ANNUAL REPORT 2015

48 000

HANDS ON DECK

The Wilhelmsen group is the largest maritime network in the world.
We make the maritime industry spin. Our 48 000 hands ensure it happens, every day, all year.

WILH. WILHELMSEN HOLDING ASA

Headwind, high activity and new opportunities

MORE THAN A SHIPPING COMPANY

Although many still think of Wilhelmsen as a shipping company, more than 50% of our underlying operating profit came from maritime services and our logistics offering in 2015. Wilhelmsen is much more than a shipping company.

In 2015, a continued slowdown in world economy and trade contributed to a 10% decline in our top line. Our response to the markets has been focus on cost cutting and efficiency initiatives, which lifted our underlying operating profit by 21%.

Although 2015 was characterised by headwind and challenges, our activity level was high. We handled more than 75 000 port calls, 220 000 product deliveries and transported 74 million cubic metres of cargo.

TOMORROW'S CHALLENGES

Buzz words like disruptive technology and innovation are more popular than ever. Like them or not, we understand that a company fostering innovationwill shape the industry and staying ahead. We therefore continuously ask ourselves questions starting with "what if …".

Are unmanned vessels the future? Or unmanned terminals? Will customers require self-service and less traditional customer centres? Will 3D printing reduce the need for ocean transportation? What if vessels only run on renewable energy?

We might not have the answers to these and other questions, but we think about how these and other changes might challenge our current business models and equally important create new opportunities for us.

OUR RECIPE FOR SUCCESS

Core elements in our long-term strategy are firm. We will achieve the right results, the right way. High ethical standards are not something we turn on and off at will, they are permanent and just how we do business.

Our commitment when investing in new business and developing our existing portfolio is long-term and industrial. We have delivered underlying positive results and earnings for more than 20 years. Despite challenging market, our average return on capital employed has been 9% the past five years.

In addition, our diversified portfolio make us less vulnerable than many in our industry. We will continue to develop our portfolio to ensure we have a solid platform for profitable growth in the years to come.

We have 48 000 hands on deck. We would be nothing without our

"**What if?** We are preparing for future change, tomorrow's challenges and opportunities"

dedicated employees. Their knowledge of the industry, how our products and services can improve and make our customers' operations more efficient combined with sound knowledge of regulatory requirements, give us a unique position to deliver high quality services.

OUR BEST BET FOR 2016

A bet on Wilhelmsen is a bet on the development of the world economy, commodity prices and world trade. There are clouds on the horizon for 2016. The markets in which we operate continue to be challenging. However, there is currently nothing indicating that world trade and the need for seaborne transportation will be less in the near future.

Our last acquisition before the turn of the year, of the rope provider Timm, reinforced our position as a global player within marine products. We started 2016 by investing more in logistics in both South Africa and the US. In February, we announced a restructuring leading to the listing of a new entity hopefully by the end of the second quarter.

I believe we will see major restructuring and consolidation within the maritime industry in the years to come given the challenges our industry have been faced with the past years. We are positioned to grow organically and through mergers and acquisitions. We are looking for new opportunities. We have a strong balance sheet. Our liquid funds combined with listed entities give us the financial flexibility to act on opportunities. It all boils down to finding the perfect match, building on our core competencies and global network, to continue to create long-term value.

Thomas Wilhelmsen
group CEO

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NATIONALITIES

Despite a staggering presence in 125 countries around the world, with over 125 nationalities employed, our company embraces one culture. We revolve everything around our Code of Conduct and five core values: empowerment, teaming and collaboration, stewardship, learning and innovation, and customer centred.

75 000

PORT CALLS

Quick port calls require speed and efficiency from a partner in port. Since we handle over 75 000 port calls per year, we know how to be a good partner in port. Be it out on anchorage, or in to port, our customers want it to be smooth so the vessel can quickly get back out to sea.

KEY FIGURES

Key figures

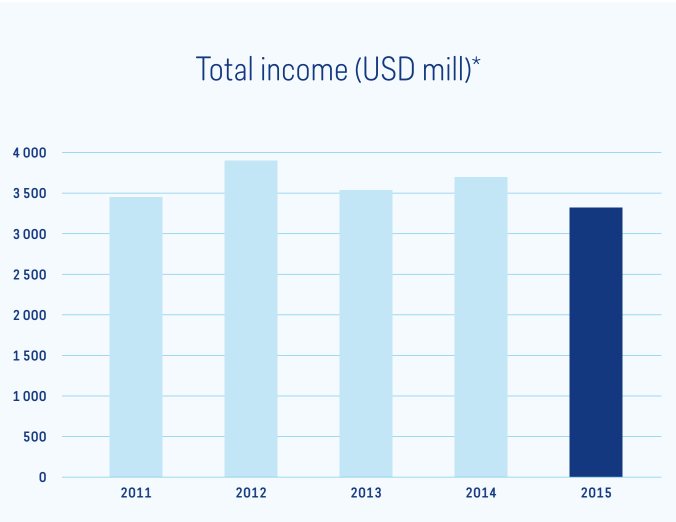
Consolidated accounts

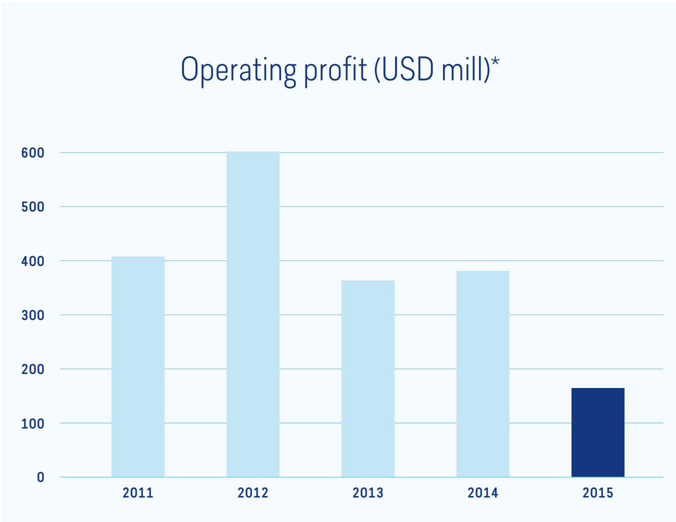
		2015	2014	2013	2012	2011
Income statement						
Total income *	USD mill	3 321	3 693	3 533	3 896	3 450
Operating profit before amortisation and impairment (EBITDA)*	USD mill	398	566	542	777	581
Operating profit *	USD mill	165	381	363	601	407
Profit before tax *	USD mill	48	273	374	496	247
Net profit *	USD mill	56	292	340	446	232
Net profit after minorities *	USD mill	54	241	260	329	188
Balance sheet						
Non current assets	USD mill	3 566	3 687	3 728	3 699	3 286
Current assets	USD mill	1 120	1 152	1 218	1 282	1 132
Equity	USD mill	2 206	2 329	2 286	2 077	1 673
Interest-bearing debt	USD mill	1 660	1 693	1 851	2 008	1 901
Total assets	USD mill	4 686	4 839	4 946	4 981	4 418
Key financial figures						
Cash flow from operation (1)	USD mill	258	241	243	310	214
Liquid funds at 31 December (2)	USD mill	638	688	734	790	717
Liquidy ratio (3)		1.7	2.1	1.7	2.1	1.5
Equity ratio (4)	%	47%	48%	46%	42%	38%
Yield						
Return on capital employed (5)	%	3%	8%	11%	15%	10%
Return on equity (6)	%	2%	13%	16%	24%	14%
Key figures per share						
Earnings per share (7)	USD	1.16	5.20	5.59	7.06	4.05
Operating profit before amortisation and impairment (EBITDA) per share (8)*	USD	8.55	12.18	11.66	16.72	12.49
Average number of shares outstanding	Thousand	46 404	46 404	46 404	46 404	46 454
Dividend per share	NOK	5.00	5.00	5.50	8.00	5.50

DEFINITION

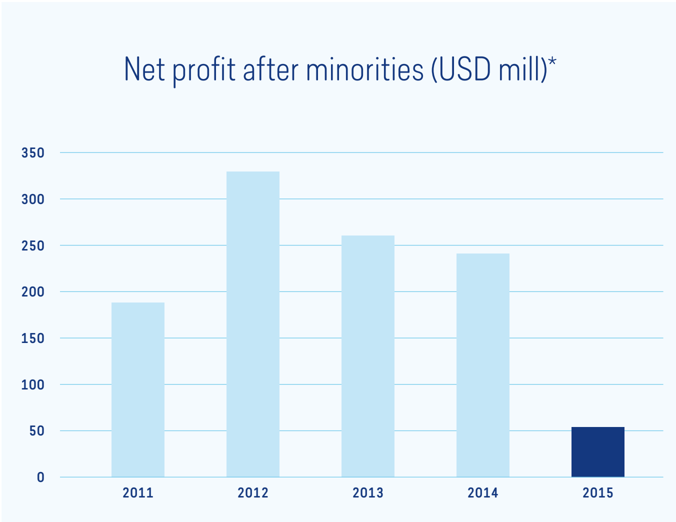
(1) Net cash flow from operating activities
(2) Cash, bank deposits and short term financial investments
(3) Current assets divided by current liabilities
(4) Equity in percent of total assets
(5) Profit for the period before tax plus interest expenses and realised interest derivatives, in per cent of average equity and interest-bearing debt
(6) Profit after tax divided by average equity
(7) Profit for the period after minority interests, divided by average number of shares
Earnings per share taking into consideration the number of shares reduced for own shares
(8) Operating profit for the period adjusted for depreciation and impairments of assets, divided by average number of shares outstanding

* Figures according to the proportionate method for joint ventures, which reflect the group's underlying operations in more detail than the financial statements based on equity method.


Total income (USD mill)*
4 000
3 500
3 000
2 500
2 000
1 500
1 000
500
0
2011
2012
2013
2014
2015


Operating profit (USD mill)*
600
500
400
300
200
100
0
2011
2012
2013
2014
2015


Net profit (USD mill)*
500
400
300
200
100
0
2011
2012
2013
2014
2015


Net profit after minorities (USD mill)*
350
300
250
200
150
100
50
0
2011
2012
2013
2014
2015

The board of Wilh. Wilhelmsen Holding ASA: (from the left) Helen Juell, Odd Rune Austgulen, Carl Erik Steen, Diderik Schnitler (chair) and Bettina Banoun

DIRECTORS’ REPORT

Directors' report for 2015

Wilh. Wilhelmsen Holding ASA

Highlights for 2015

Reported operating profit impacted by material non-recurring items

Improved operating profit adjusted for non-recurring items

Book equity ratio of 47%

Negative development in WWH share price

Paid dividend of NOK 5.00 per share

MAIN DEVELOPMENT AND STRATEGIC DIRECTION
The Wilh. Wilhelmsen Holding group (WWH or group) is a global provider of maritime related services, transportation and logistics solutions. The group activities are carried out through fully and partly owned entities, most of which are among the market leaders within their segments.

WWH is exposed to development in the world economy and to merchandised trade in particular. While global growth remained positive, the transformation taking place in China, fall in commodity prices and high debt in many countries had an impact on the group's activity level in 2015.

While the reported operating profit of WWH was down in 2015 due to material non-recurring items, the board is pleased to note that the underlying operating profit improved. The improvement shows the group's ability to manage its cost base and adjust to a continuously changing business environment.

Wilh. Wilhelmsen ASA (WWASA) shipping volumes were down for the year, driven by reduced high and heavy cargo. In spite of this, the underlying operating profit improved supported by reduced bunker and other cost. The anti-trust investigations continues, and in 2015 WWASA decided to make a USD 200 million provision to cover its share of future charges within its joint ventures.

Wilhelmsen Maritime Services (WMS) continued to deliver sound operating profit, supported by a strong USD. The market environment, however, remained challenging. Following a review of the business portfolio, a goodwill impairment charge of USD 50 million was made in 2015 related to a previous acquisition within the technical solution business area.

Return from financial investments was down compared with the previous year, but remained positive. Currency effect however reduced the net value of most financial assets when converting into USD. NorSea Group delivered slightly improved results for the year in spite of a general reduction in the offshore activities.

The group equity and capital base remained strong. At the end of 2015 the group equity ratio was 47% and the group had liquid assets of USD 638 million, increasing to USD 760 million if including available-for-sale financial assets. The debt repayment profile of the group is of a long-term nature.

The WWH share price was down for the year, underperforming the general equity market for the second year in a row. In 2015, total return (including dividends reinvested on ex-dates) was negative with 19.1% for the WWI share and negative with 18.6% for the WWIB share. This compared with a 19.3% increase in the Oslo Stock Exchange Industrial index (source Oslo Stock Exchange Annual statistics).

A dividend of NOK 3.00 per share was paid during the second quarter of 2015, followed by a second dividend of NOK 2.00 in the fourth quarter. This represented a dividend yield of 3.0 per cent based on the average WWI/WWIB share price by the end of 2014.

The board believes sound corporate governance is the foundation for profitable growth and a healthy company culture. Good governance contributes towards reduced risk and value creation over time for shareholders and other stakeholders. By the end of 2015, 95% of land based employees and 80% of active seafarers had conducted the "I comply" campaign. The zero tolerance policy in relation to facilitation payments will receive further attention in 2016.

Investment in a more fuel efficient fleet and energy management tools continued in 2015, resulting in further reduction in CO_2 and NO_x emission.

WWH's vision is to take an active role in shaping the maritime industry.

- WWASA and WMS are global market leaders within their respective market segments, car/ro-ro shipping and logistics, and maritime services. Supported by global competence pools, positive operating cash flows and healthy balance sheets, both companies continue to adapt and expand within targeted business areas.
- Late 2015, the car-carrying contracts with Hyundai and Kia Motors were extended with another four year. In the first quarter of 2016 WWASA made a significant expansion of its land based logistics activities, taking full ownership of leading auto-logistics companies in North America and South Africa.
- The restructuring of the WMS business portfolio initiated in the previous year continued in 2015. This includes a potential sale of the insulation and engineered solution business streams and a review of the future structure of the safety area. Expansion of the product business stream continued through acquisition of Timm, a manufacturer of ropes.
- During the year, the group expanded its governmental activities by signing a seven-year contract with the Norwegian Armed Forces.
- In the first quarter of 2016, WWASA decided to de-merge. Hence, the shareholding in Hyundai Glovis will be separated into a newly listed company, Treasure ASA. The restructuring will increase visibility and create two more focused entities.

FINANCIAL SUMMARY – THE GROUP FINANCIAL ACCOUNTS

In the Wilh. Wilhelmsen Holding's financial report the equity method is applied for consolidation of joint ventures. This method provides a fair presentation of the group's financial position.

Income statement

The WWH group's financial accounts for 2015 prepared according to the equity method showed a total income of USD 1 281 million, compared with USD 1 538 million in 2014. This corresponds to a reduction of 17%. Income was negatively impacted by a slowdown in world economy and trade, lower commodity prices and a stronger USD.

WWASA's total income was down 39% for the year, mainly due to the USD 200 million accrual related to ongoing anti-trust investigations in certain WWASA joint ventures. While the accrual was made by WWASA, it is reported as a reduction in share of profit/(loss) in joint ventures. Less bunker compensation in shipping and reduced net result in Hyundai Glovis also had an impact on total income.

WMS experienced an 8% reduction in total income compared with the previous year. The strong USD continued to have a negative impact on income, but had a positive contribution on margins. The reduced activity level in the offshore industry also had a negative impact.

The WWH group operating profit was USD 122 million in 2015 compared with USD 339 million in the previous year, a reduction of 64%. The operating profit for the year was impacted by in a USD 200 million accrual related to ongoing anti-trust investigations, a USD 50 million impairment charge related to a WMS acquisition as well as a USD 26 million sales gain related to WWASA investment in Hyundai Glovis. When adjusting for these main non-recurring items as well as pension gains which impacted both 2014 and to less degree 2015 results, the operating profit was up 24%.

Net financials was an expense of USD 86 million in the year compared with an expense of USD 85 million in the previous year. Contribution from investment management was a gain of USD 5 million compared with a gain of USD 17 million in 2014. Interest expenses for the year was USD 47 million, while interest rate derivatives was a net expense of USD 8 million. Net income/expense on interest rate derivatives mainly reflected net value impact from changes in long term interest rates. Net financial currency was a loss of USD 25 million. The currency loss mainly reflects unrealised losses from hedging of non-USD operating expenses and bond debt.

Tax was included with an income of USD 19 million, reflecting deferred tax income related to currency translation losses.

Minority interests' share of profit was USD 1 million, of which a loss of USD 1 million related to minority shareholders in WWASA.

Net profit after tax and minority interests was USD 54 million in 2015 compared with USD 241 million in 2014, a reduction of 78%.

Comprehensive income

Other comprehensive income for the year was a loss of USD 134 million compared with a loss of USD 187 million in the previous year, mainly reflecting currency translation differences on non-USD assets and liabilities when converting into USD.

Total comprehensive income, including profit for the year 2015 was a loss of USD 80 million compared with a profit of USD 103 million in 2014. Of this net loss USD 77 million was attributable to owners of the parent compared with a profit of USD 62 million in the previous year.

Cash flow, liquidity and debt

The WWH group had a net decrease in cash and cash equivalents of USD 53 million for the year, compared with a decrease of USD 21 million in in the previous year. Cash flow from operating activities was USD 258 million, up from USD 241 million in 2014. This increase was due to higher operating cash flow in own operation compensating for reduced upstream from joint ventures and associates. Cash flow from investing activities was negative with USD 187 million, compared with negative USD 66 million in 2014. Main items were USD 212 million related to investments in vessel newbuildings and other fixed assets and USD 39 million in net proceeds from sale of shares in Hyundai Glovis. Cash flow from financing activities was negative with USD 123 million, including dividend to shareholders and ordinary interest payments for group companies. The corresponding figure for 2014 was negative with USD 197 million.

Cash and cash equivalents amounted to USD 311 million by end of the year, down from USD 364 million one year earlier.

The WWH group carries out active financial asset management of part of the group's liquidity, with investments in various asset classes including Nordic shares and investment grade bonds. The value of the group's investment portfolio amounted to USD 327 million at the end of the year, up from USD 324 million one year earlier. Of this, USD 85 million were in the parent company compared with USD 89 million by end of 2014.

Cash and cash equivalents and current financial investments totalled USD 638 million by the end of 2015, compared with USD 688 million one year earlier.

Available-for-sale financial assets totalled USD 122 million by the end of the year, down from USD 131 million one year earlier. The largest investment was in Qube Holdings Logistics.

The main group companies also have undrawn committed drawing rights to cover any short term cash flow needs, including where relevant back stop for outstanding certificates and bonds with a remaining term of less than 12 months to maturity.

The group funds its investments and operations from several capital sources, including the commercial bank loan market, financial leases, export financing and the Norwegian bond market. Business activities are primarily financed over the balance sheet of the relevant subsidiary or joint venture.

As of 31 December 2015, the group's total interest-bearing debt was USD 1 660 million, compared with USD 1 693 million by end 2014. Of this, USD 1 319 million related to the WWASA group, USD 307 million related to the WMS group and USD 34 million related to Holding and Investments.

Going concern assumption

Pursuant to section 4, sub-section 5, confer section 3, sub-section 3a of the Norwegian Accounting Act, it is confirmed that the annual accounts have been prepared under the assumption that the enterprise is a going concern and that the conditions are present.

PERFORMANCE OF THE GROUP AND BUSINESS SEGMENTS

The group's internal financial segment reporting is based on the proportionate method. The major contributors in the WWASA group segment are joint ventures and hence the proportionate method gives management a higher level of information and a fuller picture of the group's operations. For the WMS group segment and Holding and Investments segment the financial reporting will be the same for both the equity and the proportionate methods.

The same accounting principles are applied in both *the management reports and the financial accounts, and comply with the International Financial Reporting Standards (IFRS).*

Wilh. Wilhelmsen Holding group

The WWH group's accounts for 2015 prepared according to the proportionate method for joint ventures showed a total income of USD 3 321 million. This was a reduction of 10% when compared with the previous when total income was income USD 3 693 million.

Operating profit was USD 165 million for the year compared with USD 381 million in 2014. Excluding these main non-recurring items as well as the pension gain which impacted both 2014 and 2015 results, the operating profit was up 21% for the year.

Net profit after tax and minority interests was USD 54 million in 2015 compared with USD 241 million in the previous year.

WILH. WILHELMSEN ASA

The Wilh. Wilhelmsen ASA group (WWASA or group) is a global provider of shipping and logistics services towards car and ro-ro customers. WWH owns 72.7% of WWASA. In line with accounting standards, all revenue and expenses in WWASA are reported in full with minority interest included after net profit/(loss)

Result for the year

In 2015, WWASA delivered a total income of USD 2 308 million compared with USD 2 592 million in the previous year, a reduction of 11%. Operating profit was USD 103 million for the year, compared with USD 253 million in 2014.

WWASA recorded several non-recurring items during the year, including a provision related to the ongoing antitrust investigation, gain on the share reduction in Hyundai Glovis, and impairment of vessels sold for recycling.

Net profit after tax and minority interest came to a loss of USD 3 million for the year, compared with a profit of USD 121 million in the previous year.

Market development

Global light vehicle car sales increased 2% in 2015 and totalled 89 million units sold. In key markets (North America, Europe, Oceania and the BRIC countries), sales were up 2% to 69 million units. A stronger USD and US economy continued to contribute to healthy sales in North America. Sales in Western Europe continued the positive trend and were up a strong 9% from last year. Chinese car sales continued to grow albeit at a lower level than previously seen and sales in Brazil and Russia continued to decline from the weak levels seen last year.

Japanese export increased by 2% from 2014 and totalled approximately 4.0 million cars in 2015. Korean vehicle export continued the slightly negative trend from the previous year and ended 2015 at 2.8 million units, down 4% from the year before. Chinese vehicle export declined and was down 20% to 728 000 units in 2015 from 910 000 units in 2014. Exports were hurt by lower demand in Eastern Europe and Africa.

Estimated global construction spending grew by 2.6% in 2015. North America saw the strongest growth, while construction spending in Europe improved less than expected, while the Asia-Pacific region overall recorded 3.3% The Chinese market continued to be under pressure due to slower economic growth and a challenging housing market.

Given the general negative development in commodity prices from mid-2012, most mining companies continued to cut capital expenditure and refrained from initiating new investment projects also in 2015.

The business sentiment for agricultural equipment saw a weak demand cycle in most parts of the world, with only a few areas seeing a positive development.

WWASA shipping

WWASA's shipping segment includes shipping activities within Wallenius Wilhelmsen Logistics (WWL, owned 50%), EUKOR Car Carriers (EUKOR, owned 40%), American Roll-on-Roll-off Carrier (ARC, owned 50%) and Hyundai Glovis (owned 12.0%), as well as certain shipowning activities outside the operating companies.

In 2015, WWASA's shipping segment delivered a total income of USD 1 800 million compared with USD 2 051 million in the previous year.

The fleet transported 74 million cubic metres (CMB) of cargo, a decrease of 4.5% compared with the 77.5 million cubic metres transported in 2014. Both auto volumes and high and heavy cargo volumes declined. In addition, a

Wilh. Wilhelmsen ASA

WWASA's shipping activities are organised in three operating companies:

Wallenius Wilhelmsen Logistics
(WWL – owned 50%)

EUKOR Car Carriers
(EUKOR – owned 40%)

American Roll-on Roll-off Carrier
(ARC – owned 50%)

The logistics activities in WWASA are mainly carried out through:

Wallenius Wilhelmsen Logistics
(WWL – owned 50%)

Hyunday Glovis
(owned 12%)

continued unfavourable cargo and trade mix combined with lower bunker compensations and a general rate pressure had a further negative effect on profitability and fleet utilisation.

While ARC saw a positive development in volumes transported in 2015, both WWL and EUKOR saw declines. For WWL, auto volumes were stable, while the company recorded a substantial decline in high and heavy cargo negatively impacting the cargo mix. EUKOR saw a decline in volumes transported in their European trade, while volumes to Americas improved.

By the end of 2015, WWASA group companies controlled a total of 137 vessels with a total capacity of 886 000 car equivalent units (CEUs), down from 147 vessels and 935 000 CEUs one year earlier. The group's total fleet represented a 22% share of the global car carrying market, down from 24% in 2014. Twenty-nine of the vessels were owned or controlled by WWASA. WWL operated a total fleet of 52 vessels at the end of 2015, with a total capacity of 359 000 CEUs. EUKOR operated a total of 80 vessels with a total capacity of 499 000 CEUs, in addition to a large number of spot charter vessels. ARC operated a total of five vessels by the end of 2015, with a total capacity of 29 000 CEUs.

