent auditors. The independent auditors' evaluation of these processes is included in the Independent Auditors' Report in the Financial Statements.

An independent auditing firm is elected at the Annual General Meeting each year. The auditors are supposed to review the Company's accounting records and material related to the Company's operations and financial position and they shall have access to the Company's books and documents at all times. They must examine the Company's consolidated financial statements in accordance with international standards on auditing. Significant findings regarding accounting and internal control deficiencies are reported to the Board of Directors through the Audit Committee. Independent auditors are not allowed to own shares in the Company.

The Company goes through a detailed strategic and budgeting process each year and a strategy and budget report is prepared. The Board of Directors approves the Company's strategy and budget each year. Deviations from the strategy and budget are carefully monitored on a monthly basis.

Active risk management plays an important role in Eimskip to ensure stable operations and earnings. The Company's risk management policy is aimed at minimizing potential negative effects on operations and earnings from marketing, operational and financial activities and to limit risks to acceptable levels.

The Board of Directors regularly communicates with the CEO regarding the identification, description and response to business risks which the Company may be faced with. Risk management within Eimskip is governed by the Board of Directors while the Audit Committee is responsible for its review on a regular basis. The Executive Management is responsible for identifying material risks and developing the Company's risk management. The Company's risk exposure is discussed at Board meetings and its risk management and risk factors are discussed in the Annual Report.

Eimskip monitors its financial risk factors and has defined treasury policies and procedures which, among other, sets acceptable risk limits and stipulates how to identify, measure and manage financial risk exposure. The Company has in place a financial reporting and internal control manual to which the group reporting entities must adhere.

Information on violation of rules determined by the applicable authority

The Competition Authority in Iceland has a case concerning the Company in process, of which the outcome is not yet determined.

In December 2015, a subsidiary holding company received a EUR 0.9 million fine relating to an operating company that went bankrupt before the 2009 composition. The fine is for periods from 2007 to 2009. The subsidiary holding company recognized this charge in the fourth quarter of 2015. The Company's subsidiary is in the process of appealing the case.

Company Values, Code of Conduct and Social Responsibility and Environmental matters

The Board of Directors has issued a statement of Code of Conduct and Social Responsibility which applies to all board members of Eimskip and companies within the Eimskip group.

In the statement, the Company has set out its values which are: Achievement, Cooperation and Trust (ACT).

Other items addressed in the statement are compliance with laws, regulations and rules, conflict of interests, social responsibility, society matters, effective communication and confidentiality.

The CEO supervises all grants related to the Company's social responsibility program through the Corporate Communication and Marketing division and the Vice Presidents. All final and major decisions on grants are taken by the CEO according to the approved budget and the Board of Directors is kept informed.

In Eimskip's Annual Report an analysis is made of elements concerning the Company's values, its code of conduct and social responsibility as well as environmental matters, which the Company uses to better understand its development, success and position. Eimskip's Annual Reports and its statement of Code of Conduct and Social Responsibility are accessible on the Company's website, www.eimskip.is.