WWASA group companies took delivery of two new vessels in 2015. Both vessels, the pure car and truck carriers Thermopylae and Thalatta were for WWASA's account and commenced service for WWL.Two vessels were ordered for EUKOR's account during 2015.

The group companies' newbuilding programme totalled eight Post-Panamax vessels by the turn of the year, equalling 11% of the world car carrier orderbook measured in CEUs. The vessels will be delivered in 2016-2017. Two of the vessels are for WWASA's account and will be delivered in the first half of 2016.

Update on anti-trust investigation

The authorities in Japan (2013), South Africa (2015) and China (2015) have finalised their investigations of the car carrying industry and fined WWL for non-competitive behaviour. EUKOR has been fined in China (2015).

The companies continue to be part of anti-trust investigations in several jurisdictions, of which the EU and US are among the bigger jurisdictions. As some of the processes are confidential, WWASA is not in a position to comment on the ongoing investigations within the respective jurisdictions. The processes are expected to continue to take time, but further clarifications within some jurisdictions are expected during 2016 and 2017.

In the third quarter 2015, WWASA made a provision of USD 200 million representing the estimated WW share of exposure in WWL and EUKOR. At year-end the remaining amount of the provision was USD 179 million after fines in China amounted to USD 21 million.

WWASA logistics

WWASA's logistics segment includes logistics activities within Wallenius Wilhelmsen Logistics (WWL, owned 50%) and Hyundai Glovis (owned 12.0%).

In 2015, WWASA's logistics segment delivered a total income of USD 537 million compared with USD 560 million in the previous year.

Increased activity level for WWL lifted total income compared with 2014, while the operating profit came in on par with the previous year. WWL handled a total of 5 million units at its terminals, while 6.3 million units were handled at the company's some 40 technical services facilities. The corresponding figures for the previous year was 2 million units and 6 million units respectively. Inland distribution services grew by almost 8% and totalled 2.8 million units in 2015, up from 2.6 million units in 2014.

Hyundai Glovis

The share of profit from Hyundai Glovis in WWASA's accounts for the 2015 was USD 36 million, down from USD 66 million in 2014. Of this, USD 5 million was reported under shipping and USD 31 million under logistics. In addition, WWASA had a gain on sale of shares in Hyundai Glovis of USD 26 million in 2015.

The Hyundai Glovis share price was down during the year, and the market value of WWASA's shares in Hyundai Glovis was valued at USD 741 million as of 31 December 2015.

WWASA share price development

The WWASA share price was down in 2015, reducing the market value of WWH's shares in WWASA to NOK 5 648 million as of 31 December 2015. The market value of WWH's shareholding in WWASA represented NOK 122 per outstanding share in WWH (WWI/WWIB) by the end of the year, down from NOK 159 per share one year earlier. WWASA paid a total dividend of NOK 1.50 per share during 2015, with WWH receiving NOK 240 million.

EVENTS AFTER YEAR-END

Investments in logistics

Acquiring strategically important logistics infrastructure is a key goal for WWASA in order to further strengthen its position in the car and high and heavy market and increase the logistics footprint.

Following up on the ambition, WWL entered into an agreement with Two Continents Logistics to acquire full ownership of WWL Vehicle Services Americas (VSA), currently a joint venture (50/50) between the two companies based in USA in February 2016. The company employs 3 400 employees and handles some 4.7 million units annually. With full ownership, WWL strengthens its position as a leading provider of vehicle processing for automotive manufacturers in North America.

Simultaneous, WWL entered into an agreement with partner company Groupe CAT to acquire its 50% shares in CAT-WWL, a joint venture network of ten vehicle-processing facilities based in South Africa. With full ownership in CAT-WWL, WWL becomes one of the top independent providers of vehicle processing services to support automotive manufacturers in South Africa. The business employs more than 900 workers and handles some 680 000 units.

WWL also sold Vehicle Services Europe (VSE) to Groupe CAT. The company employs some 400 employees with truck based inland distribution in Europe and three vehicle processing centres in Germany.

The new investments are expected to contribute with approximately net USD 10 million in 2016 to WWASA's operating profit.

Restructuring of WWASA

In February 2016, the board of WWASA proposed to carry out a restructuring of the company. In the new suggested structure, Den Norske Amerikalinje AS (owning the 12% shareholding in Hyundai Glovis) will be demerged from WWASA and carried forward in a separately listed entity to be named Treasure ASA. The proposed demerger will improve transparency and create a simpler structure visualising values for shareholders in WWASA. In addition, WWASA will be more correct capitalised following the restructuring.

The restructuring enables WWASA to focus on its core activities, creating value through its joint ventures by offering global car and ro-ro customers' high quality sea transportation and integrated logistics/land-based solutions from factory to dealer.

Shareholders will receive the same amount of shares they hold in WWASA in Treasure ASA and hence keep their prorate share.

Treasure ASA will be jointly and severally responsible for the obligations incurred by WWASA parent company prior to the demerger becoming effective.

The proposed changes are subject to approval at an extra-ordinary general meeting in WWASA to be held 20 April 2016.

WILHELMSEN MARITIME SERVICES

The Wilhelmsen Maritime Services group (WMS) is a global provider of ships service, ship management and technical solutions towards the maritime industry. WMS is a wholly-owned subsidiary of WWH.

Total income for WMS was USD 1 010 million in 2015, down 8% compared with the previous year. The reduction was mainly due to currency impact of non-USD revenue when converting into USD and reduced income from certain technical solutions business activities.

Operating profit for the year was USD 65 million compared with USD 122 million in 2014. The operating profit for 2015 included a USD 50 million impairment charge related to the technical solutions business area and a USD 4 million pension gain in ships services, while the operating profit for 2014 including a sales gain and a pension gain. When adjusting for the mentioned non-recurring items, operating profit was up 34% from the previous year. The adjusted operating margin was 11.0%, well above the historic average. While the maritime service market in general remained challenging, the strong operating margin reflected a strong USD to a large degree. WMS had approximately 60% of its total income in USD and approximately 25% of the expenses were in USD.

Financial items for WMS amounted to an income of USD 3 million compared with an income of USD 7 million in the previous year. The results were positively impacted by a USD 11 million net currency gain, while a USD 80 million currency

Wilhelmsen Maritime Services

WMS was in 2015 organised in four business areas:

Wilhelmsen Ships Service (WSS)

Wilhelmsen Ship Management (WSM)

Technical Solutions, including:
- Wilhelmsen Technical Solutions
- Callenberg Technology Group (Callenberg)

Corporate/other activities, including:
- Wilhelmsen Insurance Services

translation loss was charged directly to comprehensive income. The corresponding figures for 2014 was a gain of USD 19 million and a loss of USD 111 million respectively. The currency losses charged against comprehensive income reflected currency revaluation of net assets and change of functional currency for WMS AS.

Net profit after tax and minority for 2015 was USD 50 million compared with USD 100 million in the previous year.

Market development

The global merchant fleet increased with approximately 2.0% in 2015, measured in number of vessels > 1000gt. The dry bulk market continued to deteriorate on the back of flat volume development and a steady growth in global feet. The tanker market on the other hand saw a second year in a row with positive development, supported by increased volumes, longer sailing distances and use of vessels for storage. The global container market continued to grow, but with fleet growth even larger most freight market indexes were significantly down in 2015. Other shipping markets were mixed. LPG was volatile at a fairly high level, the chemical market was relatively stable while strong increase in new tonnage was driving down LNG rates.

The continued fall in oil prices and oil majors aggressively cutting cost took its toll on the offshore industry in 2015. Rates fell throughout the sector and an increasing number of offshore vessels and rigs were idle or went into layup towards the end of the year.

While orders for tanker and container vessels increased in 2015, the overall picture for the newbuild market was bleak. The total number of newbuild contracts was down by 40% when compared with the previous year. The offshore and bulk carrier segments were most affected, dropping by close to 70%.

WMS' total income is distributed with approximately 70-75% towards the operating fleet and 20-25% towards yards. Development in shipping markets impact owners' purchasing capabilities and as such demand for certain WMS products and services. WMS is also impacted by newbuilding activities, including LNG/LPG.

Ships service

Wilhelmsen Ships Service (WSS) is a global provider of standardised product brands and service solutions to the maritime industry, focussing on marine products, marine chemicals, safety products and services, maritime logistics and ships agency. WSS is a wholly owned subsidiary of WMS.

WSS recorded a 6% reduction in total income for 2015, impacted by currency effect from converting local revenue into USD. Income from ships agency and to a less degree marine products was down, while income from safety products and services was stable. On a regional basis, delivery income down less in Asia Pacific than in other markets. When measured against the total global merchant fleet, WSS generated income of USD 34 per vessel/day in 2015, a decrease compared with the previous year.

The operating profit saw a significant improvement from previous year, supported by a strong USD.

In October, WSS acquired Timm AS, a leading provider of high performance ropes worldwide.

Ship management

Wilhelmsen Ship Management (WSM) provides full technical management, crewing and related services for all major vessel types with exception of oil tankers. WSM is a wholly owned subsidiary of WMS.

Total income for WSM was down 6% for the year, influenced by the strong USD. Total activity level remained stable, with new ships on management broadly matched by a similar outflow, mainly due to sale or recycling of vessels. By the end of the year, WSM served 402 ships worldwide, out of which approximately 40% were on full technical management and 6% were on layup management. The remaining contracts were related to manning services.

Operating profit improved, supported by the strong USD.

Technical solutions

The technical solutions business area includes entities providing fully engineered solutions, equipment and services towards the maritime and offshore industries, focusing on safety systems, electrical energy management, HVAC-R and insulation for newbuilds and retrofits. These entities operate in the market as Wilhelmsen Technical Solutions and Callenberg Technology Group.

Total income for the technical solutions business area was down 13% compared with the previous year, partly due to currency and a challenging offshore market . Income was down for all business streams except for insulation, which recorded revenue on par with 2014.

New order intake was below level from previous year, which was positively impacted by newbuilding orders related to LNG insulation and safety systems. The total order reserve was USD 334 million at the end of the year compared with USD 394 million one year earlier.

The operating profit for 2015 followed development in total income, ending some below level from the previous year.

A process has been ongoing related to a restructuring of the technical solutions business area, including a potential sale of Callenberg. Following a review of the sales process and business area, a USD 50 million impairment was made in the third quarter covering all remaining goodwill originating from the acquisition in 2008 of Callenberg.

Corporate/other activities

This includes Wilhelmsen Insurance Services (WIS) and Wilhelmsen IT Services (WIT).

WIS delivered insurance services to approximately 170 vessels in 2015, in addition to arranging non-marine insurance programs for the WWH group. WIS delivered a positive result for 2015, supported by a favourable exchange rate.

HOLDING AND INVESTMENTS

Holding and Investments includes activities performed by the holding company and investments outside WWASA and WMS.

Total income for the Holding and investments segment was USD 28 million for the year compared with USD 32 million in 2014. The reduction was due to less operating revenue in holding, mainly related to shared service activities for the group.

Operating loss in 2015 was USD 4 million compared with a profit of 6 million in the previous year. The reduction was due to previous year accounts impacted by a USD 11 million accounting gain related to pension cost.

Net financials was a net income of USD 9 million for the year compared with a net income of USD 16 million in 2014. Net profit/(loss) after tax and minorities was a net profit of USD 7 million compared with a profit of USD 21 million in the previous year.

Financial investments

This includes cash and cash equivalents, current financial investments and available for sale financial assets held by the parent company and Wilh. Wilhelmsen Holding Invest (WWHI).

Current financial investments include investment in equities, bonds and other financial assets available for sale and managed as part of an investment portfolio. The financial investment portfolio in Holding and Investments was USD 85 million by the end of the year compared with USD 89 million one year earlier. The portfolio primarily included Nordic equities and investment-grade bonds. Net income from investment management was an income of USD 4 million in 2015, down from USD 12 million in 2014.

Available for sale financial assets included shares in Qube Holdings Limited (Qube) and Kaplan Equity Limited (KEL). Both investments are owned through WWHI. Changes in market value of these shareholdings are reported under comprehensive income and dividend income is reported as financial income.

Qube is Australia's largest integrated provider of import and export logistics services, and listed on the Australian Securities Exchange. By the end of the year, WWHI held Qube 66 million shares in Qube, the same as one year earlier. The value of the investment was USD 116 million by the end of the year, a reduction from USD 131 million one year earlier mainly due to currency. In 2015, Qube paid dividend of AUD 0.055 per share. Total proceeds to WWHI of USD 3 million were reported as financial income.

In the third quarter of 2015, WWHI bought 6.9 million shares in KEL, an Australian investment fund. The total investment was USD 6 million.

NorSea Group AS (NSG)

NSG is a leading provider of supply bases and integrated logistics solution to the Norwegian and Danish offshore industry. Through WWHI, WWH owns 40% of NSG. NSG is reported in WWH's accounts as "associated investment", with share of net result reported as income from associated investments.

Total income for NSG including share of profits from associates and joint ventures and sales gains was

Holding and Investments:

The Holding and Investment segment included in 2015 the following main investments:

NorSea Group
(NSG – owned 40%)

Qube Holdings Limited
(Qube – owned ~6%)

Financial investment portfolio

NOK 2.9 billion in 2015. This was a 5% reduction from previous year. The reduction was due to reduced income from vessel chartering activities, while income from supply base activities was up.

Operating profit declined, mainly due to lower share of profit from associates and JVs, but also due to lower margins. Financial expenses was slightly down due to reduced currency loss and lower interest rates.

WWHI's share of net profit in NSG for 2015 was USD 7 million, up from USD 6 million in 2014.

Other activities

In 2015, WilNor Governmental Services (WGS) entered into a seven-year strategic support agreement with the Norwegian Armed Forces. The agreement includes logistic services to the Norwegian Home Guard and support to allied forces in Norway during peace, crisis and war. WGS is owned by WWH and NSG.

RISK

The WWH group consist of operating companies and investments exposed to the global economy and world merchandised trade.

From an income and investment perspective, the WWASA shipping operation remained the largest operating activity for the group. Through its capital intensity and cyclical nature, shipping has historically represented a relatively high degree of volatility and financial risk. While logistics and maritime services are exposed to some of the same market forces as shipping, these activities are less capital intensive and have historically been less cyclical. Outside own operating companies and joint ventures, WWASA's shareholding in Hyundai Glovis remains the largest financial exposure of the group.

Internal control and risk management

The group is committed to manage risks in a sound manner related to its businesses and operations. To accomplish this, the governing concept of conscious strategy and controllable procedures for risk mitigation ultimately provides a positive impact to profitability. The responsibility of governing boards, management and all employees is to be aware of the current environment in which they operate, implement measures to mitigate risks, prepare to act upon unusual observations, threats or incidents and respond to risks to mitigate consequences.

The group has put in place a risk monitor process based on identification of risks for each business unit, with a consolidated report presented to the board on a quarterly basis for review and necessary actions.

WWASA's joint venture companies continue to be part of anti-trust investigations in several jurisdictions of which the EU and US are among the bigger jurisdictions. The company made a provision in the third quarter covering its expected share of exposure (for details see page 18 and note 21 on page 79).

Market risk

Demand for WWH group's service offerings are, to various degree, correlated with the general global economic activity and with trade in commodities and manufactured goods. Projections for 2016/17 indicates continued modest global growth, impacted by high debt in many countries, a slowdown in China, reduced commodity prices and uncertainties related to future interest levels in the US.

WWASA is primarily exposed to the automotive and high and heavy logistics markets. While global automotive sales continues to grow broadly in line with global GDP, ocean trade is projected to grow less. Renewal of EUKOR's contracts with Hyundai and Kia for four years until December 2019, though with reduced overall share, has reduced the risk. High and heavy markets continue to be a challenge, impacted by low commodity prices and reduced construction activities in some markets.

WMS's exposure is to the general shipping market and, to a less extent, parts of the newbuilding market. The general shipping market remained weak in 2015, but with strong differences between different segments. The further fall in oil prices has taken its toll on the offshore market, while tanker markets have remained strong. The bulk market remains weak. Newbuilding activity has remained subdued, with little signs of a material uplift. Expectation is for individual markets to remain volatile.

Of main investments, NorSea Group remains highly exposed to activity level on the Norwegian shelf. Qube Holdings have a similar exposure to the Australian economy, but with a mix between export of primarily commodities and merchandised imports.

Operational risk

The various operating entities of the group are exposed to and manage risk specific to the markets in which they operate. The general risk picture broadly remains unchanged from previous years.

In the WWASA group (car/ro-ro shipping and logistics) operational responsibility mainly rests with the various operating companies. While certain events such as closure of certain trading routes will have impact throughout the industry, most operational risk factors will be limited to specific carriers or markets.

Through its global reach and broad product spectre, WMS is exposed to a wide range of operational risk factors, though mainly related to local markets and specific product offerings. While any such incident will normally have limited global consequences, a major accident, turbulence within a key geographical market, product quality issues, disruption of IT systems or loss of main customers may affect the wider financial and operational performance.

The group has established a range of measure in order to avoid and, potentially, mitigate the consequences of any such incidents.

Financial risk

The WWH group remains exposed to a wide range of financial risk, either on a general basis or related to specific group companies. Also 2015 had its fair share of changes in key financial markets. Underlying forces included a slowdown in Chinese growth and investments, falling commodity prices, fragile emerging economies and a US interest rate hike. The USD continued to appreciated against most currencies in 2015, finishing up another 10% versus EUR and up nearly twice as much versus NOK. The downward slide in commodity prices continued, with the oil price falling some 35% during the year. Equity markets also experienced its fair share of volatility. Interest rates, however, remained at historic low levels in most markets, but risk margins increased. The group's exposure to and management of financial risk are further described in Note 15 of the 2015 accounts. This includes foreign exchange rate risk, interest rate risk, investment portfolio risk, bunker price risk, credit risk and liquidity risk.

The WWH group companies have a number of covenants related to its loans. WWASA has obtained waivers related to temporary effect of anti-trust fines on certain financial ratios. All group companies were in compliance with covenant requirements in 2015.

The group has substantial investments exposed to external market pricing, including shares in WWASA, vessels and shares in Hyundai Glovis (both through WWASA), real estate (through among other NorSea Group) and shares in Qube and other financial investments. While majority of investments are of a long-term industrial nature, any fluctuations in values will have impact on the net asset value and solidity of the group and may affect profitability. During 2015, share price was down for WWASA while other investments had a mixed development. Value in USD was also impacted by the depreciation of NOK and, to a less degree, AUD and KRW.

HEALTH, WORKING ENVIRONMENT AND SAFETY

Working environment and occupational health

By living the company values (empowerment, stewardship, customer centred, teaming and collaboration, learning and innovation), WWH focuses on developing a good and inspiring working environment at sea and on land. The company conducts its business with respect for human rights and labour standards, including conventions and guidelines related to the prevention of child or forced labour, minimum wage and salary, working conditions and freedom of association. Employees are encouraged to report on non-compliant behaviour through the group's global whistleblowing system.

A healthy working environment leads to more efficient, sustainable and profitable business. The overall guidelines are described in the company's principles for human resources, quality, and health and safety, as well as in the group's leadership expectations. Several KPIs related to working environment are measured on a quarterly basis, including sickness leave, turnover and lost time injury frequency.

Exposure hours

In 2015, there were around 42 million exposure hours (work hours) in the group. Vessel based operations account for 75% of total exposure hours and onshore operations accounts for 25%.

Sickness absence rate

The sickness absence rate for onshore operations was 1.67%. 2015 was the first year for all onshore operations to be included in the metric and will be the base year for reporting. Vessel based operations will be added from 2016.

WWH has implemented a variety of initiatives to reduce absence, for example focusing on the monitoring and reporting of cases by all of the locations, health road shows, company health service, adapted working hours, activity club, serving of healthy food, employee engagement and opportunities for personal development.

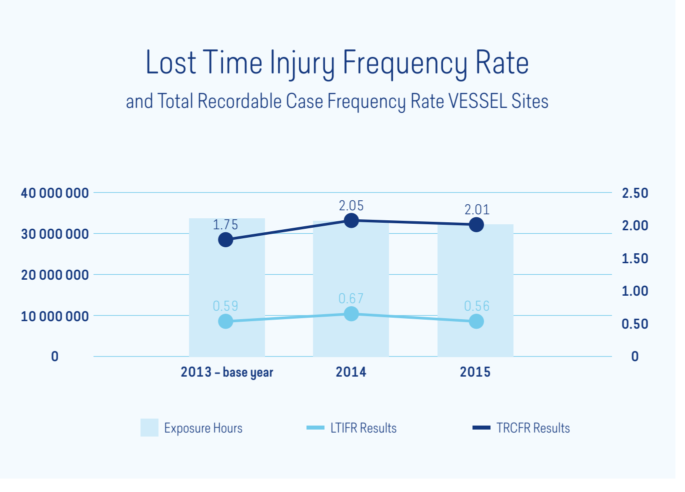
Turnover

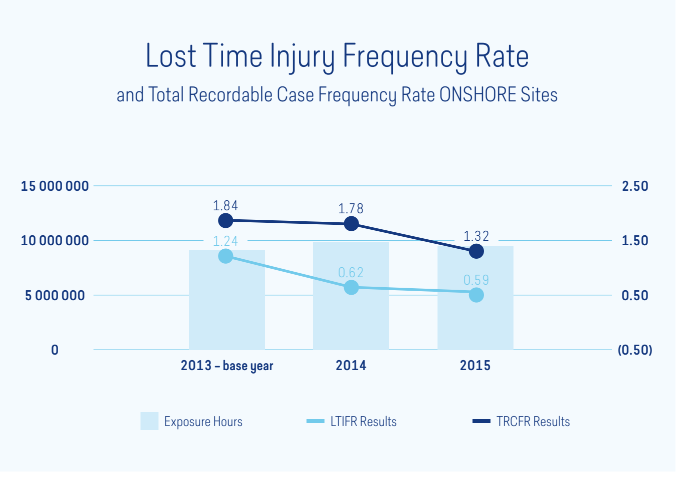
The turnover rate for employees in the parent company and subsidiaries was 8.45% in 2015, decreasing from 9.6% in 2014. The turnover rate varies from segment to segment. As an example, the turnover rate is higher in the warehouse environment than in office environment.

Lost time injuries and total recordable cases

In 2015, there were zero work related fatalities on vessel operations and onshore.

For vessel based operations, a number of safety campaigns aimed at creating safer and healthier working conditions on board the vessels were conducted during the year.





There was a reduction in overall injuries on vessels, resulting in a positive improvement in lost-time injuries and total recordable cases.

For vessel based operations, the lost-time injury frequency rate (LTIFR) ended at 0.56 in 2015, down from 0.73 the previous year and in line with the target not to exceed 0.65. The LTIFR target for 2016 is 0.6. The total recordable case frequency rate (TRCFR) for vessel based operations result was 2.01, with a target of 2.8.

For onshore operations, there was also a reduction in overall injuries. This is mainly due to increased management attention and improved reporting.

The LTIFR for onshore operations ended at 0.59 in 2015 and TCRFR 1.32. LTIFR and TRCFR targets for onshore operations will be determined during 2016.

All incidents were investigated to avoid similar episodes in the future and to improve necessary training and awareness measures.

Near miss incidents and safety observations

For vessel based and onshore operations, there is a potential to improve near miss incident and safety observation reporting.

All reported near misses are investigated to avoid similar incidents in the future, improve necessary training and awareness measures, and improve control measures.

Safety observation reporting on vessel operations has improved over time with 9 388 cases reported in 2015, a 5% increase from the base year 2013.

Safety observation reporting onshore improved in 2015, mainly resulting from audit outcomes.
The low number of hazard observation cases for on shore operations requires improvement in reporting and will be a focus area for 2016.

Working committee and executive committee

The management cooperates closely with employees through several bodies, including the Joint Working Committee and the Executive Committee for Industrial Democracy in Foreign Trade Shipping. The bodies give valuable input to solve company related issues in a constructive way.

The Joint Working Committee discusses issues related to health, work environment and safety. The Executive Committee for Industrial Democracy in Foreign Trade Shipping consider drafts of the accounts and budget, as well as matters of major financial significance for the company or of special importance for the workforce. In 2015, both committees held official meetings according to plan.

The natural environment

The board acknowledges the environmental challenges faced by the maritime industry, and the need for sustainable solutions. As a major participant in the maritime industry, WWH actively works to reduce the use of energy and decrease the environmental impact of its activities through its shareholding in WWASA and ownership of WMS. Efforts and initiatives are directed towards high impact areas like reduced bunker consumption and thereby reduced emissions. As a supplier of products and services to the merchant fleet in general, the group is also engaged in finding and sourcing green products.

Main achievements in 2015

The company implements its environmental ambition by setting objectives and goals for operating companies, technical managers and other stakeholders. Some of the main achievements in 2015 were:

- Continued participation in the WG5 group working towards a more efficient and transparent shipping industry.
- To further reduce fuel consumption per transported unit, a highly sophisticated vessel energy performance reporting tool from the company Shippersys AB was installed on all 29 WW ASA vessels.
- New engineering solution for engine room energy management installed and tested on a WW vessel. For the installation, Callenberg and WW ASA won the SHIPPINGInsight Award of 2015.
- Several vessels inspected and cleaned successfully by EcoSubsea's effective, environment friendly hull cleaning ROV, resulting in lower fuel consumption and emissions.
- Two new energy efficient vessels, both equipped with exhaust gas cleaning systems (scrubbers), delivered.
- Two vessels recycled at green recycling yards in accordance with the Hong Kong Convention.
- Four vessels retrofitted with new bulbous bows, reducing fuel consumption and emissions.

In 2016, the company will continue to seek excellence in optimising vessel performance and operations by:

- Installing the advanced Shippersys AB energy performance reporting tool on board all EUKOR vessels and support further development of innovative software solutions for a more sustainable shipping industry
- Continue to educate seafarers and office personnel though training sessions in energy efficiency
- Replace the bulbous bows on two additional vessels
- Continue to support companies providing more environmental friendly and efficient solutions to the shipping industry
- Supporting and working with academia and related research and development initiatives targeted at further developing the shipping industry's energy and environmental advantages.

An environmental account for 2015 and update on specific issues are included in the group's sustainability report on pages 118-122 and available on www.wilhelmsen.com.

Environmental incidents in 2015

No serious incidents harming the environment were reported in 2015, neither from WWASA vessels nor WSM managed vessels. However, one oil spill incident was reported among the WWASA owned and controlled vessels. 300 litres of hydraulic oil from the stern ramp system escaped to the harbour basin. P&I attended at our request, and the port agent arranged a clean up team locally. The local water police fined the vessel EUR 55.

In case of incidents and near misses, investigations are conducted to improve necessary processes and implement appropriate training awareness to avoid similar accidents in the future.

Other environmental reporting

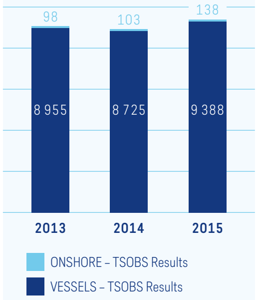
WWASA's joint venture WWL reports on emissions according to the standard developed by the Green House Gas Protocol. Please refer to www.2wglobal.com for their online reports.

ORGANISATION AND PEOPLE DEVELOPMENT

Workforce

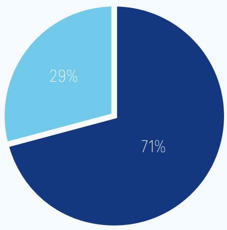
The group employs around 23 800 people when wholly or partly owned subsidiaries, joint ventures and seafarers are included. Of this, seafarers accounted for 10 100 and employees in wholly and partly owned subsidiaries for 6 400. The group's head office is located in Norway, and the group has around 300 offices in 71 countries within its controlled structure.

Total Safety Observations ONSHORE and VESSEL sites



Gender mix in the WW group 2014

(wholly owned subsidiaries)



Equal opportunities

WWH has a clear policy stating that men and women have the right to equal opportunities. Harassment and discrimination based on race, gender or similar grounds, or other behaviour that may be perceived as threatening or degrading, is not acceptable. The industry's unequal recruitment base makes it difficult to achieve an equal mix of gender in the company.

Women accounts for 29% of the around 6 400 people employed in wholly owned subsidiaries and joint ventures, up from 28% one year earlier.

Two of the five directors on the board of directors of WWH are female, and one of the six members of the company's group management team.

Performance appraisals

The group conducts annual performance appraisals with employees on a global basis. The completion rate for 2015 ended at 77%. The appraisals are conducted to align how each employee can contribute to reach the group's overall strategic and financial ambitions.

The group is implementing a new digital platform for the 2016 performance appraisals in order to improve and develop the performance management. New KPI's are part of the project scope, and will be tracked accordingly.

Engagement survey

The WWH group seeks to provide a positive and stimulating work environment in which all employees are motivated to work and achieve their full potential. To support this, WWH conducts an annual engagement survey to give all land based employees in wholly or partly owned subsidiaries the possibility to have their say towards WWH as an employer.

The 2015 survey shows stable results at a good level. Our employees show a high sense of loyalty to the company, and are proud to work for the group. This is a strong motivational factor for our employees. The impact of WW's compliance campaign in 2014 and 2015 is shown to have been successful based on the survey. Going forward, we aim to compete with the best-in-class companies. In order to achieve this, results from the engagement survey will be followed up closely in 2016, with special emphasis on leadership capabilities for strategic success.

Compensation and benefits

The purpose of WWH's compensation and benefit policy is to drive performance and to attract and retain the right employees. These are considered to be people with the right experience and knowledge deemed necessary to achieve the company's strategic ambitions. The policy takes local regulations and competition into account, as well as the responsibility and complexity of the position.

The bonus scheme is one of several instruments focusing attention on driving performance. Bonus is paid if set bonus targets are reached. Compensation to executives is described in the corporate governance report (see page 104) and in the notes 4 and 2 to the group and parent accounts respectively (see pages 49-51 and 84-85). The company also issues a declaration on the determination of employee benefits for senior executives, note 16 to the parent company accounts on page 97.

Competence development

"Learning and innovation" is one of the company's core values. The WWH group pays particular attention to competence and knowledge development. A learning organisation with motivated employees contributes to efficient operations and has a positive impact on the group's revenue and earnings. Training related to each employee's working situation receives most attention. In addition, the company has an internal academy offering employees a variation of courses and training opportunities. WW Academy also provides programmes for leadership development, in addition to a broad range of specific training programmes. WW Academy is an important contributor in order to develop common attitudes, expectations, ways of working, and common business standards.

In 2015, 246 employees took classroom programmes arranged by WW Academy, and 319 eLearning programmes are available. 79 598 eLearning course were completed in 2015, representing a 300% increase from 2014.
The reason for the large growth in the number of courses available and completed courses is the implementation of a new enterprise resource planning system in WSS. This was a major application change that required several thousand people to be trained.

CORPORATE GOVERNANCE

The board believes sound corporate governance is a foundation for profitable growth and that it provides a healthy company culture. A good governance contributes to reducing risk and creating value over time for shareholders and other stakeholders.

WWH observes the Norwegian Code of Practice for corporate governance, in addition to requirements as specified in the Norwegian Public Companies Act and the Norwegian Accounting Act. The board's corporate governance report for 2015 can be found on pages 104-115 or on wilhelmsen.com. It is the board's view that the company has an appropriate governance structure and that it is managed in a satisfactory way. The corporate governance report is to be reviewed by the annual shareholder meeting (AGM) on 3 May.

SOCIAL RESPONSIBILITY

WWH assesses environmental, social and corporate governance issues in its investment analysis, business decisions, ownership practises and financial reporting. The company has a social responsibility guideline that includes human rights, labour standards and a commitment to promote greater environmental responsibility. A summary of the guideline can be reviewed at www.wilhelmsen.com.

Sustainability governance

The board acknowledges that sustainability and corporate social responsibility are important prerequisites for creating long-term profitability and value for the company's shareholders. With an aim to increase transparency, the board therefore issues a sustainability report following the guidelines set forward in the Global Reporting Initiative. The report describes how WWH combines long-term profitability with emphasis on ethical business conduct and with respect for human being, the environment and society.

Materiality assessment

To ensure the group focuses on the material aspects of its business and key issues for external stakeholders, an extensive materiality assessment was conducted by DNV GL in 2013. The assessment concluded that the following topics where of most importance:

- Business ethics and anti-corruption
- Climate change and emissions
- Working conditions, labour standards, health and safety
- Sustainability governance

The company believes the list holds true also for 2015. However, a re-evaluation will be conducted in 2016 to ensure continued focus on the most critical aspects.

The summary of the status on each aspect is available on pages 121-122. The full report, which will be reviewed by the annual general meeting on 3 May 2016, is available on www.wilhelmsen.com.

One of WWASA's operating companies, WWL, reports on its commitment to the ten principles of the UN Global Compact. For their online reports, please refer to www.2wglobal.com.

Focus areas and achievements in 2015

In 2015, the WWH group had a particular attention at the following topics:

- Innovation and sustainable solutions
- Anti-corruption, competition law, theft and fraud, whistleblowing
- Talent management
- A global safety culture

The company's achievements included:

- 1.3% reduction of CO_2 emissions
- 3.5% reduction of NO_x emissions
- 95% of land based employees and 80% of active seafarers conducted the "I comply" campaign
- Zero tolerance policy towards facilitation payments implemented
- Engagement survey conducted
- Performance appraisals conducted

For further details on the progress on the focus areas, please view the full sustainability report online.

Ambitions for 2016

The focus areas for 2015 will continue into 2016. Through clearly expressed expectations to employees as well as companies in which the WWH group is a shareholder, the group will contribute to promote human rights, sound working standards, reduce its environmental impact, and work towards eliminating corruption in own operations, as well as the operations of suppliers and business partners. In 2016, the company will continue to improve guidelines and standards.

With an ambition to improve transparency, the company will also continue to improve data quality and reporting routines to follow up on issues defined as material for the group's sustainability ambitions.

In 2016, we will continue to emphasise our zero tolerance policy on facilitation payments. The Wilhelmsen group practises zero tolerance against corruption.

Stakeholder engagement

In 2015, WWH were engaged in dialogues with governments, investors, non-governmental organisations and other stakeholders discussing topics related to the company or industry at large. The main questions were related to financial and environmental issues, but there were also forums specifically addressing sustainability at large. The company were engaged in, amongst others, the Trident Alliance, the International Maritime Organisation, KOMpakt, BIMCO and the Norwegian Shipowners' Association, and indirectly in organisations such as Maritime Anti-Corruption Network.

ALLOCATION OF PROFIT, DIVIDEND AND BUY BACK

The board's proposal for allocation of the net profit for the year is as follows:

Parent company accounts (NOK thousand)		
Profit for the year	NOK	728 405
To equity	NOK	496 386
Proposed dividend	NOK	139 211
Interim dividend paid	NOK	92 808
Total allocation	**NOK**	**728 405**

WWH has a tradition of paying dividend twice every year. The board is proposing a NOK 3.00 dividend per share payable during the second quarter of 2016, representing a total payment of NOK 139.2 million. The board of directors also propose that the General Meeting gives the board of directors authority to approve further dividend of up to NOK 3.00 per share for a period limited in time up to the next General Meeting.
The WWH ASA board of directors is granted an authorization to, on behalf of the company, acquire up to 10% of the company's own issued shares. The authorisation is valid until the Annual General Meeting in 2016.

PROSPECTS

Group business drivers

WWH is a global provider of maritime related services, transportation and logistics solutions. The prospects for the group and its business segments are, to various degree, correlated with general development in world economy and trade.

Projections for 2016 indicates continued growth in the global economy, but at a modest rate.

Outlook for WWASA

WWASA expects the market situation to remain challenging with continued pressure on profitability.

In 2016, modest growth is expected for global car sales. Demand for transportation of high and heavy units are also expected to be modest, with lower global construction spending and relatively low commodity and crop prices limiting the need for lifting construction, agricultural and mining equipment around the world.

The new investments in Vehicle Service Americas and South Africa will have a positive effect on operating profit from the logistics segments. However, the proposed restructuring of WWASA, will take down the contributions from the logistics segment as the Hyundai Glovis shareholding will be demerger from the company.
With limited growth in world economy and world trade, the company has initiatives to further improve operational efficiency and reduce unit costs are put in motion.

WWASA entered 2016 with a healthy balance sheet. With a strong financial position, the company is positioned to further grow the business and prepared to act upon market opportunities.

Outlook for WMS

While some shipping segments continue to perform well, the general market has deteriorated further over the last 12 months. The negative factors of flat bulk volumes, reduced offshore activities and fleet overcapacity in many segments will continue to weight on ship-owners. The long-term underlying trend, however, remains positive, supported by a gradual though modest increase in world trade and operating fleet. Ordering of newbuilds fell in 2015, but the WMS order reserve remains at a fairly healthy level.

Operating profit for WMS remains sensitive to development in the general shipping market and currency fluctuations. While the shipping market is expected to remain challenging for some time, a continued strong USD will support the operating margin.

A process has been initiated in order to restructure the WMS product portfolio, including potential sale of part of the WTS business streams. This process will continue in 2016.

Outlook for other activities

A de-merger of WWASA and separation of the 12% shareholding in Hyundai Glovis into a new listed entity is planned to take place in the second quarter of 2016. WWH will retain a 72.7% shareholding in the new listed company, to be named Treasure ASA. The market outlook of Hyundai Glovis is highly correlated with the development of Hyundai and Kia Motors, as well as ability to secure third party business. Hyundai Glovis is guiding on a modest growth for 2016.

The outlook for the oil and gas industry is in general uncertain, and the overall activity level is expected to decrease in 2016. This will have a negative impact on income and operating profit in NorSea Group. Long term contracts and income from real estate and base rental will mitigate part of the downfall.

The Australian economy is projected to grow at a modest pace on the back of a general fall in commodity prices. Development in Qube is sensitive to development of the Australian economy and trade, as well as the outcome of the targeted acquisition of the leading Australian container terminal operator.

Outlook for the WWH group

In 2015, the group made provision for anti-trust charges and an impairment of goodwill. The equity ratio though remains strong and the group has good liquidity. The de-merger of WWASA group in two stand-alone, focused entities will create a more balanced WWH group.

All main companies have positive operating cash flows. While the market environment remains challenging, the board expects main business segments to deliver underlying operating profit close to the level seen in 2015.

Prospects for 2016

Modest growth in demand for seaborne transportation

Continued unfavourable cargo mix

Logistics investments to contribute positivity

Treasure ASA will be listed on the Oslo stock exchange

The general maritime services market remains soft, in particular offshore related activities

Strong equity and sound liquidity

Continued focus on issues related to anti-corruption, competition law, theft, fraud and whileblowing

Lysaker, 17 March 2016
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler
chair

Helen Juell

Odd Rune Austgulen

Bettina Banoun

Carl Erik Steen

Thomas Wilhelmsen
group CEO

UNITOR
UNISCAP
15H
Wilhelmsen

220 000

DELIVERIES

Good luck sailing around the world without bumping into some form of Wilhelmsen along the way. With our products and services, our peopleand our vessels, we have an unique global footprint with deliveries every three minutes of every day, all year.

INCOME STATEMENT WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	2015	2014
Operating revenue	1	1 307	1 369
Other income			
Share of profit/(loss) from joint ventures and associates	2	(60)	165
Gain on sale of assets		34	5
Total income		**1 281**	**1 538**
Operating expenses			
Vessel expenses	1	(42)	(47)
Charter expenses		(22)	(23)
Inventory cost		(460)	(520)
Employee benefits	4	(331)	(337)
Other expenses	1	(151)	(167)
Depreciation and impairments	5	(154)	(105)
Total operating expenses		**(1 159)**	**(1 199)**
Operating profit		**122**	**339**
Financial income	1	1	17
Financial expenses	1	(86)	(101)
Financial income/(expenses)		**(86)**	**(85)**
Profit before tax		**36**	**255**
Tax income/(expense)	6	19	36
Profit for the year		**55**	**290**
Of which:			
Profit attributable to minority interests		1	49
Profit attributable to owners of the parent		54	241
Basic / diluted earnings per share (USD)	7	1.16	5.20

COMPREHENSIVE INCOME WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	2015	2014
Profit for the year		55	290
Items that may be reclassified to the income statement			
Net investment hedge/cash flow hedges (net after tax)		(8)	7
Revaluation mark to market value	10	(1)	24
Currency translation differences		(131)	(168)
Items that will not be reclassified to the income statement			
Remeasurement postemployment benefits, net of tax	8	5	(51)
Other comprehensive income, net of tax		**(134)**	**(187)**
Total comprehensive income for the year		**(80)**	**103**
Total comprehensive income attributable to:			
Owners of the parent		(77)	62
Minority interests		(3)	42
Total comprehensive income for the year		**(80)**	**103**

Notes 1 to 22 on the next pages are an integral part of these consolidated financial statements.

BALANCE SHEET WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	31.12.2015	31.12.2014
ASSETS			
Non current assets			
Deferred tax asset	6	92	43
Goodwill and other intangible assets	5	205	276
Vessel, property and other tangible assets	5	2 011	1 950
Investments in joint ventures and associates	2	1 116	1 264
Other non current assets	8/9/10	141	154
Total non current assets		**3 566**	**3 687**
Current assets			
Inventories	11	107	110
Current financial investments	12	327	324
Other current assets	9/13	375	354
Cash and cash equivalents		311	364
Total current assets		1 120	1 152
Total assets		**4 686**	**4 839**
EQUITY AND LIABILITIES			
Equity			
Paid-in capital		122	122
Retained earnings and other reserves		1 632	1 738
Attributable to equity holders of the parent		**1 754**	**1 860**
Minority interests		452	469
Total equity		**2 206**	**2 329**
Non current liabilities			
Pension liabilities	8	67	92
Deferred tax	6	20	8
Non current interest-bearing debt	14/15	1 461	1 590
Other non current liabilities	9	291	297
Total non current liabilities		**1 839**	**1 987**
Current liabilities			
Current income tax	6	8	11
Public duties payable		9	9
Current interest-bearing debt	14/15	199	103
Other current liabilities	9/14	425	399
Total current liabilities		**640**	**522**
Total equity and liabilities		**4 686**	**4 839**

Lysaker, 17 March 2016
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler
chair

Helen Juell

Odd Rune Austgulen

Bettina Banoun

Carl Erik Steen

Thomas Wilhelmsen
group CEO

Notes 1 to 22 on the next pages are an integral part of these consolidated financial statements.

CASH FLOW STATEMENT WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	2015	2014
Cash flow from operating activities			
Profit before tax		36	254
Financial (income)/expenses	1	58	(49)
Financial derivatives unrealised	1	24	118
Depreciation/impairment	5/6	154	105
Loss/(gain) on sale of fixed assets	1	(6)	(2)
Gain from sale of joint ventures and associates	2	(28)	(4)
Change in net pension asset/liability		(22)	(61)
Change in inventory		2	2
Change in working capital		(48)	(50)
Share of (profit)/loss from joint ventures and associates	2	60	(165)
Dividend received from joint ventures and associates	2	47	103
Tax paid (company income tax, withholding tax)		(19)	(11)
Net cash provided by operating activities		**258**	**241**
Cash flow from investing activities			
Proceeds from sale of fixed assets		16	26
Investments in fixed assets	5	(212)	(91)
Net proceeds from sale of subsidiaries		2	9
Net proceeds from sale of joint ventures and associates		41	1
Investments in joint ventures and associates			(17)
Loan repayments received from joint ventures and associates			1
Proceeds from sale of financial investments		139	90
Current financial investments		(174)	(92)
Interest received	1	4	6
Changes in other investments		(3)	
Net cash flow from investing activities		**(187)**	**(66)**
Cash flow from financing activities			
Net proceeds from issue of debt after debt expenses	14	227	696
Repayment of debt	14	(207)	(753)
Interest paid including interest derivatives	1	(87)	(91)
Cash from financial derivatives		(13)	12
Dividend to shareholders		(43)	(60)
Net cash flow from financing activities		**(123)**	**(197)**
Net increase in cash and cash equivalents		(53)	(22)
Cash and cash equivalents at the beginning of the period		364	386
Cash and cash equivalents at 31.12		**311**	**364**

The group is located and operating world wide and every entity has several bank accounts in different currencies. The cash flow effect from revaluation of cash and cash equivalents is included in net cash flow provided by operating activities.

Notes 1 to 22 on the next pages are an integral part of these consolidated financial statements.

EQUITY WILH. WILHELMSEN HOLDING GROUP

STATEMENT OF CHANGES IN EQUITY

USD mill	Share capital	Own shares	Retained earnings	Total	Minority interests	Total equity
Balance at 31.12.2014	122	0	1 738	1 861	469	2 329
Comprehensive income for the period:						
Profit for the period			54	54	1	55
Comprehensive income			(131)	(131)	(3)	(135)
Total comprehensive income for the period	**0**	**0**	**(78)**	**(78)**	**(2)**	**(80)**
Transactions with owners:						
Dividends			(29)	(29)	(15)	(44)
Balance 31.12.2015	**122**	**0**	**1 632**	**1 754**	**452**	**2 206**

USD mill	Share capital	Own shares	Retained earnings	Total	Minority interests	Total equity
Balance at 31.12.2013	122	0	1 713	1 836	450	2 286
Comprehensive income for the period:						
Profit for the period			241	241	49	290
Comprehensive income			(180)	(180)	(7)	(187)
Total comprehensive income for the period	**0**	**0**	**62**	**62**	**42**	**103**
Transactions with owners:						
Dividends			(37)	(37)	(23)	(60)
Balance 31.12.2014	**122**	**0**	**1 738**	**1 861**	**469**	**2 329**

Own shares represented 0.22% of the share capital in nominal value at 31 December 2015 (analogous for 31 December 2014).

Dividend for fiscal year 2014 was NOK 5.00 per share, where NOK 3.00 per share was paid in May 2015 and NOK 2.00 per share was paid in November 2015.

Dividend for fiscal year 2013 was NOK 5.00 per share, where NOK 3.00 per share was paid in May 2014 and NOK 2.00 per share was paid in November 2014.

The proposed dividend for fiscal year 2015 in 2016 is NOK 3.00 per share, payable in the second quarter of 2016.

A decision on this proposal will be taken by the annual general meeting on 3 May 2016. The proposed dividend is not accrued in the year-end balance sheet.

The dividend will have effect on retained earnings in second quarter of 2016.

ACCOUNTING POLICIES WILH. WILHELMSEN HOLDING GROUP AND WILH. WILHELMSEN HOLDING ASA GROUP

GENERAL INFORMATION
Wilh. Wilhelmsen Holding ASA (referred to as the parent company) is domiciled in Norway. The parent company's consolidated accounts for fiscal year 2015 include the parent company and its subsidiaries (referred to collectively as the group) and the group's share of joint ventures and associated companies.

The annual accounts for the group and the parent company were adopted by the board of directors on 17 March 2016.

The parent company is a public limited company which is listed on the Oslo Stock Exchange.

BASIC POLICIES
The consolidated accounts have been prepared in accordance with the International Financial Reporting Standards (IFRS), as endorsed by the European Union. The financial statements for the parent company have been prepared and presented in accordance with simplified IFRS approved by Ministry of Finance 3 November 2014. In the parent company, the company has elected to apply the exception from IFRS for dividends and group contributions. Otherwise, the explanations of the accounting policy for the group also apply to the parent company, and the notes to the consolidated financial statements will in some cases cover the parent company.

The accounts for the group and the parent company are referred to collectively as the accounts.

The group accounts are presented in US dollars (USD), rounded off to the nearest whole million.

Most of the entities in WWASA group have USD as functional currency while entities in WMS group and Holding & Investments are measured using currency of primary economic location in which the entity operates. The exception from this is the investments activity in Malta, where AUD is the functional currency and the parent company for Wilhelmsen Maritime Services (WMS AS) has USD.

The parent company is presented in its functional currency NOK.

The income statements and balance sheets for group companies with a functional currency which differs from the presentation currency (USD) are translated as follows:

- the balance sheet is translated at the closing exchange rate on the balance sheet date
- income and expense items are translated at a rate that is representative as an average exchange rate for the period, unless the exchange rates fluctuate significantly for that period, in which case the exchange rates at the dates of transaction are used
- the translation difference is recognised in other comprehensive income and split between controlling and minority interests

Goodwill and the fair value of assets and liabilities related to the acquisition of entities which have a functional currency other than USD are attributed in the acquired entity's functional currency and translated at the exchange rate prevailing on the balance sheet date.

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

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

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

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are described in more detail below in the section on critical accounting estimates and assumptions.

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

Standards, amendments and interpretations
There are no new or amended standards adopted by the group or parent company from 1 January 2015 or later.

New standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the group;

- IFRS 9, The complete version of IFRS 9 was issued in July 2014. It replaces the guidance in IAS 39 that relates to the classification and measurement of financial instruments. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through OCI and fair value through P&L. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. IFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually use for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under IAS 39. The standard is effective for accounting periods beginning on or after 1 January 2018. Early adoption is permitted. The group is yet to assess IFRS 9's full impact.
- IFRS 15, 'Revenue from contracts with customers' deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a product or service and thus has the ability to direct the use and obtain the benefits from the product or service. The standard replaces IAS 18 'Revenue' and IAS 11 'Construction contracts' and related interpretations. The standard is effective for annual periods beginning on or after 1 January 2017 and earlier application is permitted. The group is assessing the impact of IFRS 15.
- IFRS 16, Leases, issued in January 2016 and effective from 1 January 2019 covers the recognition of leases and related disclosure in the financial statements, and will replace IAS 17 Leases. In the financial statement of lessees, the new standard requires recognition of all contracts that qualify under its definition of a lease as right-of-use assets and lease liabilities in the balance sheet, while lease payments should be split in interest expense and reduction of lease liabilities. The right-of-use assets are to be depreciated in accordance with IAS 16 "Property, Plant and Equipment" over the shorter of each contract's term and the assets useful life. The standard consequently implies a significant change in lessees' accounting for leases currently defined as operating lease under IAS 17, both as regards impact on the balance period of time in exchange of consideration. While this definition is not dissimilar to that of IAS 17, it would have required further evaluation of each contract to determine whether all leases contracts in the group currently not defined as financial lease, would be qualify as leases under new standard.

The group is in the early phase of evaluating the impact of IFRS 16. The currently material lease contracts are related to vessels, properties and life rafts.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the group and the parent company.

COMPARATIVE FIGURES
When items are reclassified in the segment reporting, the comparative figures are included from the beginning of the earliest comparative period.

SHARES IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES (PARENT COMPANY)
Shares in subsidiaries, joint ventures and associates are presented according to the cost method. Group relief received are included in dividends from subsidiaries. Group contributions and dividends from subsidiaries is recognised in the year for which it is proposed by the subsidiary to the extent the parent company can control the decision of the subsidiary through its share holdings. Shares in subsidiaries, joint ventures and associates are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may exceed the fair value of the investment. An impairment loss is reversed if the impairment situation is deemed to no longer exist.

CONSOLIDATION POLICIES

Subsidiaries

Subsidiaries are all entities over which the group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than half of the voting rights. Subsidiaries are consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the group. When relevant the consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

Acquisition related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the group recognises any minority interests in the acquirer either at fair value or at the minority interest's proportionate share of the acquirer's net assets.

The excess of the consideration transferred the amount of any minority interests in the acquiree and the acquisition-date fair value of any previous equity interests in the acquiree over the fair value of the group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of comprehensive income.

Intercompany transactions, balances and unrealised gains and losses on transactions between group companies are eliminated.

Joint arrangements and associates

Joint arrangements and associates are entities over which the group or parent company has joint control or significant influence respectively but does not control alone.

The group applies IFRS 11 to all joint arrangements. Under IFRS 11, investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations to each investor. The group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Significant influence generally accompanies investments where the group or the parent company has 20-50% of the voting rights. The group's investments in joint ventures and associates are accounted for by the equity method. Such investments are recognised at the date of acquisition at their acquisition cost, including excess values and possible goodwill.

The group's share of profit after tax from joint ventures and associates, are recognised in the income statement as an operating income. The investments in joint ventures and associates are related to the group's operating activities and therefore classified as part of the operating activity. The share of profit after tax from joint ventures and associates is added to the capitalised value of the investments together with its share of equity movements not recognised in the income statement. Sale and dilution of the share of associate companies is recognised in the income statement when the transactions occur for the group. Unrealised gains on transactions are eliminated.

When an investment ceases to be an associate, the difference between (1) the fair value of any retained investment and proceeds from disposing of the part interest in the associate and (2) the carrying amount of the investment at the date when significant influence is lost, is recognised in the income statement.

If the ownership interest in a joint venture or an associate is reduced, but the investment continues to be a joint venture or an associate, a gain or loss is recognised in the income statement corresponding to the difference between the proportionate book value of the investment sold and the proceeds from disposing of the part interest in the joint venture or associate.

Minority interests

The group treats transactions with minority interests as transactions with equity owners of the group.

For purchases from minority interests, the difference between any consideration paid and relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity.

Gains or losses on disposals to minority interests are also recorded in equity.

SEGMENT REPORTING

The operating segments are reported in a manner consistent with the internal financial reporting provided to the chief operating decision-maker.

Comparative figures have been reclassified in the segments figures from the beginning of earliest comparative period.

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the board and Group Management Team consist of the group chief executive officer (group CEO) and five executive managers who makes the strategic decisions.

The WWASA group segment covers shipping and logistics activities in the group. The shipping activity is engaged in ocean transport of cars, roll-on roll-off (ro-ro) cargo and project cargo. Its main customers are global car manufacturers and manufacturers of agriculture and other high and heavy equipment. The customer's cargo is carried in a worldwide transport network. This is the group's most capital intensive activity.

The logistics activity has much the same customer groups as shipping. Customers operating globally are offered sophisticated logistics services. The activity's primary assets are human capital (expertise and systems) and customer contacts reflected in long-term relationships.

The WMS group segment offers marine products, technical service, ship agency services and logistics to the merchant fleet, safety and environmental systems to the newbuilding and retrofit sectors of the marine and offshore markets, supplies electrical, automation and heating ventilation and air conditioning (HVAC) systems to the marine and offshore markets, ship management including manning for all major vessel types, through a worldwide network of more than 310 offices in some 71 countries.

The Holding & Investments segment includes the parent company, Wilh. Wilhelmsen Holding ASA, Wilh. Wilhelmsen Holding Invest AS group, Wilnor Governmental Services AS and other minor activities (WilService AS, Wilhelmsen Accounting Services AS, Wilh Wilhelmsen HK and corporate group activities like operational management, tax, legal, finance, portfolio management, communication and human relations) which fail to meet the definition for other core activities.

Eliminations are between the group's three segments mentioned above.

RELATED PARTIES TRANSACTIONS

The group and the parent company have transactions with joint ventures and associated companies. These contracts are based on commercial market terms. They relate to the chartering of vessels on long term charters.

See note 9, 19 and 20 to the group accounts for transactions with joint ventures and associates, and note 6 and 14 to the parent company accounts.

See note 4 to the group accounts concerning remuneration of senior executives in the group, and note 2 to the parent company accounts for information concerning loans and guarantees for employees in the parent company.

FOREIGN CURRENCY TRANSACTION AND TRANSLATION

Transactions

In individual companies' transactions in foreign currencies are initially recorded in the functional currency by applying the rate of exchange as of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the rate of the exchange at the balance sheet date. The realised and unrealised currency gains or losses are included in financial income or expense. Change in the currency position related to qualified cash flow hedging derivatives, qualifying net investment hedges, gains and losses are recognised in comprehensive income.

Translations

In the consolidated financial statements, the assets and liabilities of non USD functional currency subsidiaries, joint ventures and associates, including the related goodwill, are translated into USD using the rate of exchange as of the balance sheet date. The results and cash flow of non USD functional currency subsidiaries, joint ventures and associates are translated into USD using average exchange rate for the period reported (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions).

ACCOUNTING POLICIES WILH. WILHELMSEN HOLDING GROUP AND WILH. WILHELMSEN HOLDING ASA GROUP

Exchange adjustments arising when the opening net assets and the net income for the year retained by non USD operation are translated into USD are recognised in other comprehensive income. On disposals of a non USD functional currency subsidiary, joint ventures or associates, the deferred cumulative amount recognised in equity relating to that particular entity is recognised in the income statement.

REVENUE RECOGNITION

Revenue is recognised when it is probable that a transaction will generate a future economic benefit that will accrue to the entity and the size of the amount can be reliably estimated.

Revenues are recognised at fair value and presented net of value added tax and discounts.

Shipping and logistics activities

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

The group's ship owning companies

The group's revenue in ship owning companies derives from chartering (renting) out its vessels to operating companies. The charter hire per vessel is generated from either variable time charter hire (operating companies' net results) or fixed time charter, i.e. predetermined for the entire charter period. The charter agreements are on time charter basis, implying chartering a complete vessel including crew.

Revenues from time charters are accounted for as operating leases under IAS 17. Revenues from predetermined time charters are recognised on a straight-line basis over the duration of the period of each charter and adjusted for off-hire days, as service is performed. Revenues from variable time charters are recognised in accordance with recognition in the operating company (charterer).

Operating companies

Total revenues and voyage related expenses in a period are accounted for as the percentage of completed voyages. Voyage accounting consists of actual figures for completed voyages and estimates for voyages in progress. Voyages are normally discharge-to-discharge. Except for any period a ship is declared off-hire due to technical or other owner's matters, a ship is always allocated to a voyage.

Sales of logistics services are recognised in the accounting period in which the services have been rendered and completed.

Maritime services

Revenue from the sale of goods and services is recognised at fair value, net of VAT, returns and discounts. Revenue from the sale of goods is recognised when ownership passes to the customers. Generally, this is when products are delivered. Rebates and incentive allowance are deferred and recognised in income upon the realisation or the closing of the rebate period. Services are recognised as they are rendered.

Sales of goods and services are recognised in the accounting period in which the services are rendered or goods sold.

Construction contract related to fixed-price contracts with a long production period is accounted for in accordance with the percentage of completion method. The degree of completion is calculated as costs incurred as a percentage of the expected total cost. The total cost is reviewed continuously.

INVENTORIES

Inventories of purchased goods and work in progress, including bunkers, are valued at cost in accordance with the standard cost method. Impairment losses are recognised if the net realisable value is lower than the cost price. Sales costs include all remaining sales, administrative and storage costs.

Luboil is valued at the lower of cost and net realisable value. Luboil represents the lubrication oil held on board the vessels.

CONSTRUCTION CONTRACTS

When the outcome of a construction contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract by reference to the stage of completion. Contract costs are recognised as expenses by reference to the stage of completion of the contract activity at the end of the reporting period. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

Variations in contract work, claims and incentive payments are included in contract revenue to the extent that may have been agreed with the customer and are capable of being reliably measured.

The group uses the 'percentage-of-completion method 'to determine the appropriate amount to recognise in a given period. The stage of completion is measured by reference to the contract costs incurred up to the end of the reporting period as a percentage of total estimated costs for each contract. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion.

CASH-SETTLED PAYMENTS TRANSACTIONS

Cash-settled payments / bonus plans

For cash-settled payments, a liability equal to the portion services received is recognised at the current fair value determined at each balance sheet date.

Cash-settled share-based payment

The group operates a cash settled share based payment incentive scheme for employees at senior executive management level. A liability equal to the portion of services received is recognised at the current fair value of the options determined at each balance sheet date. The total expense is recognised over the vesting period that is 12 months from grant date. The social security contributions payable in connection with the grant of the options is considered an integral part of the grant itself and the charge will be treated as cash-settled transaction

See note 4 to the group accounts and note 2 and 16 to the parent accounts concerning remuneration of senior executives

TANGIBLE ASSETS

Vessel, property and other tangible assets acquired by group companies are stated at historical cost. Depreciation is calculated on a straight-line basis. A residual value, which reduces the deprecation base, is estimated for vessels. The estimate is based on a 10 years average rolling demolition prices, for general cargo. In addition, a charge for environmental friendly recycling is deducted. The calculation is done on an annual basis.

The carrying value of tangible assets equals the historical cost less accumulated depreciation and any impairment charges.

The group's borrowing costs are recognised in the income statement when they arise. Borrowing costs are capitalised to the extent that they are directly related to the acquisition of the vessel. Shipbuilding instalments, other direct vessel costs and the group's direct interest costs related to financing the acquisition cost of vessels are capitalised as they are paid.

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

Property	10-50 years
Other tangible assets	3-10 years
Vessels	30 years

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

An analysis of the group's fleet concluded that vessels based on a pure car truck carrier/ro-ro design do not need to be separated into different components since there is no significant difference in the expected useful life for the various components of these vessels over and above docking costs. Costs related to docking and periodic maintenance will normally be depreciated over the period until the next docking.

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

GOODWILL AND OTHER INTANGIBLE ASSETS

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

Goodwill	Indefinite life
Software and licenses	3-5 years
Other intangible assets	5-10 years

Goodwill
Goodwill represents the excess of the consideration transferred, the amount of any minority interests in the acquiree and the acquisition date fair value of any previous equity interests in the acquiree over the fair value of the group's share of the identifiable net assets of the acquired subsidiary, joint venture or associate. Goodwill arising from the acquisition of subsidiaries is classified as an intangible asset. Goodwill arising from the acquisition of an interest in an associated company is included under investment in associated companies, and tested for impairment as part of the carried amount of the investment annually.

Goodwill from acquisition of subsidiaries is tested annually for impairment and carried at cost less impairment losses. Impairment losses on goodwill are not reversed. Gain or loss on the sale of a business includes the carried amount of goodwill related to the sold business.

Goodwill is allocated to relevant cash-generating units ("CGU"). The allocation is made to those CGU or groups of CGU which are expected to benefit from the acquisition.

Details concerning the accounting treatment of goodwill are provided in the section on consolidation policies above.

Other intangible assets
Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Trademark, technology/licenses and customer relationship have a finite life and are recognised at historical cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of trademarks and licenses over their estimated useful life.

Capitalised expenses related to other intangible assets are amortised over the expected useful lives in accordance with the straight-line method.

IMPAIRMENT OF GOODWILL AND OTHER NON FINANCIAL ASSETS
Non financial assets
At each reporting date the accounts are assessed whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, estimates of the asset's recoverable amount are done. The recoverable amount is the highest of the fair market value of the asset, less cost to sell, and the net present value (NPV) of future estimated cash flow from the employment of the asset ("value in use"). The NPV is based on a discount rate according to a weighted average cost of capital ("WACC") reflecting the company's required rate of return. The WACC is calculated based on the company's long-term borrowing rate and a risk free rate plus a risk premium for the equity. If the recoverable amount is lower than the book value, impairment has occurred and the asset shall be revalued. Impairment losses are recognised in the profit and loss statement. Assets are grouped at the lowest level where there are separately identifiable independent cash flows.

Vessels and newbuilding contracts
Future cash flow is based on an assessment of what is the group's expected time charter earnings and estimated level of operating expenses for each type of vessel over the remaining useful life of the vessel. Vessels are organised and operated as a fleet and evaluated for impairment on the basis that the whole fleet is the lowest CGU. The vessels are trading in global network as part of a fleet, where the income of a specific vessel is dependent upon the total fleet's earnings and not the individual vessel's earnings. Further the group's vessels are interchangeable among the operating companies which are seen through the ongoing operational co-operation (long-term chartering activities, vessel swaps, space chartering, combined schedules etc.). As a consequence, vessels will only be impaired if the total value of the fleet based on future estimated cash flows is lower than the total book value.

Goodwill
Goodwill acquired through business combinations has been allocated to the relevant CGU. An assessment is made as to whether the carrying amount of the goodwill can be justified by future earnings from the CGU to which the goodwill relates. Future earnings are based on next year's expectations with a 1% growth rate.

If the "value in use" of the CGU is less than the carrying amount of the CGU, including goodwill, goodwill will be written down first. Thereafter the carrying amount of the CGU will be written down. Impairment losses related to goodwill cannot be reversed.

LEASES
Leases for property, equipment and vessels where the group carries substantially all the risks and rewards of ownership are classified as financial leases.

Financial leases are capitalised at the inception of the lease at the lower of fair value of the leased item or the present value of agreed lease payments. Each lease payment is allocated between liability and finance charges. The corresponding rental obligations are included in other non current liabilities. The associated interest element is charged to the income statement over the lease period so as to produce a periodic rate of interest on the remaining balance of the liability for each period.

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

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

FINANCIAL ASSETS
The group and the parent company classify financial assets in the following categories: trading financial assets at fair value through the income statement, loans and receivables, and available-for-sale financial assets. The classification depends on the purpose of the asset.

Management determines the classification of financial assets at their initial recognition.

Financial assets carried at fair value through the income statement are initially recognised at fair value, and transaction costs are expensed in the income statement.

Short term investments
This category consists of financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of profit from short term price gains. Short term investments are valued at fair value. The resulting unrealised gains and losses are included in financial income and expense. Derivatives are also placed in this category unless designated as hedges. Assets in this category are classified as current.

Loans and receivables
Loans and receivables are non derivative financial assets with fixed or determinable payments, which are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non current assets. Loans and receivable are classified as other current assets or other non current assets in the balance sheet.

Loans and receivables are recognised initially at their fair value plus transaction costs. Financial assets are derecognised when the contractual rights to the cash flows from the financial assets expire or are transferred, and the group has transferred by and large all risk and return from the financial asset.

Realised gains and losses are recognised in the income statement in the period they arise.

Available-for-sale financial assets
Available-for-sale financial assets are non derivatives that are either designated in this category or not classified in any of the other categories. After initial recognition, available-for-sale financial assets are measured at fair value with gains or losses recognised as a separate component in other comprehensive income until the investments is derecognised, at which time the cumulative gain or loss previously reported in equity is included in the income statement.

The fair value of the investments that are actively traded in organised financial markets is determined by reference to quoted market bid price at the close of business on the balance sheet date. For investments where there is no active market fair value are determined applying commonly used valuation techniques.

ACCOUNTING POLICIES WILH. WILHELMSEN HOLDING GROUP AND WILH. WILHELMSEN HOLDING ASA GROUP

Available-for-sale financial assets are included in non current assets unless the investment matures of management intends to dispose of it within 12 months of the end of the reporting period.

FINANCIAL DERIVATIVES
Derivatives are included in current assets or current liabilities, except for maturities greater than 12 months after the balance sheet date. These are classified as non current assets or other non current liabilities as they form part of the group's long term economic hedging strategy and are not classified as held for trading.

Derivatives are recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured on a continuous basis at their fair value.

Derivatives which do not qualify for hedge accounting
Most derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instruments which do not qualify for hedge accounting are recognised in the income statement stated in financial income/expense.

Derivatives which do qualify for hedge accounting
The group designates certain derivatives as hedges of highly probable forecast transactions (cash flow hedges).

At the date of the hedging transaction, the group documents the relationship between hedging instruments and hedged items, as well as the object of its risk management and the strategy underlying the various hedge transactions. The group also documents the extent to which the derivatives used are effective in smoothing the changes in fair value or cash flow associated with the hedge items. Such assessments are documented both initially and on an ongoing basis.

The fair value of derivatives used for hedging is shown in note 15 to the group accounts. Changes in the valuation of qualified hedges are recognised directly in other comprehensive income until the hedged transactions are realised.

The fair value of financial derivatives traded in active markets is based on quoted market prices at the balance sheet date. The fair value of financial derivatives not traded in an active market is determined using valuation techniques, such as the discounted value of future cash flows. Independent experts verify the value determination for instruments which are considered material.

Cash flow hedge
The effective portion of changes in the fair value of derivatives designated as cash flow hedges are recognised in comprehensive income together with the deferred tax effect. Gain and loss on the ineffective portion is recognised in the income statement. Amounts recognised in comprehensive income are recognised as income or expense in the income statement in the period when the hedged liability or planned transaction will affect the income statement.

Net investment hedge
Gains and losses arising from the hedging instruments relating to the effective portions of the net investments hedges are recognised in comprehensive income. These translation reserves are reclassified to the income statement upon disposal of the hedged net investments, offsetting the translation differences from these net investments. Any ineffective portion is recognised immediately in the income statement within net financial income/(expenses).

Gains and losses accumulated in equity are included in the income statement when the foreign operation is partially disposed of, sold or change of functional currency.

DEFERRED TAX / DEFERRED TAX ASSET
Deferred tax is calculated using the liability method on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates and laws which have been enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available, and that the temporary differences can be deducted from this profit.

Deferred income tax is calculated on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the group.

For group companies subject to tonnage tax regimes, the tonnage tax is recognised as an operating cost.

PENSION OBLIGATIONS
Group companies have various pension schemes, and the employees are covered by pension plans which comply with local laws and regulations. These schemes are generally funded through payments to insurance companies or pension funds on the basis of periodic actuarial calculations. The group and the parent company have both defined contribution and defined benefit plans up to 31 December 2015.

The group decided November 2014 to terminate the group defined benefit plans for the Norwegian employees and change to defined contribution plan from 1 January 2015. After the termination, all affected employees received a paid-up policy as of 31 December 2014. The termination also included the risk plan, related to the group's defined contribution pension schemes, that was covered by a defined benefit plan.

From 1 January 2014, the group established "Ekstrapensjon", a new contribution plan for all Norwegian employees with salaries exceeding 12 times the Norwegian National Insurance base amount (G). The new contribution plan replaced the group obligations mainly financed from operation. However, the group still has obligations for some employees' related to salaries exceeding 12 times the Norwegian National Insurance base amount (G) mainly financed from operations

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

For defined contribution plans, the group and the parent company pay contributions till publicly or privately administered pension insurance plans on an obligatory, contractual or voluntary basis. The group and the parent company have no further payment obligations once the contributions have been paid. The contributions are recognised as a payroll expense when they fall due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

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

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

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

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

Past-service costs are recognised immediately in income

RECEIVABLES
Trade receivables and other receivables, that have fixed or determinable payments that are not quoted in an active market are classified as receivables.

Receivables are recognised at face value less any impairment. Provision for impairment is made to specified receivable items when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the receivable, the estimated future cash flows of the investments have been affected.

CASH AND CASH EQUIVALENTS
Cash and cash equivalents include cash in hand, deposits held at call with banks, other current highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown under borrowings in current liabilities on the balance sheet.

SHARE CAPITAL AND TREASURY SHARES
When the parent company purchases its own shares (treasury shares), the consideration paid, including any attributable transaction costs net of income tax, is

deducted from the equity attributable to the parent company's shareholders until the shares are cancelled or sold. Should such shares subsequently be sold or reissued, any consideration received is included in share capital.

DIVIDEND IN THE GROUP ACCOUNTS
Dividend payments to the parent company's shareholders are recognised as a liability in the group's financial statements from the date when the dividend is approved by the general meeting.

DIVIDEND AND GROUP CONTRIBUTION IN PARENT ACCOUNTS
Proposed dividend for the parent company's shareholders is shown in the parent company account as a liability at 31 December current year. Group contribution to the parent company is recognised as a financial income and current asset in the financial statement at 31 December current year.

LOANS
Loans are recognised at fair value when the proceeds are received, net of transaction costs. In subsequent periods, loans are stated at amortised cost using the effective yield method. Any difference between proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the term of the loan. Loans are classified as current liabilities unless the group or the parent company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

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

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

Impairment of vessels
The group tests at each reporting date whether vessels have suffered any impairment, in accordance with the accounting policies for "Impairment of goodwill and other non financial assets". The recoverable amounts of cash generating unit (CGU) have been determined based on value in use calculations. These calculations require the use of estimates.

See note 5 in the group accounts for additional information.

IMPAIRMENT OF GOODWILL
Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment.

The main risks are:
- Growth
- Net profit
- Cash flow

Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

If available estimated fair value of an asset is obtained externally. In addition, the group has financial models which calculate and determine the value in use through a combination of actual and expected cash flow generation discounted to present value. The expected future cash flow generation and models are based on assumptions and estimate.

See note 5 in the group accounts for additional information.

NOTE 1 COMBINED ITEMS, INCOME STATEMENT

USD mill	2015	2014
OPERATING REVENUE		
Freight revenue	313	285
Ships service revenue	636	677
Technical solutions revenue	306	351
Ship management and crewing revenue	48	50
Other revenue	5	6
Total operating revenue	**1 307**	**1 369**
VESSEL EXPENSES		
Luboil	(6)	(6)
Stores (water, safety, chemicals, ropes etc)	(3)	(4)
Maintenance of vessels	(18)	(19)
Insurance	(5)	(7)
Other vessel expenses	(10)	(12)
Total vessel expenses	**(42)**	**(47)**
OTHER EXPENSES		
Loss on sale of assets	(1)	(3)
Office expenses	(41)	(45)
Communication and IT expenses	(30)	(31)
External services	(20)	(23)
Travel and meeting expenses	(14)	(16)
Marketing expenses	(7)	(8)
Other administration expenses	(38)	(41)
Total other expenses	**(151)**	**(167)**
FINANCIAL INCOME AND EXPENSES		
Financial items		
Investment management	5	17
Interest income	4	6
Other financial items	(9)	(10)
Net financial items	**1**	**14**
Financial interest expenses		
Interest expenses	(47)	(59)
Interest rate derivatives – realised	(32)	(26)
Net financial – interest expenses	**(79)**	**(85)**
Interest rate derivatives – unrealised	24	(16)
Financial currency		
Net currency gain/(loss)	36	92
Derivatives for hedging of cash flow risk – realised	(2)	8
Derivatives for hedging of cash flow risk – unrealised	(26)	(38)
Derivatives for hedging of translation risk – realised	(12)	4
Derivatives for hedging of translation risk – unrealised	(21)	(63)
Net financial currency	**(25)**	**2**
Valuation of bunker hedges	(6)	
Financial income/(expenses)	**(86)**	**(85)**
Spesification of financial income and expenses income statement:		
Net financial items	1	14
Net financial currency		2
Financial income	**1**	**17**
Net financial – interest expenses	(79)	(85)
Net financial currency	(25)	
Interest rate derivatives – unrealised	24	(16)
Valuation of bunker hedges	(6)	
Financial expenses	**(86)**	**(101)**

See note 15 on financial risk and the section of the accounting policies concerning financial derivatives.

NOTE 2 INVESTMENTS IN JOINT VENTURES

	Business office, country	2015 Voting share/ownership	2014
WWASA group (shipping)			
Mark I Shipping Pte Ltd (liquidated)	Singapore		50.0%
Tellus Shipping AS	Lysaker, Norway	50.0%	50.0%
American Roll-on Roll-off Carrier Holding Inc	New Jersey, USA	50.0%	50.0%
Fidelio Inc	New Jersey, USA	50.0%	50.0%
Fidelio Limited Partnership	New Jersey, USA	50.0%	50.0%
EUKOR Car Carriers Inc	Seoul, Republic of Korea	40.0%	40.0%
EUKOR Car Carriers Singapore Pte Ltd (liquidated)	Singapore		40.0%
EUKOR Shipowning Singapore Pte Ltd (liquidated)	Singapore		40.0%
WWASA group (shipping/logistics)			
Wallenius Wilhelmsen Logistics AS	Lysaker, Norway	50.0%	50.0%
WWASA group (logistics)			
American Roll-On Roll-Off Carrier Group Inc	New Jersey, USA	50.0%	50.0%
American Logistics Network LLC	New Jersey, USA	50.0%	50.0%

Wallenius Wilhelmsen Logistics (WWL) is a joint venture between Wilh. Wilhelmsen ASA (WWASA) and Wallenius Lines AB (Wallenius) and was established in 1999. It is an operating company within both the shipping segment and the logistics segment. It operates most of the WWASA's and Wallenius' owned vessels. The company provides global transportation services for the automotive, agricultural, mining and construction equipment industries and its services consist of supply chain management, ocean transportation, terminal services, inland distribution and technical services. WWL is the contracting party in customer contracts with industrial manufacturers for cars, agricultural machinery etc.

EUKOR Car Carriers (EUKOR) is a joint venture between WWASA, Wallenius, Hyundai Motor Company and Kia Motors Corporation. EUKOR is one of the world's largest shipping companies specialised in transporting cars and other rolling cargo. EUKOR is party to contracts for ocean transportation of Hyundai and Kia cars out of Korea, as well as a global provider of quality car carrying services for a diversified customer base.

American Shipping & Logistics Group manages several US based companies, all of which are established on a joint venture basis between WWASA and Wallenius. These companies include a liner service operating company, a ship owning company, and a logistics services provider.

American Roll-on Roll-off Carrier (ARC), a vessel-operating company, is the largest U.S. flag ro-ro carrier and the third largest U.S. flag carrier overall in international trade and provides ro-ro liner services in the US – international trades.

Fidelio Limited Partnership (FLP) owns 6 ro-ro ships, of which 6 are US-flag vessels under contract in the US government's Maritime Security Program (MSP). FLP charters vessels to ARC. The logistics companies were the contract service provider to the US government under the global privately owned vehicle (POV) contract but lost the contract in May 2014.

All companies are private companies and there are no quoted market price available for the shares.

WWL and EUKOR are subject to anti-trust investigations of the car carrying industry in several jurisdictions. See note 21 for contingencies.

There are no other contingent liabilities relating to the group's interest in the joint ventures.

CONT. NOTE 2 INVESTMENTS IN JOINT VENTURES

USD mill	2015	2014
Summarised financial information – according to the group's ownership		
Share of total income	1 933	2 241
Share of operating expenses	(1 921)	(2 038)
Share of depreciation	(77)	(75)
Share of net financial items	(31)	(23)
Share of tax expense	(11)	(16)
Share of profit/(loss) for the year	**(108)**	**86**
Share of equity (equity method)		
Book value	673	825
Excess value (goodwill)	16	16

USD mill	2015	2014
Joint ventures' assets, equity and liabilities (group's share of investments)		
Share of non current assets	1 301	1 275
Share of cash and cash equivalents	262	223
Share of current assets	240	292
Total share of assets	**1 803**	**1 790**
Share of equity 01.01	841	856
Share of profit/(loss) for the period	(108)	86
Dividend received/repayments of share capital	(33)	(89)
Charged directly to equity	(6)	(8)
Currency translation differences	(5)	(5)
Share of equity 31.12	**689**	**841**
Share of non current financial liabilities	640	620
Share of other non current liabilities	197	21
Share of current financial liabilities	67	85
Share of other current liabilities	209	222
Total share of liabilities	**1 114**	**949**
Total share of equity and liabilities	**1 803**	**1 790**

Set out below are the summarised financial information, based on 100%, for EUKOR Car Carriers Inc, which, in the opinion of the directors, is a material joint venture to the group.

Joint venture not considered to be material, is defined under "other" (based on 100%).

USD mill	EUKOR Car Carriers Inc		Other	
	2015	2014	2015	2014
SUMMARISED STATEMENT OF COMPREHENSIVE INCOME				
Total income	1 918	2 249	2 633	2 944
Operating expenses	(1 757)	(1 931)	(2 734)	(2 777)
Depreciation / amortisation	(139)	(118)	(47)	(69)
Net operating profit/(loss)	**23**	**201**	**(149)**	**99**
Financial income/(expenses)	(48)	(37)	(23)	(18)
Profit/(loss) before tax	**(25)**	**164**	**(172)**	**81**
Tax income/(expense)	(2)	(3)	(20)	(30)
Profit/(loss) after minority interest	**(27)**	**162**	**(195)**	**46**
Other comprehensive income	(19)	(8)	(7)	(18)
Total comprehensive income	**(46)**	**154**	**(202)**	**28**
WWH share of dividend from joint ventures	24	24	9	65

CONT. NOTE 2 INVESTMENTS IN JOINT VENTURES

USD mill	EUKOR Car Carriers Inc		Other	
	31.12.2015	31.12.2014	31.12.2015	31.12.2014
SUMMARISED BALANCE SHEET				
Non current assets	2 746	2 627	373	423
Other current assets	154	207	362	422
Cash and cash equivalents	265	270	313	232
Total assets	**3 165**	**3 104**	**1 048**	**1 076**
Non current financial liabilities	1 376	1 341	179	177
Other non current liabilities	161	7	266	37
Current financial liabilities	178	169	13	43
Other current liabilities	114	139	302	316
Total liabilities	**1 829**	**1 656**	**760**	**573**
Net assets	**1 336**	**1 448**	**289**	**504**

The information above reflects the 100% amount presented in the financial statements of the joint ventures, adjusted for differences in accounting policies between the group and the joint ventures.

USD mill	EUKOR Car Carriers Inc		Other	
	2015	2014	2015	2014
RECONCILIATION OF SUMMARISED FINANCIAL INFORMATION				
Opening net asset 01.01	**1 448**	**1 356**	**504**	**629**
Profit/(loss) for the period	(27)	162	(195)	46
Other comprehensive income				
- Cash flow hedges, net of tax	(19)	(8)		
- Currency translation differences			(11)	(10)
- Remeasurement postemployment benefits, net of tax		(1)	4	(9)
- Dividend to shareholder	(60)	(60)	(19)	(153)
- Reclassification	(6)		6	
Closing net assets 31.12	**1 336**	**1 448**	**289**	**504**
WWH share	534	579	138	245
Goodwill	11	11	6	6
Carrying value 31.12	**545**	**590**	**144**	**251**

NOTE 2 INVESTMENTS IN ASSOCIATES

	Business office/country	2015 Voting/control share	2014
WWASA group			
Hyundai Glovis Co Ltd	Seoul, Republic of Korea	12.0%	12.5%
Shippersys AB	Stockholm, Sweden	25.0%	25.0%
Holding & Investments			
NorSea Group AS*	Stavanger, Norway	40.0%	40.0%
		Profit sharing agreements **	
WMS group – companies with significant shares of profits			
Almoayed Wilhelmsen Ltd	Bahrain	50.0%	50.0%
Wilhelmsen Huayang Ships Services (Shanghai) Co Ltd	China	50.0%	50.0%
Wilhelmsen Huayang Ships Services (Beijing) Co Ltd	China	50.0%	50.0%
Diana Wilhelmsen Management Limited	Cyprus	50.0%	50.0%
Wilhelmsen Ships Service Georgia Ltd	Georgia	50.0%	50.0%
Barklav (Hong Kong) Ltd	Hong Kong	50.0%	50.0%
Alghanim Barwil Shipping Co-Kutayba Yusuf Ahmed & Partner WLL	Kuwait	49.0%	49.0%
Barwil-Andersson Agencies Ltd	Latvia	49.0%	49.0%
Wilhelmsen Ships Service Lebanon S.A.L.	Lebanon	49.0%	49.0%
Wilhelmsen-Smith Bell Shipping Inc	Philippines	49.0%	49.0%
Wilhelmsen Hyopwoon Ships Services Ltd	Republic of Korea	50.0%	50.0%
Haeyoung Maritime Services Co Ltd	Republic of Korea	20.0%	20.0%
Barwil Star Agencies SRL	Romania	50.0%	50.0%
Binzagr Barwil Maritime Transport Co Ltd	Saudi Arabia	50.0%	50.0%
Nagliyat Al-Saudia Co Ltd	Saudi Arabia	49.6%	49.6%
Wilhelmsen Meridian Navigation Ltd, Sri Lanka	Sri Lanka	40.0%	40.0%
Baasher Barwil Agencies Ltd	Sudan	50.0%	50.0%
Wilhelmsen Ships Service LLC	United Arab Emirates	50.0%	50.0%
Barwil Abu Dhabi Ruwais LLC	United Arab Emirates	50.0%	50.0%
Barwil Dubai LLC	United Arab Emirates	50.0%	50.0%
Wilhelmsen Ships Service (UAE) LLC	United Arab Emirates	42.5%	42.5%
Triangle Shipping Agencies Co LLC	United Arab Emirates	50.0%	50.0%
Denholm Wilhelmsen Ltd	United Kingdom	40.0%	40.0%
Knight Transport LLC	USA	33,3%	33,3%
Barwil de Venezuela C.A.	Venezuela	50.0%	50.0%
Barwil – Sunnytrans Co. Ltd	Vietnam	50.0%	50.0%

* The investment in NorSea Group AS is collateral. See note 14.

** Takes account of agreements on profit sharing which are additional to the equity share.

An overview of actual equity holdings can be found in the presentation of company structure on page 126.

Hyundai Glovis' principal activity is logistics and distribution services. The company provides overseas logistics services, including vehicle export logistics, air freight forwarding, ocean freight forwarding and international express service. Hyundai Glovis also has a growing shipping segment with its own fleet of car carriers and bulk carriers.

Even if the share interest in Hyundai Glovis is 12.0%, the investment is treated as an associate in accordance with IFRS. The reason is that the group has entered into a shareholders' agreement regarding their shareholding in Hyundai Glovis, including two representatives on the board of directors (22%). The agreement, which has an indefinite term, contains provisions, inter alia, restrictions on transfer of shares, corporate governance, composition of and procedures for the board of directors, matters which require a qualified majority at the general meeting of shareholders, and mechanisms in case a resolution cannot be reached by the partners. In addition the business relationship between the group's joint venture EUKOR Car Carriers Inc and Hyundai Glovis is strong as Hyundai Glovis is a global logistics service provider for EUKOR's main customers Hyundai Motor Company and Kia Motors Corporation.

Hyundai Glovis Co Ltd was listed on 23 December 2005, and the group's equity interest had a stock market value USD 741 million at 31 December 2015 (2014: USD 1 257 million).

NorSea group is a leading provider of supply bases and integrated logistics solution to the Norwegian offshore industry. Through its fully and partly owned entities the group operates ten strategically located supply bases along the coast of Norway, including NorSea (two supply bases both in the Stavanger area), Stordbase (Stord), Coast Center Base (Bergen), Vestbase (Kristiansund), Helgelandsbase (Sandnessjøen) and Polarbase (Hammerfest). In 2014 NorSea acquired Danborg from A.P.Møller Maersk. Danbor is the largest service provider of oil and gas logistics in the Danish part of the North Sea with an estimated market share of 80%. Through the acquisition, NorSea will improve its offering to UK and Scotland based customers and not least be part of new explorations related to offshore opportunities at Greenland.

CONT. NOTE 2 INVESTMENTS IN ASSOCIATES

USD mill	2015	2014
Share of profit from associates		
Hyundai Glovis Co Ltd	36	66
NorSea Group AS	7	6
Other associates WMS group	5	6
Share of profit from associates	**48**	**79**
Book value of material associates		
Hyundai Glovis Co Ltd	337	322
NorSea Group AS	76	83
Specification of share of equity and profit/loss:		
Share of equity 01.01	423	361
Share of profit for the year	48	79
Addition in Holding & Investments	1	17
Disposal WWASA group	(13)	
Disposal WMS group	(1)	(1)
Dividend	(15)	(14)
Other comprehensive income	(15)	(19)
Share of equity 31.12	**428**	**423**

There are no contingent liabilities relating to the group's interest in the associates.

Acquisition/disposal

In April 2014, WWH group increased its stake in NorSea group AS from 35.4% to 40.0%. Total investment including new equity and shareholder loan amounted to USD 19 mill.

In the first quarter of 2015, WWASA sold 187 500 shares in Hyundai Glovis with net proceeds of approximately USD 39 million. The net gain recorded in the 2015 group's accounts amounted to USD 26 million.

Set out below are the summarised financial information for, based on 100%, for Hyundai Glovis and NorSea group, which, in the opinion of the directors, is the material associates to the group.

Associates not considered to be material is defined under "other" (based on 100%). Hyundai Glovis is accounted for one quarter in arrears and figures presented correspond to the periods included in WWH Group.

USD mill	Hyundai Glovis		NorSea group		Other	
	2015*	2014*	2015	2014	2015	2014
SUMMARISED STATEMENT OF COMPREHENSIVE INCOME						
Total income	12 836	12 922	364	508	85	123
Operating expenses	(12 237)	(12 327)	(327)	(454)	(73)	(112)
Net operating profit	**598**	**596**	**37**	**54**	**12**	**11**
Finance income & expenses	(21)	(7)				
Other financial expenses	(109)	118	(17)	(33)	2	1
Profit before tax	**469**	**708**	**20**	**22**	**14**	**13**
Tax	(177)	(186)	(2)	(6)	(3)	(1)
Profit/(loss) after minority interest	**292**	**522**	**18**	**16**	**11**	**11**
Other comprehensive expenses	20	(20)	(1)			
Total comprehensive (expense)/income	**312**	**502**	**18**	**16**	**11**	**11**
WWH share of dividend from associates	9	7	2	2	4	6

*Corresponding to Hyundai Glovis' accounting period respectively 01.10.2014 through 30.09.2015 and 01.10.2013 through 30.09.2014.

NOTE 2 INVESTMENTS IN ASSOCIATES

USD mill	Hyundai Glovis		NorSea group		Other	
	31.12.2015**	31.12.2014**	31.12.2015	31.12.2014	31.12.2015	31.12.2014
SUMMARISED BALANCE SHEET						
Non current assets	3 149	2 587	547	614	16	17
Other current assets	2 745	2 475	77	100	55	59
Cash and cash equivalents	695	705	21	18	42	41
Total assets	**6 589**	**5 767**	**645**	**733**	**114**	**117**
Non current financial liabilities	660	578	360	400		
Other non current liabilities	911	416	14	1	5	4
Current financial liabilities	972	923	23	24		
Other current liabilities	1 393	1 272	58	99	77	76
Total liabilities	**3 936**	**3 189**	**456**	**524**	**82**	**80**
Net assets	**2 654**	**2 578**	**189**	**209**	**32**	**37**

**Corresponding to Hyundai Glovis' accounting period ending respectively 30.09.2015 and 30.09.2014.

USD mill	Hyundai Glovis		NorSea group		Other	
	31.12.2015	31.12.2014	31.12.2015	31.12.2014	31.12.2015	31.12.2014
RECONCILIATION OF SUMMARISED FINANCIAL INFORMATION						
Net asset 01.01	**2 578**	**2 049**	**209**	**225**	**37**	**39**
Increased capital				14		
Profit for the period	292	522	18	16	12	11
Other comprehensive income***	(158)					
Currency translation differences	(66)	60	(34)	(46)	(6)	(13)
Dividend /disposal entities	8	(53)	(4)		(11)	(1)
Net assets 31.12	**2 654**	**2 578**	**189**	**209**	**32**	**37**
WWH share	318	322	76	83	15	17
Sale of shares in Hyundai Glovis	(13)					
Goodwill	18	19				
Currency	13	(18)				
Carrying value 31.12	**337**	**322**	**76**	**83**	**15**	**17**

***Including currency translation differences on net assets 01.01.

Reconciliations of the group's income statement and balance sheet

USD mill	2015	2014
Share of profit/(loss) from joint ventures	(108)	86
Share of profit from associates	48	79
Share of profit/(loss) from joint ventures and associates	**(60)**	**165**
Share of equity from joint ventures	689	841
Share of equity from associates	428	423
Share of equity from joint ventures and associates	**1 116**	**1 264**

The group's share of profit/(loss), after tax from joint ventures and associates is recognised in the income statement as an operating income. The investments in joint ventures and associates are related to the group's operating activities and therefore classified as part of the operating activity. All joint ventures and associates are equity consolidated.

NOTE 3 PRINCIPAL SUBSIDIARIES

	Business office/country	Nature of business	Proportion of ordinary shares directly held by parent (%)	Proportion of ordinary shares held by the group (%)
WWASA group				
Wilh Wilhelmsen ASA	Lysaker, Norway	Shipping & logistics	72.73%	72.73%
WMS group				
Wilhelmsen Maritime Services AS	Lysaker, Norway	Maritime products and services	100%	100%
Wilhelmsen Ships Service AS	Lysaker, Norway	Maritime products and services		100%
Wilhelmsen Technical Solutions AS	Lysaker, Norway	Technical solution		100%
Callenberg group AB	Gotenburgh, Sweden	Technical solution		100%
Wilhelmsen Ship Management Ltd	Hong Kong	Ship management		100%
Holding & Investments				
Wilh. Wilhelmsen Holding Invest AS	Lysaker, Norway	Investment	100%	100%
Wilh. Wilhelmsen Holding Invest Malta Ltd	Valletta, Malta	Investment		100%

The group's principal subsidiaries at 31 December 2015 are set out above. Unless otherwise stated, they have share capital consisting solely of ordinary shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

NOTE 4 EMPLOYEE BENEFITS

USD mill	Note	2015	2014
Pay		200	223
Payroll tax		39	44
Pension cost	8	18	24
Termination gain defined benefit plan	8	(4)	(57)
Employee benefits seagoing personnel		43	54
Other remuneration		34	42
Provision downsizing Scandinavian officers			6
Total employee benefits		**331**	**337**
Number of employees:			
Group companies in Norway		620	628
Group companies abroad		5 720	5 782
Seagoing personnel Wilhelmsen Ship Management		10 133	11 151
Total employees		**16 473**	**17 561**
Average number of employees		17 017	17 432

CONT. NOTE 4 EMPLOYEE BENEFITS

REMUNERATION OF SENIOR EXECUTIVES

USD thousand	Pay	Bonus	Pension premium	* Other remuneration	Total	Total in NOK thousand
2015						
Group CEO	563	279	197	190	1 229	9 908
Group CFO	443	113	144	145	844	6 805
President and CEO Wilh. Wilhelmsen ASA	454	188	554	512	1 707	13 766
President and CEO Wilhelmsen Maritime Services AS	397	113	413	399	1 323	10 663
2014						
Group CEO	694	496	187	201	1 578	9 943
Group CFO	517	186	357	394	1 453	9 158
President and CEO Wilh. Wilhelmsen ASA	574	188	427	426	1 615	10 174
President and CEO Wilhelmsen Maritime Services AS	498	165	466	542	1 672	10 536

Remuneration is paid in NOK, which means that the USD amounts are not comparable from year to year. Rates of remuneration can be compared by taking account of changes in the USD exchange rate.

* Mainly related to gross up pension expenses and company car.

Remuneration of the board of directors

USD thousand	2015	2014
Diderik Schnitler (chair) *	111	143
Bettina Banoun	47	56
Helen Juell	47	56
Odd Rune Austgulen	47	56
Carl E. Steen	47	56

* Included board of directors fee from WWASA USD 43 thousand (2014: USD 48 thousand)

The chair has an additional consulting agreement with the WWASA group where he got paid USD 27 thousand in 2015 (2014: USD 34 thousand).
The board's remuneration for fiscal year 2015 will be approved by the general meeting 3 May 2016.
Remuneration of the nomination committee, for both Wilh. Wilhelmsen Holding ASA and Wilh. Wilhelmsen ASA, totalled USD 21 thousand for 2015 (2014: USD 22 thousand).

Senior executives

Thomas Wilhelmsen – group CEO
Nils Petter Dyvik – group CFO
Jan Eyvin Wang – president and CEO Wilh. Wilhelmsen ASA
Dag Schjerven – president and CEO Wilhelmsen Maritime Serivces AS

See note 2 Employee benefits in the parent company accounts, and note 19 Related party transaction.

CONT. NOTE 4 EMPLOYEE BENEFITS

LONG TERM INCENTIVE SCHEME

As of 1 January 2015, the synthetic option programme was replaced with a new long term incentive scheme (LTI). Participants are the group management team and the presidents for Wilhelmsen Ships Service and Wilhelmsen Ship Management. For the group CEO, maximum annual payment is 100% of base salary and for the president and CEO of WWASA it is 75%. For the remaining six participants of the programme, the annual payment is 50% of base salary.

The LTI is focusing on long term shareholder value creation and is based on positive development of the WW group's value adjusted equity. The ambitions set for the programme are to increase alignment with shareholders' interest, attract, retain and motivate participants and drive long-term group performance.

Settlement is based on return on value adjusted equity the last four years leading up to the settlement. The value adjusted equity is determined by using a "sum-of-the-parts" principle. For listed companies, value adjusted equity is based on market price, while earnings multiples are used for non-listed entities.

The board sets value adjusted equity targets at the beginning of each four year measurement period. Without consultation or agreement with the individual, the board has the right to change or terminate incentive programme after each year.

Option program up to 31.12.2014 – Share equivalents

The extraordinary general meeting of Wilh. Wilhelmsen Holding ASA (WWH) held at 6 December 2011 resolved to renew the share-price-based incentive program for employees at management level in the company, and in its associated subsidiaries.

The program has a duration of three years, running from 1 January 2011 until 31 December 2013, extended to 2014, and entitles the participants to a cash reward based on the annual total return of the underlying shares and dividends during the period. Maximum annual payment is set to 50% of annual basic salary.

The board of directors for WWH and the board of directors for Wilh. Wilhelmsen ASA (WWASA) were authorised to decide the beneficiaries under the program. The two boards initially allocated annually 16 500 share equivalents in WWH (reference A shares) and annually 130 000 share equivalents in WWASA.

Granted share equivalents 2014:	Share equivalent in WWI shares	Share equivalent in WWASA shares
Thomas Wilhelmsen – group CEO	6 500	30 000
Nils Petter Dyvik – group CFO	4 500	20 000
Jan Eyvin Wang – president and CEO Wilh. Wilhelmsen ASA		50 000
Benedicte B. Agerup – CFO Wilh. Wilhelmsen ASA		30 000
Dag Schjerven – president and CEO Wilhelmsen Maritime Services AS	5 500	

Per 31 December the options were out of money for 2014.

USD mill	2015	2014
EXPENSED AUDIT FEE		
Statutory audit	2.3	3.0
Other assurance services	0.3	0.5
Tax advisory fee	1.6	1.3
Other assistance	0.2	0.8
Total expensed audit fee	**4.3**	**5.7**

The fees above cover the group expenses to all external auditors and tax advisors.

NOTE 5 PROPERTY, VESSELS AND OTHER TANGIBLE ASSETS

USD mill	Property	Vessels*	Newbuilding contracts	Other tangible assets	Total tangible assets
TANGIBLE ASSETS					
2015					
Cost price 1.1	93	2 338	61	213	2 706
Acquisition	6	10	144	34	193
Reclass/disposal	5	90	(172)	(12)	(88)
Currency translation differences	(11)			(20)	(32)
Cost price 31.12	**92**	**2 439**	**33**	**215**	**2 779**
Accumulated depreciation and impairment losses 1.1	(29)	(640)		(87)	(757)
Depreciation/amortisation	(3)	(80)		(11)	(94)
Reclass/disposal	(6)	75		4	72
Impairment	(2)				(2)
Currency translation differences	4			9	13
Accumulated depreciation and impairment losses 31.12	**(37)**	**(646)**		**(86)**	**(768)**
Carrying amounts 31.12	**56**	**1 793**	**33**	**129**	**2 011**
2014					
Cost price 1.1	109	2 436	31	227	2 803
Acquisition	2	5	30	20	58
Reclass/disposal	(4)	(103)		(14)	(122)
Currency translation differences	(13)			(20)	(33)
Cost price 31.12	**93**	**2 338**	**61**	**213**	**2 706**
Accumulated depreciation and impairment losses 1.1	(33)	(647)		(93)	(773)
Depreciation/amortisation	(3)	(76)		(13)	(91)
Disposals	2	86		8	96
Impairment		(4)			(4)
Currency translation differences	4			11	15
Accumulated depreciation and impairment losses 31.12	**(29)**	**(640)**	**0**	**(87)**	**(757)**
Carrying amounts 31.12	**64**	**1 698**	**61**	**126**	**1 950**
Economic lifetime	10-50 years	30 years		3-10 years	
Depreciation schedule	Straight-line	Straight-line		Straight-line	

* Vessels include dry-docking and carrying amounts at year end was USD 15 million (2014: USD 14 million)

During 2015, two new vessel were delivered. WWASA has, on own accounts, two new vessels due for delivery in 2016. See note 17 for commitments related to the newbuilding program.

Impairment

The group has evaluated the need for potential impairment losses on its fleet in accordance with the accounting policies.

Vessels are organised and operated as a fleet and evaluated for impairment on the basis that the whole fleet is the lowest cash generating unit CGU. The recoverable amount is the higher of estimated market value (third party quotations) and value in use calculations. As a consequence, vessels will only be impaired if the recoverable value of the fleet is lower than the total book value.

Value in use is the net present value of future cash flows arising from continuing use of the asset or CGU, including any disposal proceeds.

Future cash flow is based on an assessment of what is the group's expected time charter earnings and estimated level of operating expenses for each type of vessel over the remaining useful life of the vessel. Key assumptions are future estimated cash flows, time charter income reduced by estimated vessel operating expenses, based on group management's latest long term forecast. The estimated future cash flows reflect both past experience as well as external sources of information concerning expected future market development.

Management has estimated a moderate improvement in cash flows over the five year forecasting period 2016-2020. Cash flows remain stable until vessels exceeds 20 years, then time charter earnings are reduced by 5% over the remaining useful lives of vessels (0% growth rate).

The net present value of future cash flows was based on weighted average cost of capital (WACC) of 6.14% in 2015. The WACC can be estimated as follows:
Borrowing rate: Debt ratio*(implied 22 year US swap rate + loan margin)
+ Equity Return: Equity ratio*(implied 22 year US swap rate + Beta*market premium)
= WACC

Based on the value in use estimates, management has concluded that no impairment is required as per 31 December 2015.

Had the WACC been one percentage point higher, the estimated value in use would be reduced by USD 191 million which would not have resulted in an impairment loss. Had the WACC been one percentage point lower, the estimated value in use would be increased by USD 221 million.

Had the estimated time charter income been five percentage points lower, the estimated value in use would be reduced by USD 167 million which would not have resulted in an impairment loss. Had the estimated time charter income been five percentage points higher, the estimated value in use would be increased by USD 167 million.

CONT. NOTE 5 GOODWILL AND OTHER INTANGIBLE ASSETS

USD mill	Goodwill	Other intangible assets	Software and licences	Total intangible assets
INTANGIBLE ASSETS				
2015				
Cost price 01.01	216	28	109	353
Acquisition	2	1	18	21
Reclass/disposal		(2)	(4)	(6)
Currency translation differences	(24)	(4)	(14)	(42)
Cost price 31.12	**194**	**23**	**109**	**327**
Accumulated amortisation and impairment losses 01.01	(1)	(5)	(71)	(76)
Amortisation/impairment	(50)	(2)	(5)	(57)
Reclass/disposal	0	0	3	3
Currency translation differences	0	1	8	9
Accumulated amortisation and impairment losses 31.12	**(52)**	**(6)**	**(64)**	**(122)**
Carrying amounts 31.12	**142**	**17**	**45**	**205**
2014				
Cost price 01.01	249	23	121	393
Acquisition	12	12	9	33
Reclass/disposal	(4)	(1)	1	(5)
Currency translation differences	(40)	(6)	(22)	(68)
Cost price 31.12	**216**	**28**	**109**	**353**
Accumulated amortisation and impairment losses 01.01	(4)	(5)	(76)	(84)
Amortisation/impairment	(0)	(1)	(9)	(10)
Disposals	3	0	0	3
Currency translation differences	0	1	14	15
Accumulated amortisation and impairment losses 31.12	**(1)**	**(5)**	**(71)**	**(76)**
Carrying amounts 31.12	**215**	**23**	**38**	**276**

Segment-level summary of the goodwill allocation:	2015	2014
WMS group	137	209
WWASA group	6	6
Total goodwill allocation	**142**	**215**

In 2015 WMS group (CGU Ships Service) acquired Timm AS for USD 9 million. The excess value (nominated in NOK) was split into intangible assets and goodwill of USD 4 million.

In 2014 WMS group (CGU Technical Solution) acquired Integrated Engineering Services (Aberdeen) Limited for USD 24 million. The excess value (nominated in GBP) was split into intangible assets and goodwill of USD 12 million.

CONT. NOTE 5 GOODWILL AND OTHER INTANGIBLE ASSETS

Impairment testing of goodwill
In the WMS group segment, USD 125 million relate to business area Ships Service mainly to the acquisition of Unitor ASA, USD 10 million relate to business area Technical Solution mainly to the acquisition of IES Callenberg LtD (Abeerdeen) and the rest of the goodwill relate to WWASA group USD 6 mill. The goodwill figures are originally calculated in NOK, GBP and USD. (2014: NOK, SEK, USD and GBP).

For the purpose of impairment testing, goodwill is allocated to the respective cash generating units which are Ships Service and Technical Solutions. In 2015 an impairment was made with USD 50 million related to the goodwill in technical services from acquistion of Callenberg Sweden. The impairment charge impacted the operating profit in WMS group.

Value in use was determined by discounting the future cash flows generated from the continuing operation of the units. Cash flows were projected based on actual operating results and next year's forecast. Cash flows is based on a 5-year strategy plan period with terminal value (terminal growth rate 1%) were extrapolated using the following key assumptions:

	2015	2014
USD/NOK	8.30	6.39
USD/SEK	8.42	7.10
Discount rate	9.0%	9.0%
Growth rate	3-9%	6-9%
Increase in material cost	6-9%	6-9%
Increase in pay and other remuneration	3-4%	3-4%
Increase in other expenses	4-7%	3-7%

The values assigned to the key assumptions represent management's assessment of future trends in the maritime industry and are based on both external sources and internal sources.

No reasonably possible change in any of the key assumptions on which management has based its determination of the recoverable amount would cause the carrying amount to exceed its recoverable amount.

Had the WACC been 0.5 percentage point higher, the estimated value would be reduced by USD 12 million for WSS net value. Had the WACC been 0.5 percentage point lower, the estimated value would be increased by USD 12 million for WSS.

Had the multiple, enterprise value / EBITDA been 1 point lower, the estimated value would be reduced by USD 91 million for WSS net value. Had the multiple, enterprise value / EBITDA been 1 point higher, the estimated value would be increased by USD 91 million for WSS.

The full amount of the goodwill arising from acquisition of Callenberg was written off in the third quarter of 2015 with USD 50 million. No impairment was necessary at 31 December 2014.

NOTE 6 TAX

Tonnage tax
Companies subject to tonnage tax regimes are exempt from ordinary tax on their shipping income. In lieu of ordinary taxation, tonnage taxed companies are taxed on a notional basis based on the net tonnage of the companies' vessels. Income not derived from the operation of vessels in international waters, such as financial income, is usually taxed according the ordinary taxation rules applicable in the resident country of each respective company. The WWASA group had two wholly owned companies resident in UK and Malta which was taxed under a tonnage tax regime in 2015. Further, the WWASA group had one tonnage taxed joint venture company resident in the Republic of Korea, one tonnage taxed joint venture company resident in Norway, and two tonnage taxed joint venture companies in Singapore in 2015.

The tonnage tax is considered as operating expense in the accounts.

Ordinary taxation
The ordinary rate of corporation tax in Norway is 27% of net profit for 2015. Norwegian limited liability companies are encompassed by the participation exemption method for share income. Thus, share dividends and gains are tax free for the receiving company. Corresponding losses on shares are not deductible. The participation exemption method does not apply to share income from companies considered low taxed and that are located outside the European Economic Area (EEA), and on share income from companies owned by less than 10% resident outside the EEA.

For group companies located in the same country and within the same tax regime, taxable profits in one company can be offset against tax losses and tax loss carry forwards in other group companies. Deferred tax/deferred tax asset has been calculated on temporary differences to the extent that it is likely that these can be utilised in each country and for Norwegian entities the group has applied a rate of 25%.

Forced exit taxation
Wilhelmsen Lines Shipowning (WLS) commenced legal proceedings before the Oslo City Court based on the tax appeal board's decision to turn down the application for tonnage tax. The basis for the proceedings was that the transition rule valid for companies that exited the old tonnage tax regime (abolished in 2007) into ordinary taxation was in breach with The Constitution of Norway, article 97. The litigation process was scheduled for 2-4 May 2016, but the group have now concluded to withdrawn the case. Such withdraw will have no impact on the income statement or balance sheet for the group.

The effective tax rate for the group will, from period to period, change dependent on the group gains and losses from investments inside the exemption method and tax exempt revenues from tonnage tax regimes.

Foreign taxes
Companies domiciled outside Norway will be subject to local taxation, either on ordinary terms or under special tonnage tax rules. When dividends are paid, local withholding taxes may be applicable. This generally applies to dividends paid by companies domiciled outside the EEA.

Payable tax foreign is impacted by a notice from Korea Tax Authorities whereas they disregard Wilhelmsen Ships Holding Malta Ltd as the beneficial owner of dividends from EUKOR. The notice is for the period 2010-2014 with an increased withholding tax from 5% to 15%. Korea Tax Authorities claim Wilh. Wilhelmsen ASA being the beneficial owner of the dividend with the consequence of 15% withholding tax according to tax treaty Norway-Korea. EUKOR has withheld 5% on dividends paid according to the Malta-Korea tax treaty. Total increased withholding tax and penalty (10%) for the period 2010-2015 amounts to approximately USD 15 million. The company has made an administrative appeal to the Board of Audit and Inspection (BAI). A decision here is normally made within 6-9 months.

CONT. NOTE 6 TAX

USD mill	2015	2014
Allocation of tax income/(expense) for the year		
Payable tax in Norway	(2)	(5)
Payable tax foreign	(26)	(16)
Change in deferred tax	47	57
Total tax income/(expense)	**19**	**36**

The tax income for 2015 is driven by the tax effect of unrealised currency losses related to non current interest-bearing debt in USD in the Norwegian entities.

Reconciliation of actual tax cost against expected tax cost in accordance with the ordinary Norwegian income tax rate of 27%		
Profit before tax	36	255
27% tax	10	69
Tax effect from:		
Permanent differences	3	(8)
Non-taxable income	(78)	(54)
Share of profits from joint ventures and associates	17	(44)
Change in difference tax rate, deferred tax assets allowance		2
Currency transition from USD to NOK for Norwegian tax purpose	11	(6)
Witholding tax and payable tax previous year	19	6
Calculated tax (income)/expense for the group	**(19)**	**(36)**
Effective tax rate for the group	(52.2%)	4.1%

The effective tax rate for the group will, from period to period, change dependent on the group gains and losses from investments inside the exemption method and tax exempt revenues from tonnage tax regimes.

USD mill	2015	2014
Deferred tax assets to be recovered after more than 12 months	16	15
Deferred tax assets to be recovered within 12 months	148	133
Deferred tax liabilities to be recovered after more than 12 months	(37)	(45)
Deferred tax liabilities to be recovered within 12 months	(56)	(68)
Net deferred tax assets	**72**	**35**
Net deferred tax assets/(liabilities) at 01.01	35	(40)
Currency translation differences	(10)	6
Tax charged to equity / acquisition	1	13
Income statement charge	47	57
Net deferred tax assets at 31.12	**72**	**35**
Deferred tax assets in balance sheet	92	43
Deferred tax liabilities in balance sheet	(20)	(8)
Net deferred tax assets at 31.12	**72**	**35**

CONT. NOTE 6 TAX

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

USD mill	Fixed assets	Tonnage tax regime	Other	Total
Deferred tax liabilities				
At 31.12.2014	**(54)**	**(35)**	**(22)**	**(113)**
Through income statement	(4)	12	(3)	6
Charged directly to equity				
Currency translations	4	4	7	14
Deferred tax liabilities at 31.12.2015	**(54)**	**(19)**	**(19)**	**(93)**
At 31.12.2013	**(62)**	**(54)**	**(3)**	**(121)**
Through income statement	8	16	(34)	(9)
Charged directly to equity			13	13
Currency translations		2	2	4
Deferred tax liabilities at 31.12.2014	**(54)**	**(35)**	**(22)**	**(113)**

USD mill	Non current assets and liabilities	Current assets and liabilities	Tax losses carried forward	Total
Deferred tax assets				
At 31.12.2014	**87**	**(3)**	**62**	**148**
Through income statement	16	4	21	40
Charged directly to equity	(1)	4	(2)	1
Currency translations	(12)	(10)	(3)	(25)
Deferred tax assets at 31.12.2015	**90**	**(7)**	**79**	**165**
At 31.12.2013	**60**	**(3)**	**23**	**80**
Through income statement	23		43	66
Charged directly to equity	3	2	(5)	
Currency translations	1	(1)	1	1
Deferred tax assets at 31.12.2014	**87**	**(3)**	**62**	**148**

Temporary differences related to joint ventures and associates are USD 0 for the group, since all the units are regarded as located within the area in which the exemption method applies, and no plans exist to sell any of these companies.

The temporary differences in WWASA group related to exit tonnage tax, fixed assets, current assets and liabilities and most of the tax losses carry forward are nominated in NOK and translated to balance date rate. The net currency gain and losses are recognised on entities level through income statement due to different functional currency than local currency.

The WMS group segment will have shares in subsidiaries not subject to the exemption method which could give rise to a tax charge in the event of a sale, where no provision has been made for deferred tax associated with a possible sale or dividend. No plans exist at present to dispose of such companies.

NOTE 7 EARNINGS PER SHARES

Earnings per share taking into consideration the number of outstanding shares in the period. The group acquired 100 000 own A shares during August 2011.

Basic / diluted earnings per share is calculated by dividing profit for the period after minority interests, by average number of total outstanding shares.

Earnings per share is calculated based on 46 403 824 shares for 2014 and 2015.

NOTE 8 PENSION

Description of the pension scheme
In order to reduce the group's exposure to certain risks associated with defined benefit plans, such as longevity, inflation, effects of compensation increases, the group regularly reviews and continuously improves the design of its post-employment defined benefit plans. Until 31 December 2014, the group provides both defined benefit pension plans and defined contribution pension plans.

For many years the group had a defined benefit plan for employees in Norway through Storebrand. The defined benefit plan was closed for new employees 1 May 2005.

The group decided November 2014 to terminate the group defined benefit plans for the Norwegian employees and change to defined contribution plan from 1 January 2015. After the termination all affected employees received a paid-up policy as of 31 December 2014. The termination also included the risk plan, related to the group's defined contribution pension schemes, that was covered by a defined benefit plan.

Subsidiaries outside Norway have separate schemes for their employees in accordance with local rules, and the pension schemes are for the material part defined contribution plans.

The group's defined contribution pension schemes for Norwegian employees are with Storebrand, similar solutions with different investment funds. Maximum contribution levels according to regulations have been followed up to 31 December 2014. From 1 January 2015 the contributions from the group are changed to be in accordance with new requirements.

The group pension liabilities have been calculated based on updated actuarial and financial assumptions as of 31 December 2014 and booked against other comprehensive income (directly to equity) before the termination has been reversed as an accounting gain through profit and loss and included in employees benefits to be a part of the group's operating profit. The effect of termination of defined benefit plan for one subsidiary in 2015 was USD 4 million.

The change in the group pension plans decreased the net equity with approximately USD 6 million at the end of 2014.

The net effect of equity is as follow:
Through income statement 2014 a gain of USD 63 million and a loss before tax through other comprehensive income (directly to equity) of USD 69 million. Through income statement 2015 a gain of USD 4 million has been booked as a part of pension cost.

From 1 January 2014 the group established "Ekstrapensjon", a new contribution plan for all Norwegian employees with salaries exceeding 12 times the Norwegian National Insurance base amount (G). The new contribution plan replaced the group obligations mainly financed from operation. However, the group still has obligations for some employees' related to salaries exceeding 12 times the Norwegian National Insurance base amount (G) mainly financed from operations.

In addition the group has agreements on early retirement. This obligations are mainly financed from operations.

The group has obligations towards some employees in the group's senior executive management. These obligations are mainly covered via group annuity policies in Storebrand.

Pension costs and obligations includes payroll taxes. No provision has been made for payroll tax in pension plans where the plan assets exceed the plan obligations.

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

In a few countries where there is no deep market in such bonds, the market rates on government bonds are used.

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

	Funded		Unfunded	
Number of people covered by pension schemes at 31.12	2015	2014	2015	2014
In employment	35	125	26	49
On retirement (inclusive disability pensions)	19	148	710	718
Total number of people covered by pension schemes	**54**	**273**	**736**	**767**

	Expenses		Commitments	
Financial assumptions for the pension calculations:	2015	2014	31.12.2015	31.12.2014
Discount rate	2.30%	4.00%	2.50%	2.30%
Anticipated pay regulation	3.00%	3.50%	2.25%	3.00%
Anticipated increase in National Insurance base amount (G)	3.00%	3.50%	2.25%	3.00%
Anticipated regulation of pensions	0.60%	0.60%	0.60%	0.60%

Anticipated pay regulation are business sector specific, influenced by composition of employees under the plans. Anticipated increase in G is tied up to the anticipated pay regulations. Anticipated regulation of pensions is determined by the difference between return on assets and the hurdle rate.

Actuarial assumptions: all calculations are calculated on the basis of the K2013 mortality tariff. The disability tariff is based on the KU table.

CONT. NOTE 8 PENSION

Pension assets investments (in %)	31.12.2015	31.12.2014
Current bonds	7.5%	10.6%
Bonds held to maturity	45.3%	45.9%
Money market	2.3%	(0.8)%
Equities	5.7%	6.7%
Other (property, credit bonds)	39.4%	37.8%
Total pension assets investments	100.0%	100.0%

The table shows how pension funds including derivatives administered by Storebrand Kapitalforvaltning AS were invested at 31 December 2015.
The recorded return on assets administered by Storebrand Kapitalforvaltning was 3.9% at 31 December 2015 (2014: 6.6%).

USD mill		2015			2014	
Pension expenses	Funded	Unfunded	Total	Funded	Unfunded	Total
Service cost	2		2	7	1	7
Termination gain defined benefit plan	(4)		(4)	(56)	(1)	(57)
Net interest cost		2	2		3	3
Cost of defined contribution plan	15		15	14		14
Net pension expenses	**13**	**2**	**15**	**(36)**	**3**	**(33)**

USD mill	2015	2014
Remeasurements – Other comprehensive income		
Effect of changes in demographic assumptions	1	
Effect of changes in financial assumptions	4	
Effect of experience adjustments		(58)
Return on plan assets (excluding interest income)	1	(6)
Total remeasurements included in OCI	**6**	**(63)**
The group comprehensive income pension	5	(51)
The tax effect of comprehensive income pension	2	(19)
Gross remeasurements included in OCI pension	**7**	**(69)**
Remeasurements included in OCI (parent and subsidaries)	6	(63)
Remeasurements included in OCI (joint ventures and associates)	1	(6)

USD mill	2015	2014
Pension obligations		
Defined benefit obligation at end of prior year	109	213
Effect of changes in foreign exchange rates	(19)	(40)
Service cost	2	8
Termination gain defined benefit plan	(2)	(57)
Interest expense	2	8
Benefit payments from plan		(5)
Benefit payments from employer	(4)	(6)
Settlement payments from plan assets	(9)	(75)
Remeasurements – change in assumptions	(6)	62
Pension obligations 31.12	**73**	**109**
Fair value of plan assets		
Fair value of plan assets at end of prior year	17	105
Effect of changes in foreign exchange rates	(4)	(18)
Interest income		4
Employer contributions	2	8
Benefit payments from plan	(0)	(5)
Settlement payments from plan assets	(9)	(75)
Return on plan assets (excluding interest income)	(1)	(2)
Gross pension assets 31.12	**6**	**17**

CONT. NOTE 8 PENSION

USD mill Total pension obligations	2015 Funded	Unfunded	Total	2014 Funded	Unfunded	Total
Defined benefit obligation	15	56	71	27	73	100
Service cost	2	1	2	8	1	8
Total pension obligation	**17**	**56**	**73**	**35**	**74**	**109**
Fair value of plan assets	6		6	17		17
Net liability (asset)	**11**	**56**	**67**	**17**	**74**	**92**

Premium payments in 2016 are expected to be USD 5.0 million (2015: USD 6.6 million).
Payments from operations are estimated at USD 4.1 million (2015: USD 5.4 million).

USD mill Historical developments	31.12.2015	31.12.2014	31.12.2013	31.12.2012	31.12.2011	31.12.2010
Gross pension obligations, including payroll tax	(73)	(109)	(213)	(206)	(227)	(204)
Gross pension assets	6	17	105	107	99	103
Net recorded pension obligations	**(67)**	**(92)**	**(108)**	**(99)**	**(128)**	**(101)**

NOTE 9 COMBINED ITEMS, BALANCE SHEET

USD mill	Note	2015	2014
OTHER NON CURRENT ASSETS *			
Available-for-sale financial assets	10	122	131
Non current share investments	15	2	2
Pension assets	8	1	1
Related party non current assets	15/19	9	11
Other non current assets	15	8	9
Total other non current assets		**141**	**154**
OTHER CURRENT ASSETS *			
Account receivables	19	233	219
Financial derivatives	15	2	10
Restricted cash	13	1	7
Other current assets	15	139	117
Total other current assets		**375**	**354**
OTHER NON CURRENT LIABILITIES *			
Financial derivatives	15	182	205
Other non current liabilities **		109	91
Total other non current liabilities		**291**	**297**
OTHER CURRENT LIABILITIES *			
Account payables	19	169	175
Financial derivatives	15	68	22
Other current liabilities		188	202
Total other current liabilities		**425**	**399**

* Current assets and current liabilities are due within 12 months. Non current assets and non current liabilities are due in more than 12 months.

** WMS group has 569 000 (2014: 542 000) cylinders booked as a other tangible asset in the balance sheet, see note 5. The cylinders are valued at USD 95 million (2014: USD 93 million). These cylinders are partly in the group's own possession and partly on board customers vessels. Most customers have paid a deposit for the cylinders they have onboard their vessels. The total deposit liability booked is USD 101 million (2014: USD 89 million).

If cylinders are not returned within 48 months statistics show that the cylinders will not be returned and the net between deposit value and booked value is booked to the income statement.

CONT. NOTE 9 COMBINED ITEMS, BALANCE SHEET

ACCOUNT RECEIVABLES

At 31 December 2015, USD 33 million (2014: USD 38 million) in trade receivables had fallen due but not been subject to impairment. These receivables related to a number of separate customers. Historically, the percentage of bad debts has been low and the group expects the customers to settle outstanding receivables. Receivables fallen due but not subject to impairment have the following age composition:

USD mill	2015	2014
Aging of trade receivables past due but not impaired		
Up to 90 days	13	14
90-180 days	20	24
Over 180 days		
Movements in group provision for impairment of trade receivables are as follows		
Balance at 01.01	6	7
Net provision for receivables impairment		(1)
Balance 31.12	**6**	**6**
Account receivables per segment		
WMS group (shipowners and yards)	224	214
WWASA group (shipowners)	8	5
Holding & Investments		
Total Account receivables	**233**	**219**

See note 15 on credit risk.

NOTE 10 AVAILABLE-FOR-SALE ASSETS

USD mill	2015	2014
Available-for-sale financial assets		
At 01.01	131	126
Sale of available-for-sale financial assets		(5)
Acquisition of KEL	6	
Change in value of available-for sale assets	(1)	21
Currency translation adjustment	(14)	(11)
Total available-for-sale financial assets	**122**	**131**
Available-for-sale financial assets		
Qube Holdings Limited	116	131
Kaplan Equity Limited (KEL)	6	

Qube Holdings is a diversified Australian logistics and infrastructure company with operating divisions providing logistics services for clients in both import and export cargo supply chains. The company is listed on the Australian Securities Exchange and included in the S&P/ASX100 index. WWH holds 66 million shares in Qube, representing a 6.2% ownership. 35 million shares are mortgaged. See note 14.

Available-for-sale financial assets are denominated in Australian Dollar at 31.12.2015 and at 31.12.2014.
The investment in Norwegian Car Carriers ASA was sold in first quarter 2014.

NOTE 11 INVENTORIES

USD mill	2015	2014
Inventories		
Raw materials	6	7
Goods/projects in process	2	0
Finished goods/products for onward sale	95	100
Luboil	4	3
Total inventories	**107**	**110**
Obsolescence allowance, deducted above	4	5

Construction contracts

The gross amount of Wilhelmsen Technical Solution projects are as follow:	2015	2014
Prepaid expenses & accrued income (other current assets)	16	24
Accrued operating expenses (other current liabilities)	24	44

If a contract cost incurred plus recognised profit (less recognised loss) exceed progress billings, the contract value represent an asset and if the case is the opposite the contract represent a liability.

NOTE 12 CURRENT FINANCIAL INVESTMENTS

USD mill	2015	2014
Market value current financial investments		
Nordic equities	116	122
Bonds	210	202
Total current financial investments	**327**	**324**

The fair value of all equity securities, bonds and other financial assets is based on their closing prices in an active market.

The net unrealised gain/(loss) at 31.12	(4)	7

The parent company's equity portion of the portfolio of financial investments USD 44 million is held as collateral within a securities' finance facility. See note 14.

NOTE 13 RESTRICTED BANK DEPOSITS AND UNDRAWN COMMITTED DRAWING RIGHTS

USD mill	2015	2014
Payroll tax withholding account	1	1
Other restricted bankaccount / deposits		2

Wilhelmsen Maritime Services AS, Wilhelmsen Chemicals AS, Wilhelmsen Ships Service AS, Wilhelmsen Technical Solutions AS, Wilhelmsen Technical Solutions Norway AS, Wilhelmsen Insurance Services AS, Maritime Protection AS, Wilhelmsen Ship Management (Norway) AS and Wilhelmsen IT Services AS do not have a payroll tax withholding account, but bank guarantees for USD 3.4 million (2014: USD 3.5 million).

Undrawn committed drawing rights	50	50
Including backstop for outstanding certificates and bonds with a remaining term of less than 12 months to maturity	50	
Undrawn committed loans	182	295

NOTE 14 INTEREST-BEARING DEBT

USD mill	Note	2015	2014
Interest-bearing debt			
Mortgages		1 049	924
Leasing commitments			82
Bonds		270	319
Bank loan		341	368
Total interest-bearing debt	15	**1 660**	**1 693**
Book value of collateral, mortgaged and leased assets:			
Vessels		1 730	1 627
Available-for-sale-financial assets, current financial investments		166	178
Investment in associate and shareholder loan (NorSea Group AS)		85	94
Total book value of collateral, mortgaged and leased assets		**1 981**	**1 900**
Repayment schedule for interest-bearing debt			
Due in year 1		199	103
Due in year 2		106	185
Due in year 3		302	118
Due in year 4		641	280
Due in year 5 and later		411	1 008
Total interest-bearing debt	15	**1 660**	**1 693**

Loan agreements entered into by group companies contain financial covenants related to equity ratio, liquidity, current ratio and net interest-bearing debt / EBITDA measured in respect of the relevant borrowing company or group of companies. In addition one loan facility contains financial covenants relating to value-adjusted equity. The group has had a dialogue with its lenders and received covenant waivers related to the provision made in the third quarter 2015, an extraordinary item impacting only the debt-earnings ratio. Hence the group was in compliance with all loan agreements at 31 December 2015. (The group was in compliance with its covenants at 31 December 2014).

CONT. NOTE 14 INTEREST-BEARING DEBT

USD mill	2015	2014
The group net interest-bearing debt (joint ventures based on equity method)		
Non current interest-bearing debt	1 461	1 590
Current interest-bearing debt	199	103
Total interest-bearing debt	**1 660**	**1 693**
Cash and cash equivalents	311	364
Current financial investments	327	324
Net interest-bearing debt	**1 022**	**1 005**
Net interest-bearing debt in joint ventures		
Non current interest-bearing debt	640	620
Current interest-bearing debt	67	85
Total interest-bearing debt in joint ventures	**707**	**705**
Cash and cash equivalents	262	223
Net interest-bearing debt in joint ventures	**445**	**482**

A key part of the liquidity reserve takes the form of undrawn committed drawing rights and loans, which amounted to USD 232 million at 31 December 2015 (2014: USD 345 million).

The group's leasing commitments relating to a financial lease agreement for 3 car carriers was terminated in July 2015 (leasing commitments at 31 December 2014 was USD 82 million). The leasing commitments were related to a financial lease agreement for 3 car carriers. The charter had a floating interest rate (varying annual nominal charter rate). These car carriers had a book value at 31 December 2014 of USD 106 million, and depreciation for the year came to USD 4 million.

The overview above shows the actual maturity structure, with the amount due in year one as the first year's instalment classified under other current liabilities.

The bank debt which partly finances the investment in NorSea Group AS utilizes financial assets available-for-sale as collateral. The parent company's equity portion of the portfolio of financial investments is held as collateral within a securities' finance facility.

	2015	2014
Guarantee commitments		
Guarantees for group companies	1 142	1 069
The carrying amounts of the group's borrowings are denominated in the following currencies		
USD	1 354	1 252
NOK	306	359
GBP		82
Total	**1 660**	**1 693**
The exposure of the group's borrowings to interest rate changes and the contractual repricing dates at the balance sheet date are as follows		
12 months or less	1 112	1 381

See otherwise note 15 for information on financial derivatives (interest rate and currency hedges) relating to interest-bearing debt.

NOTE 15 FINANCIAL RISK

The group has exposure to the following financial risks from its ordinary operations:

- Market risk
  - Foreign exchange rate risk
  - Interest rate risk
  - Investment portfolio risk
  - Bunker price risk
- Credit risk
- Liquidity risk

MARKET RISK

Hedging strategies have been established in order to mitigate risks originating from movements in currencies and interest rates. This is compliant with the financial strategy approved by the board of directors. Changes in the market value of financial derivatives are recognised through the income statement (Fair Value Accounting).

Joint venture and associate entities in which the group has joint arrangement or significant influence respectively, hedge their own exposures. These are recorded in the accounts in accordance with the equity method, so that the effects of realised and unrealised changes in financial derivatives in these companies are included in the line "share of profit from joint ventures and associates" in the group accounts.

Foreign exchange rate risk

The group is exposed to currency risk on revenues and costs in non functional currencies, mostly USD (transaction risk) and balance sheet items denominated in currencies other than non functional currencies, mostly USD (translation risk). The group's largest individual foreign exchange exposure is NOK against USD. The group is also exposed to a number of other currencies, including EUR, SGD, SEK, KRW, DKK, GBP and JPY.

Hedging of transaction risk (cash flow)
The group's operating segments are responsible for hedging their own material transaction risk. Within the WWASA group segment, approximately 65% at the end of 2015 (2014: 60%) of the USD/NOK exposure is hedged using a four year rolling portfolio of currency forwards and currency options. Exposures in remaining segments and in other currencies are hedged on an ad hoc basis.

Hedging of translation risk (balance sheet)
The group's policy for mitigating translation risk is to match the denomination currency of assets and liabilities to as a large extent as possible. Material residual translation risk is hedged using basis swaps. NOK 1.6 billion of the group's net NOK debt have been hedged against USD with basis swaps.

Fx sensitivites
On 31 December 2015, material foreign currency balance sheet exposure subject to translation risk was in NOK, EUR, DKK and SEK. Income statement sensitivities (post tax) for the net exposure booked are as follows:

USD mill					
Sensitivity	(20%)	(10%)	0%	10%	20%
Translation risk					
USD/NOK	7.06	7.94	8.82	9.71	10.59
Income statement effect (post tax)	**20**	**16**	**0**	**(13)**	**(11)**
EUR/USD	0.87	0.98	1.09	1.20	1.31
Income statement effect (post tax)	**1**	**1**	**0**	**(1)**	**(1)**
USD/SEK	6.74	7.58	8.42	9.27	10.11
Income statement effect (post tax)	**12**	**10**	**0**	**(8)**	**(7)**
USD/DKK	5.49	6.17	6.86	7.54	8.23
Income statement effect (post tax)	**5**	**4**	**0**	**(3)**	**(3)**

(Tax rate used is 27% that equals the Norwegian tax rate)

	Note	2015	2014
Through income statement			
Financial currency			
Net currency gain/(loss) – Operating currency		28	55
Net currency gain/(loss) – Financial currency		8	38
Currency derivatives – realised		(2)	8
Currency derivatives – unrealised		(26)	(38)
Cross currency derivatives – realised		(12)	4
Cross currency derivatives – unrealised		(21)	(63)
Net financial currency	1	**(25)**	**2**
Through other comprehensive income			
Currency translation differences through other comprehensive income		(131)	(168)
Total net currency effect		**(156)**	**(166)**

CONT. NOTE 15 FINANCIAL RISK

The translation risk of material balances items (other currencies than the entities functional currency) is related to WWASA group, since the segment is denominated in USD. The translation currencies for this segment is booked through Income statement and included in "Net financial currency".

For WMS group and Holding & Investments, the material translation risk for these segments are booked to other comprehensive income due to the functional currency for most of the entities is different from the reporting currency USD.

The group's segments perform sensitivity analyses with respect to the unhedged part of the transaction risk on a regular basis.

The portfolio of derivatives used to hedge the group's transaction risk (described above), exhibit the following income statement sensitivity:

USD mill					
Sensitivity	(20%)	(10%)	0%	10%	20%
Income statement sensitivities of economic hedge program					
Transaction risk					
USD/NOK spot rate	7.06	7.94	8.82	9.71	10.59
Income statement effect (post tax)	**42**	**23**	**0**	**(11)**	**(23)**

(Tax rate used is 27% that equals the Norwegian tax rate)

Interest rate risk

The group's strategy is to hedge a significant part of the interest-bearing debt against rising interest rates. As the capital intensity varies across the group's business segments and subsidiaries, which have their own policies on hedging of interest rate risk, targeted and actual hedge ratios vary.

Overall, interest rate derivatives held by the group corresponded to about 57% (2014: 60%) of its interest-bearing debt exposure at 31 December 2015.

USD mill	2015	2014
Maturity schedule interest rate hedges (nominal amounts)		
Due in year 1	190	
Due in year 2	100	40
Due in year 3	152	242
Due in year 4	230	100
Due in year 5 and later *	280	570
Total interest rate hedges	**952**	**952**
*of which forward starting	150	200

To replace maturing interest rate hedge derivatives and new debt uptake, the group has entered into forward starting swaps and swaptions with a notional value of USD 150 million. These derivatives commence in 2016 (2014: USD 50 in 2015 and USD 150 in 2016).

The group has outstanding swaption contracts with a notional value of USD 110 million expiring at the end of 2017. Depending on interest rate levels on the expiry date, exercising the swaptions by the counterparties will extend the maturity of normally expiring swaps until 2021.

The average remaining term of the existing loan portfolio is approximately 3.7 years, while the average remaining term of the running hedges and fixed interest loans is approximately 4 years.

CONT. NOTE 15 FINANCIAL RISK

Interest rate sensitivity
The group's interest rate risk originates from differences in duration between assets and liabilities. On the asset side, bank deposits and investments in interest-bearing instruments (corporate bonds) are subject to risk from changes in the general level of interest rates, primarily in USD. On the liability side, the mix of debt and issued bonds with attached fixed or floating interest rates – in combination with financial derivatives on interest rates (plain vanilla interest rates swaps and swaptions) – will be exposed to changes in the level and curvature of interest rates. The group uses the weighted average duration of interest-bearing assets, liabilities and financial interest rate derivatives to compute the group's sensitivity towards changes in interest rates. This methodology differs from the accounting principles, as only the changes in the market value of interest rate derivatives are recognised over the income statement (as "unrealised gain or loss on interest rate instruments"), whereas outstanding debt is booked at the respective outstanding notional value.

USD mill

Fair value sensitivities of interest rate risk					
Change in interest rates' level	(2%)	(1%)	0%	1%	2%
Estimated change in fair value	**(22)**	**(11)**	**0**	**11**	**22**

All financial derivatives are booked against the income statement in accordance with the fair value accounting principle.

Apart from the fair value sensitivity calculation based on the group's net duration, the group is exposed to cash flow risk stemming from the risk of increased future interest payments on the unhedged part of the group's debt.

USD mill	2015		2014	
	Assets	Liabilities	Assets	Liabilities
Interest rate derivatives				
WWASA group		77		101
WMS group				2
Holding & Investments				
Total interest rate derivatives	**0**	**77**	**0**	**103**
Currency derivatives				
WWASA group	2	69	8	50
WMS group		2	2	
Holding & Investments		2		3
Total currency derivatives	**2**	**74**	**10**	**53**
Cross currency derivatives				
WWASA group		93		71
WMS group				
Holding & Investments				
Total cross currency derivatives	**0**	**93**	**0**	**71**
Total market value of financial derivatives	**2**	**244**	**10**	**227**

Book value equals market value

Investment portfolio risk
The group actively manages a defined portfolio of liquid financial assets for a proportion of the group's liquidity. In both WWH and WWASA group, the board of directors determines a strategic asset allocation by setting weights for main asset classes, bonds, equities and cash. Management has certain intervals for each asset class, within which the asset allocation may fluctuate.

CONT. NOTE 15 FINANCIAL RISK

Equity risk
Within the investment portfolio, held equities are exposed to movements in equity markets. Listed equity derivatives (futures and options) are applied to manage this equity risk to reduce the volatility of the investment portfolio's market value. Below table summarizes the equity market sensitivity towards the market value of held equities and equity derivatives:

Income statement sensitivities of investment portfolio's equity risk, including hedging derivatives

USD mill					
Change in equity prices					
Change in portfolio market value	(20%)	(10%)	0%	10%	20%
Income statement effect	**(15)**	**(8)**	**(0)**	**7**	**14**

Interest rate risk
Within the investment portfolio, corporate bonds are exposed to interest rate risk, typically measured by the duration. The duration has been low throughout the year (< 3 year). Below table summarizes the interest rate sensitivity towards the fair value of held bonds:

USD mill					
Fair value sensitivities of interest rate risk					
Change in interest rates' level	(2%)	(1%)	0%	1%	2%
Income statement effect	**2**	**1**	**0**	**(1)**	**(2)**

Credit risk
Within the investment portfolio, corporate bonds are exposed to movements in credit spreads – measured as the difference between the bonds' yield to maturity and the level of interest rate swaps with matching maturity – and typically more linked to equity markets' performance. The portfolio's average credit spread at year end 2015 was approximately 210 basis points. The movements in credit spreads will have the same effect on the fair value of held bonds as changes in interest rate levels, see table interest rate risk above.

Bunkers risk
The group's strategy for bunker is to secure bunker adjustment clauses (BAF) in contracts of affreightment. Various forms of BAF's are included in most of the contracts of affreightment held by the operating joint ventures.

The profitability and cash flow of the group will depend upon the market price of bunker fuel which is affected by numerous factors beyond the control of the group. Rotterdam FOB 380 ended at USD 139 per tonne at end of 2015, which is significantly lower than previous year (2014: USD 285).

The group is exposed to bunker price fluctuations through its investments in Wallenius Wilhelmsen Logistics (WWL) (50%), American Shipping and Logistics Group (50%) and EUKOR Car Carriers (40%), and through adjustment in vessel charter hire from WWL.

EUKOR have entered into derivative contracts to hedge part of the remaining bunker price exposure. The group's share of these contracts corresponds to its share of earnings in EUKOR. The group's share of the market value relating to bunker contracts held by EUKOR were negative USD 10.6 million at 31 December 2015 (2014: negative USD 3.2 million).

CREDIT RISK
Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial derivative fails to meet its contractual obligations, and originates primarily from the group's customer receivables, financial derivatives used to hedge interest rate risk or foreign exchange risk, as well as investments, including bank deposits.

Loans and receivables
Trade receivables
The group's exposure to credit risk on its receivables varies across segments and subsidiaries.

The credit risk in the WWASA group segment is determined by the mix and characteristics of each individual customer of the segment specific joint ventures.

However, the WWASA group segment has historically been considered to have low credit risk, as the business is long term in nature and primarily with large and solid customers. In addition, cargo can be held back.

Within the WMS group segment, the global customer base provides a certain level of diversification with respect to credit risk on receivables. The segment monitors and manages its credit risk on a regular basis. Reference is made to note 9.

Given the negative market sentiment in several shipping segments, some customers are currently facing increased financial difficulties relative to previous years, implying that the group's credit risk has increased somewhat, but is still regarded as moderate.

Cash and bank deposits
The group's exposure to credit risk on cash and bank deposits is considered to be very limited as the group maintain banking relationships with a selection of financially solid banks (as determined by their official credit ratings) and where the group – in most instances – has a net debt position towards these banks.

Financial derivatives
The group's exposure to credit risk on its financial derivatives is considered limited as the counterparties are financially.

Loans to joint ventures
The group's exposure to credit risk on loans to joint ventures is limited as the group – together with is respective joint venture partners – control the entities to which loans have been provided.

No material loans or receivables were past due or impaired at 31 December 2015 (analogous for 2014).

Guarantees
The group's policy is that no financial guarantees are provided by the parent company. However, financial guarantees are provided within the WWASA group segment and the WMS group segment. See note 14 for further details.

Credit risk exposure
The carrying amount of financial assets represents the maximum credit exposure.

CONT. NOTE 15 FINANCIAL RISK

The maximum exposure to credit risk at the reporting date was:

USD mill	Note	2015	2014
Exposure to credit risk			
Financial derivatives	9	2	10
Accounts receivables	9	233	219
Current financial investments	12	210	202
Other non current assets	9	19	22
Other current assets	9	139	117
Cash and bank deposits		311	364
Total exposure to credit risk		**914**	**934**

LIQUIDITY RISK

The group's approach to managing liquidity is to secure sufficient liquidity to meet its liabilities, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

The group's liquidity risk is low in that it holds significant liquid assets in addition to credit facilities with the banks.

At 31 December 2015, the group had in excess of USD 638 million (2014: USD 688 million) in liquid assets which can be realised over a three day period in addition to USD 232 million (2014: USD 217 million) in undrawn capacity under its bank facilities.

USD mill	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Later than 5 years
Undiscounted cash flows financial liabilities 2015				
Mortgages	125	136	561	374
Bonds	90	6	185	13
Bank loan	14		327	
Financial derivatives	129	26	102	4
Total undiscounted cash flow financial liabilities	**358**	**168**	**1 174**	**391**
Current liabilities (excluding next year's instalment on interest-bearing debt)	373			
Total gross undiscounted cash flows financial liabilities 31.12.2015	**731**	**168**	**1 174**	**391**
Undiscounted cash flows financial liabilities 2014				
Mortgages	108	117	573	334
Leasing commitments	8	8	23	82
Bonds	14	109	217	26
Bank loan	40		330	
Financial derivatives	81	55	102	6
Total undiscounted cash flow financial liabilities	**251**	**289**	**1 246**	**448**
Current liabilities (excluding next year's instalment on interest-bearing debt)	419			
Total gross undiscounted cash flows financial liabilities 31.12.2014	**670**	**289**	**1 246**	**448**

Interest expenses on interest-bearing debt included above have been computed using interest rate curves as of year-end.

CONT. NOTE 15 FINANCIAL RISK

COVENANTS
The group's bank and lease financing as well as the outstanding bonds is subject to financial or non-financial covenant clauses related to one or several of the following:

- Limitation on the ability to pledge assets
- Change of control
- Minimum liquidity
- Current assets/current liabilities
- Net interest-bearing debt/ EBITDA
- Leverage (market value adjusted assets/total liabilities)
- Loan-to-Value (ship values) and
- Value-adjusted equity ratio.

As of the balance date, the group is not in breach of any financial or non-financial covenants.

CAPITAL RISK MANAGEMENT
The group's policy is to maintain a strong capital base to maintain investor, creditor and market confidence and to sustain future business development. The board of directors monitors return on capital employed, which the group defines as operating profit divided by capital employed (shareholders equity and interest-bearing debt). For the time being, the long-term objective is a ROCE > 10%, however the level is assessed by the BoD annually. The long-term objective is a ROCE > 10%. The board of directors also monitors the level of dividends to shareholders.

The group seeks to maintain a balance between the higher returns that might be possible with higher levels of financial gearing and the advantages of a strong balance sheet. The groups target is to achieve a return on capital employed over time that exceeds the risk adjusted long term weighted average cost of capital. In 2015, the return on capital employed was 3% (2014: 8%).

USD mill	2015	2014
Average equity	2 284	2 308
Average interest-bearing debt	1 699	1 772
Profit after tax	55	290
Net profit before tax *	36	255
Interest expenses and realised interest derivatives	(79)	(85)
Return on equity	2%	13%
Return on capital employed	3%	8%

* Profit before taxes plus interest expenses and realised interest derivatives, in percent of average equity and interest-bearing debt.

FAIR VALUE ESTIMATION
The fair value of financial instruments traded in an active market is based on quoted market prices at the balance sheet date. The fair value of financial instruments not traded in an active market (over-the-counter contracts) is based on third party quotes. These quotes use the maximum number of observable market rates for price discovery. Specific valuation techniques used by financial counterparties (banks) to value financial derivatives include:

- Quoted market prices or dealer quotes for similar derivatives

- The fair value of interest rate swaps is calculated as the net present value of the estimated future cash flows based on observable yield curves

- The fair value of interest rate swap option (swaption) contracts is determined using observable volatility, yield curve and time-to-maturity parameters at the balance sheet date, resulting in a swaption premium. Options are typically valued by applying the Black-Scholes model.

- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to net present value

- The fair value of foreign exchange option contracts is determined using observable forward exchange rates, volatility, yield curves and time-to-maturity parameters at the balance sheet date, resulting in an option premium. Options are typically valued by applying the Black-Scholes model.

The carrying value less impairment provision of receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the group for similar financial derivatives.

USD mill	Note	Fair value	Book value
Interest-bearing debt			
Mortgages		1 047	1 049
Bonds		268	270
Bank loan		341	341
Total interest-bearing debt 31.12.2015	14	**1 656**	**1 660**
Mortgages		932	924
Leasing commitments		85	82
Bonds		323	319
Bank loan		368	368
Total interest-bearing debt 31.12.2014	14	**1 708**	**1 693**

CONT. NOTE 15 FINANCIAL RISK

The fair values, except for bond debt, are based on cash flows discounted using a rate based on market rates including margins and are within level 2 of the fair value hierarchy.

The fair values of the bond debt are based on quoted prices and are also classified within level 2 of the fair value hierarchy due to limited trading in an active market.

USD mill	Level 1	Level 2	Level 3	Total
Financial assets at fair value				
Nordic equities	116			116
Bonds	210			210
Financial derivatives		2		2
Available-for-sale financial assets	116	6		122
Total financial assets 31.12.2015	**442**	**8**	**0**	**450**
Financial liabilities at fair value				
Financial derivatives		248		248
Total financial liabilities 31.12.2015		**248**	**0**	**248**
Financial assets at fair value				
Nordic equities	122			122
Bonds	184	17		201
Financial derivatives		10		10
Available-for-sale financial assets	131			131
Total financial assets 31.12.2014	**437**	**27**	**0**	**465**
Financial liabilities at fair value				
Financial derivatives		227		227
Total financial liabilities 31.12.2014	**0**	**227**	**0**	**227**

The group has not held any level 3 derivatives in the past years.

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The quoted market price used for financial assets held by the group is the current close price. These instruments are included in level 1. Instruments included in level 1 at the end of 2015 are liquid investment grade bonds (analogous for 2014).

The fair value of financial instruments that are not traded in an active market (over-the-counter contracts) are based on third party quotes (Mark-to-Market). These quotes use the maximum number of observable market rates for price discovery. The different techniques typically applied by financial counterparties (banks) were described above. These instruments – FX and IR derivatives – are included in level 2.

If one or more of the significant inputs is not based on observable market data, the derivatives is in level 3.

CONT. NOTE 15 FINANCIAL RISK

Financial instruments by category

USD mill	Note	Loans and receivables	Assets at fair value through the income statement	Available-for-sale financial assets	Other	Total
Assets						
Other non current assets	9	9	2	122	8	141
Current financial investments	12		327			327
Other current assets	9	372	2		1	375
Cash and cash equivalent		311				311
Assets at 31.12.2015		**693**	**330**	**122**	**9**	**1 154**

	Note			Liabilities at fair value through the income statement	Other financial liabilities at amortised cost	Total
Liabilities						
Non current interest-bearing debt	14				1 660	1 660
Other non current liabilities	9			182	109	291
Other current liabilities	9			68	357	425
Liabilities 31.12.2015				**250**	**2 126**	**2 376**

	Note	Loans and receivables	Assets at fair value through the income statement	Available-for-sale financial asset	Other	Total
Assets						
Other non current assets	9	11	2	131	9	154
Current financial investments	12		324			324
Other current assets	9	336	10		7	354
Cash and cash equivalent		364				364
Assets at 31.12.2014		**712**	**336**	**131**	**17**	**1 195**

	Note			Liabilities at fair value through the income statement	Other financial liabilities at amortised cost	Total
Liabilities						
Non current interest-bearing debt	14				1 693	1 693
Other non current liabilities	9			205	91	297
Other current liabilities	9			22	377	399
Liabilities 31.12.2014				**227**	**2 162**	**2 389**

NOTE 16 SEGMENT REPORTING

SEGMENTS

The chief operating decision-maker monitores the business by combining operatings having similar operational characteristics such as product services, market and underlying asset base, into operating segments. The WWASA group segment offers a global service covering major global trade routes which makes it difficult to allocate to geographical segments.

The equity method for joint ventures provides a fair presentation of the group's financial position but the group's internal financial reporting is based on the proportionate method for joint ventures. The major contributors in the WWASA group segment are joint ventures and hence the proportionate method gives the chief operating decision-maker a higher level of information and a fuller picture of the group's operations.

For the WMS group segment and Holding & Investment segment the financial reporting will be the same for both equity and proportionate methods.

The segment information provided to the chief operating decision-maker for the reportable segments for the year ended 31 December 2015 is as follows:

	WWASA group		WMS group		Holding and Investments		Eliminations		Total	
USD mill	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
INCOME STATEMENT										
Operating revenue	2 243	2 525	998	1 090	21	26	(25)	(31)	3 237	3 610
Share of profit from associates	36	66	5	6	7	6			49	79
Gain on disposals of assets	29		7	5					35	5
Total income	**2 308**	**2 592**	**1 010**	**1 101**	**28**	**32**	**(25)**	**(31)**	**3 321**	**3 693**
Voyage expenses	(818)	(1 061)							(818)	(1 061)
Vessel expenses	(85)	(82)							(85)	(82)
Charter expenses	(316)	(329)							(316)	(329)
Inventory cost			(458)	(518)	(1)	(1)			(460)	(520)
Employee benefits	(168)	(197)	(263)	(267)	(16)	(7)	1	1	(446)	(470)
Other expenses	(658)	(510)	(150)	(169)	(14)	(16)	24	31	(799)	(664)
Depreciation and impairments	(160)	(160)	(73)	(24)	(1)	(1)			(233)	(185)
Total operating expenses	**(2 205)**	**(2 339)**	**(944)**	**(979)**	**(32)**	**(26)**	**25**	**31**	**(3 157)**	**(3 312)**
Operating profit/(loss)	**103**	**253**	**65**	**122**	**(4)**	**6**	**(0)**	**0**	**165**	**381**
Net financial items	12	(18)	2	(1)	7	15			22	(3)
Net financial – interest expenses	(91)	(91)	(10)	(12)	(1)	(2)			(103)	(105)
Net financial currency	(49)	(22)	11	19	3	3			(35)	
Financial income/(expenses)	**(128)**	**(131)**	**3**	**7**	**9**	**16**	**0**	**0**	**(117)**	**(108)**
Profit/(loss) before tax	**(25)**	**122**	**69**	**129**	**5**	**22**	**(0)**	**0**	**48**	**273**
Tax income/(expense)	23	46	(16)	(25)	2	(1)			8	20
Profit/(loss) for the year before minorities	**(3)**	**168**	**52**	**104**	**7**	**21**	**(0)**	**0**	**56**	**292**
Minority interests		47	2	4					2	51
Profit/(loss) for the year after minorities	**(3)**	**121**	**50**	**100**	**7**	**21**	**(0)**	**0**	**54**	**241**

Reconciliations between the operational segments and the group's income statement	Note	2015	2014
Total segment income	16	3 321	3 693
Share of total income from joint ventures	2	(1 933)	(2 241)
Share of profit/(loss) from joint ventures	2	(108)	86
Total income		**1 281**	**1 538**
Share of (profit)/loss from joint ventures and associates	2	60	(165)
Gain on sale of assets	1	(34)	(5)
Operating revenue		**1 307**	**1 369**
Total profit for the year	16	54	241
Profit for the year attribute to the owners		**54**	**241**

CONT. NOTE 16 SEGMENT REPORTING

USD mill	WWASA group 2015	WWASA group 2014	WMS group 2015	WMS group 2014	Holding and Investments 2015	Holding and Investments 2014	Eliminations 2015	Eliminations 2014	Total 2015	Total 2014
FINANCIAL INCOME/(EXPENSES)										
Investment management 1	2	6			4	12			6	18
Interest income	4	4	2	3	1	1			7	8
Other financial items	(12)	(10)		(2)	2	3			(10)	(10)
Net financial items	**(6)**	**(1)**	**2**	**1**	**7**	**15**	**0**	**0**	**4**	**16**
Financial – interest expenses										
Interest expenses	(57)	(63)	(9)	(11)	(1)	(2)			(69)	(76)
Interest rate derivatives – realis.	(34)	(29)	(1)	(1)	0				(34)	(29)
Net financial – interest expenses	**(91)**	**(91)**	**(10)**	**(12)**	**(1)**	**(2)**	**0**	**0**	**(103)**	**(105)**
Interest rate derivatives – unrealised	**24**	**(17)**	**0**	**(2)**	**0**	**0**	**0**	**0**	**24**	**(19)**
Financial currency										
Currency gain/(loss) – operation	(5)	11	24	39					19	51
Currency gain/(loss) – financial	16	53	(15)	(24)	5	6			7	
Curr. derivatives – realis.	(2)	10							(2)	10
Curr. derivatives – unrealis.	(26)	(36)	2	3	(3)	(4)			(26)	(36)
Cross curr.derivatives – realis.	(12)	4							(12)	4
Cross curr.derivatives – unrealis.	(21)	(63)							(21)	(63)
Net financial currency	**(49)**	**(22)**	**11**	**19**	**3**	**3**	**0**	**0**	**(35)**	**(36)**
Financial derivatives bunkers										
Valuation of bunker hedges	(6)								(6)	
Net financial derivatives bunkers	**(6)**	**(0)**		**0**		**0**		**0**	**(6)**	**(0)**
Financial income/(expenses)	**(128)**	**(131)**	**3**	**7**	**9**	**16**	**0**	**0**	**(117)**	**(143)**

The amounts provided to the chief operating decision-maker with respect to total assets, liabilities and equity are measured in a manner consistent with that of the balance sheet. The balance sheet is based on equity consolidation for joint ventures and is therefore not directly consistent with the segment reporting for the income statement.

USD mill	WWASA group 31.12.15	WWASA group 31.12.14	WMS group 31.12.15	WMS group 31.12.14	Holding and Investments 31.12.15	Holding and Investments 31.12.14	Eliminations 31.12.15	Eliminations 31.12.14	Total 31.12.15	Total 31.12.14
BALANCE SHEET										
Assets										
Deferred tax asset	67	25	22	16	3	2			92	43
Intangible assets	6	6	199	270	0	0			205	276
Tangible assets	1 827	1 760	182	187	2	3			2 011	1 950
Investments in joint ventures and associates	1 025	1 164	15	17	76	83			1 116	1 264
Other non current assets	1	1	9	11	131	142			141	154
Current financial investments	242	235			85	89			327	324
Other current assets	24	23	455	439	6	4	(3)	(2)	482	464
Cash and cash equivalents	108	140	181	179	22	46			311	364
Total assets	**3 299**	**3 353**	**1 063**	**1 118**	**326**	**370**	**(3)**	**(2)**	**4 686**	**4 839**
Equity and liabilities										
Equity majority	1 204	1 242	273	307	278	312			1 754	1 860
Equity minorties	451	465		4					452	469
Deferred tax	1		20	8					20	8
Interest-bearing debt	1 319	1 325	307	328	34	40			1 660	1 693
Other non current liabilities	225	264	126	115	7	9			358	389
Other current liabilities	100	55	336	357	7	9	(3)	(2)	441	419
Total equity and liabilities	**3 299**	**3 353**	**1 063**	**1 118**	**326**	**370**	**(3)**	**(2)**	**4 686**	**4 839**
Investments in tangible assets	154	35	39	22		1			193	58

CONT. NOTE 16 SEGMENT REPORTING

The amounts provided to the chief operating decision-maker with respect to cash flows are measured in a manner consistent with that of the balance sheet. The cash flows are based on equity consolidation for joint ventures and is therefore not directly consistent with the segment reporting for the income statement.

	WWASA group		WMS group		Holding and Investments	
USD mill	2015	2014	2015	2014	2015	2014
CASH FLOW						
Profit/(loss) before tax	(38)	104	69	129	5	22
Net financial (income)/expenses	98	108	(5)	(19)	(15)	(23)
Depreciation/impairment	80	80	73	25	1	1
Change in working capital	(34)	(19)	(53)	(93)	(7)	(6)
Share of (profit)/loss from joint ventures and associates	72	(152)	(5)	(6)	(7)	(6)
Net gain from sale of associate	(26)					
Dividend received from joint ventures and associates	41	95	4	6	2	2
Net cash provided by operating activities	**194**	**216**	**83**	**41**	**(23)**	**(11)**
Net sale/(investments) in fixed assets	(147)	(20)	(33)	(46)		(1)
Net sale/(investments) in entities and segments	39		(7)	8	(34)	(18)
Net investments in financial investments	(33)	4	2	3	(4)	1
Net changes in other investments	4					1
Net cash flow from investing activities	**(137)**	**(16)**	**(38)**	**(34)**	**(38)**	**(18)**
Net change of debt	43	(88)	(22)	30		
Net change in other financial items	(91)	(59)	(12)	(18)	(1)	(2)
Net dividend from other segments/ to shareholders	(41)	(69)	(8)	(34)	38	41
Net cash flow from financing activities	**(89)**	**(216)**	**(42)**	**(21)**	**37**	**39**
Net increase in cash and cash equivalents	**(32)**	**(17)**	**3**	**(15)**	**(23)**	**11**
Cash and cash equivalents at the beg.of the period	140	157	179	193	46	36
Cash and cash equivalents at the end of period	**108**	**140**	**181**	**179**	**22**	**46**

	Europe		Americas		Asia & Africa		Oceania		Other		Total	
USD mill	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
GEOGRAPHICAL AREAS												
Total income	393	538	107	116	441	560	33	39	307	285	1 281	1 538
Total assets	1 313	1 536	75	87	689	665	32	34	2 576	2 516	4 686	4 839
Investment in tangible assets	20	9	1	1	17	12	1	1	154	35	193	58

Assets and investments in shipping-related activities are not allocated to geographical areas, since these assets constantly move between the geographical areas and a breakdown would not provide a sensible picture. This is consequently allocated under the "other" geographical area.

Russia is defined as Europe.

Total income
Area income is based on the geographical location of the company and includes sales gains and share of profit from joint ventures and associates.

Charter hire income received by shipowning companies cannot be allocated to any geographical area. This is consequently allocated under the "other" geographical area.

The share of profits from joint ventures and associates is allocated in accordance with the location of the relevant company's head office. This does not necessarily reflect the geographical distribution of the underlying operations, but it would be difficult to give a correct picture when consolidating in accordance with the equity method.

Total assets
Area assets are based on the geographical location of the assets.

Investments in tangible assets
Area capital expenditure is based on the geographical location of the assets.

CONT. NOTE 16 SEGMENT REPORTING

ADDITIONAL SEGMENT REPORTING

The equity method is used in communicating externally, in accordance with IFRS.

The amounts provided with respect to the segment split are in a manner consistent with that of the income statement.

	WWASA group		WMS group		Holding and Investments		Eliminations		Total	
USD mill	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
INCOME STATEMENT										
Operating revenue	313	285	998	1 090	21	26	(25)	(31)	1 307	1 369
Other income										
Share of profit/(loss) from joint ventures and associates *	(72)	152	5	6	7	6			(60)	165
Gain on sales of assets	27		7	5					34	5
Total income	**267**	**437**	**1 010**	**1 101**	**28**	**32**	**(25)**	**(31)**	**1 281**	**1 538**
Operating profit/(loss) before depreciation and impairment (EBITDA)	**140**	**291**	**138**	**146**	**(3)**	**7**	**0**	**0**	**275**	**444**
Depreciation and impairment	(80)	(80)	(73)	(24)	(1)	(1)			(154)	(105)
Operating profit/(loss)	**60**	**211**	**65**	**122**	**(4)**	**6**	**0**	**0**	**122**	**339**
Financial income/(expense)	(98)	(108)	3	7	9	16			(86)	(85)
Profit/(loss) before tax	**(38)**	**104**	**69**	**129**	**5**	**22**	**0**	**0**	**36**	**255**
Tax income/(expense)	33	62	(16)	(25)	2	(1)			19	36
Profit/(loss) for the year before minorities	**(4)**	**166**	**52**	**104**	**7**	**21**	**0**	**0**	**55**	**290**
Minorities	(1)	45	2	4					1	49
Profit/(loss) for the year after minorities	**(3)**	**121**	**50**	**100**	**7**	**21**	**0**	**0**	**54**	**241**

* Cash settled portion of bunker hedge swaps is included in net operating profit by reduction/(increase) of voyage related expenses.

NOTE 17 OPERATING LEASE COMMITMENTS

The group has lease agreements for 3 vessels on operating leases. The 3 vessels are chartered on a 15 year time charter from 2006 (2 vessels) and 2007 (1 vessel) with an option to extend for additional 5 + 5 years.

In addition the group has:
Sale/leaseback agreement for the office building, Strandveien 20 for 15 years from 1 October 2009, with an option to extend for additional 5 years + 5 years.

Lease agreement for the office building (including storage and parking) Strandveien 12. The lease run over 10 years from 1 June 2006, with an option to extend for additional 5 years. The option to extend is agreed from 2016, with new 5 years the lease agreement runs until 2021.

Liferafts, as a part of the WMS group products and services, are on operating lease for 5 years. The first lease agreement was established in 2008.

The commitment related to this is as set out below (nominal amounts):

USD mill	2015	2014
Due in year 1	32	36
Due in year 2	30	34
Due in year 3	29	32
Due in year 4	29	31
Due in year 5 and later	71	106
Nominal amount of operating lease commitments	**192**	**239**

In connection to the daily operation the group has additional lease agreements for office rental and office equipment.

The group has, on own accounts, two new vessels due for delivery in 2016.

The commitments related to the newbuilding program is set out below:

USD mill	2015	2014
Due in year 1	130	145
Due in year 2		130
Nominal amount of newbuilding commitments	**130**	**275**

Financial leases
Sale/leaseback agreements have been entered into for the two vessels due for delivery in 2016. The 2 leases run over 14 years and 9 month from delivery with an option to extend for an additional 5 + 5 years or a purchase option after the end of each period, and will be accounted for according to financial leases.

The time charter commitment related to the fixed period is as set out below (nominal amounts):

USD mill	2015	2014
Due in year 1	20	
Due in year 2	20	
Due in year 3	20	
Due in year 4	20	
Due in year 5 and later	215	
Nominal amount of financial lease commitments	**295**	

NOTE 18 BUSINESS COMBINATIONS

There were no material acquisitions in the group in 2015 or 2014.

NOTE 19 RELATED PARTY TRANSACTION

The ultimate owner of the group Wilh.Wilhelmsen Holding ASA is Tallyman AS, which control about 60% of voting shares of the group. The ulimate owners of Tallyman AS are the Wilhelmsen family and Mr Wilhelm Wilhelmsen controls Tallyman AS.

Remuneration to Mr Wilhelm Wilhelmsen for 2015 totalled USD 320 thousand (2014: USD 409 thousand) whereof USD 93 thousand (2014: USD 119 thousand) was consulting fee, USD 9 thousand (2014: USD 10 thousand) in nomination committee for Wilh. Wilhelmsen Holding ASA and Wilh. Wilhelmsen ASA and USD 219 thousand (2014: USD 280 thousand) in ordinary paid pension and other remuneration.

See note 4 regarding fees to board of directors, and note 2 and note 9 in the parent company regarding ownership.

The group has undertaken several agreements and transactions with related parties – joint ventures in the segments WWASA group, WMS group and Holding & Investments in 2015 and 2014. All transactions are entered into in the market terms.

The services are:
- Ship management including crewing, technical and management service
- Agency services
- Freight and liner services
- Marine products
- Shared services

Generally, Shared Services are priced using a cost plus 5% margin calculation, in accordance with the principles set out in the OECD Transfer Pricing Guidelines and are delivered according to agreements that are renewed annually.

Most of the above expenses will be a part of time charter income from joint ventures. Net income from joint ventures include the expenses to the related parties as a part of the share of profit from joint ventures and associates.

Material related parties in WWH group are:	Business office, country	Ownership
Wallenius Wilhelmsen Logistics AS	Lysaker, Norway	50.0%
EUKOR Car Carriers Inc	Seoul, Republic of Korea	40.0%
Tellus Shipping AS	Lysaker, Norway	50.0%
ASL group *	New Jersey, USA	50.0%
Hyundai Glovis Co Ltd	Seoul, Republic of Korea	12.0%
NorSea Group AS	Stavanger, Norway	40.0%

* American Roll-on Roll-off Carrier Holdings Inc., Fidelio Inc, Fidelio Limited Partnership, American Logistics Network LLC, American Shipping & Logistics Group Inc.

Wallenius Wilhelmsen Logistics (WWL) is a joint venture between WWASA and Wallenius Lines AB (Wallenius). It is an operating company within both the shipping and the logistics activities. It operates most of the WWASA groups and Wallenius' owned vessels. The distribution of income from WWL to WWASA group and Wallenius is based on the total net revenue earned by WWL from the operating of the combined fleets of WWASA group and Wallenius, rather than the net revenue earned by each party's vessels.

EUKOR Car Carriers Inc is also chartering vessel from WWASA group. The contracts governing such transactions are based on commercial market terms and mainly related to the chartering of vessels on short and long term charters.

In addition, JV's and associate (Hyundai Glovis Co Ltd) have several transactions with each other. The contracts governing such transactions are based on commercial market terms and mainly related to the chartering of vessels on short and long term charters.

USD mill	Note	2015	2014
OPERATING REVENUE FROM RELATED PARTY			
Sale of goods and services to joint ventures and associates from:			
WWASA group		312	270
WMS group		13	8
Holding & Investments		2	2
Operating revenue from related party		**327**	**280**
OPERATING EXPENSES TO RELATED PARTY			
Purchase of goods and services from joint ventures and associates to:			
WMS group		4	2
Operating expenses from related party		**4**	**2**
ACCOUNT RECEIVABLES FROM RELATED PARTY			
WWASA group		6	3
WMS group		3	4
Account receivables from related party		**10**	**7**
ACCOUNT PAYABLES TO RELATED PARTY			
WWASA group		1	1
Account payables to related party		**1**	**1**
NON CURRENT ASSETS TO RELATED PARTY			
Holding & Investments		9	11
Non current assets to related party		**9**	**11**

NOTE 20 OPERATING LEASE REVENUE

Of the groups total controlled fleet as per 31 December 2015 26 (2014: 26) vessels are chartered out on operating lease with variable time charter rates and 6 (2014: 6) vessels are chartered out on operating lease with fixed time charter rates.

USD mill	2015	2014
Variable Time Charter	268	226
Fixed Time Charter	44	44
Other operating revenues	1	15
Total operating revenues	**313**	**285**

Future minimum lease payments under non-cancellable fixed operating leases agreements:

USD mill	2015	2014
Duration less than one year	44	44
Duration between one and five years	111	129
Duration over five years	23	49
Total future minimum lease payments	**178**	**222**

NOTE 21 CONTINGENCIES

The size and global activities of the group dictate that companies in the group will be involved from time to time in disputes and legal actions.

Update on the anti-trust investigations

The authorities in Japan (2013), South Africa (2015) and China (2015) have fined WWL for anti-trust behaviour. EUKOR has been fined in China (2015).

The companies continue to be part of anti-trust investigations in several jurisdictions, of which the EU and US are among the bigger jurisdictions. As some of the processes are confidential, WWASA is not in a position to comment on the ongoing investigations within the respective jurisdictions. The processes are expected to continue to take time, but further clarifications within some jurisdictions are expected during 2016 and 2017.

In the third quarter 2015, WWASA made a provision of USD 200 million representing the estimated WW share of exposure in WWL and EUKOR. The provision is allocated to JVs in the shipping segment. As of 31 December 2015 USD 179 million is remaining.

The group is not aware of any further financial risk associated with disputes and legal actions which are not largely covered through insurance arrangements. Any such disputes/actions which might exist are of such a nature that they will not significantly affect the group's financial position.

NOTE 22 EVENTS AFTER THE BALANCE SHEET DATE

Restructuring of WWASA

The board of directors of WWASA proposes to carry out a restructuring of the company. In the new suggested structure, Den Norske Amerikalinje AS (owning the 12.0% shareholding in Hyundai Glovis) is demerged from WWASA and carried forward in a separately listed entity to be named Treasure ASA.

The proposed demerger will improve transparency and create a simpler structure visualising values for shareholders in WWASA. In addition, WWASA will be more correct capitalised following the restructuring.

The restructuring enables WWASA to focus on their core activities, creating value through its joint ventures by offering global car and ro-ro customers' high quality sea transportation and integrated logistics/land-based solutions from factory to dealer.

Shareholders in WWASA will receive the same amount of shares they hold in WWASA in Treasure ASA and hence keep their prorate share.

Treasure ASA will be jointly and severally responsible for the obligations incurred by WWASA parent company prior to the demerger becoming effective.

The proposed changes are subject to approval at an extraordinary general meeting in WWASA to be held in April 2016 (to be confirmed).

Investments in logistics

WWL has entered into an agreement with Two Continents Logistics to acquire full ownership of WWL Vehicle Services Americas (VSA), currently a joint venture (50/50) between the two companies based in USA. The company employs 3 400 employees and handles some 4.7 million units annually.

With full ownership, WWL strengthens its position as a leading provider of vehicle processing for automotive manufacturers in North America.

WWL has also entered into an agreement with partner company Groupe CAT to acquire its 50.0% shares in CAT-WWL, a joint venture network of ten vehicle-processing facilities based in South Africa.

With full ownership in CAT-WWL, WWL becomes one of the top independent providers of vehicle processing services to support automotive manufacturers in South Africa.

The business employs more than 900 workers and handles some 680 000 units.

In addition, WWL has sold Vehicle Services Europe (VSE) to Groupe CAT. The company employs some 400 employees with truck based inland distribution in Europe and three vehicle processing centres in Germany.

No other material events occurred between the balance sheet date and the date when the accounts were presented which provide new information about conditions prevailing on the balance sheet date.

INCOME STATEMENT WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	2015	2014
Operating income	1	**87 213**	**87 317**
Operating expenses			
Employee benefits	2	(104 167)	(36 301)
Operating expenses	1	(62 943)	(51 455)
Depreciation	3/5	(2 406)	(2 627)
Total operating expenses		**(169 517)**	**(90 383)**
Operating profit/(loss)		**(82 304)**	**(3 066)**
Financial income/(expenses)			
Net financial income	1	795 062	761 531
Net financial expenses	1	(6 088)	(6 903)
Financial income/(expenses)		**788 974**	**754 628**
Profit before tax		**706 670**	**751 562**
Tax income/(expense)	4	21 735	(15 478)
Profit for the year		**728 405**	**736 084**
Transfers and allocations			
To equity	9	496 386	504 064
Proposed dividend	9	139 211	139 211
Interim dividend paid	9	92 808	92 808
Total transfers and allocations		**728 405**	**736 084**

COMPREHENSIVE INCOME WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	2015	2014
Profit for the year		728 405	736 084
Items that will not be reclassified to the income statement			
Remeasurement postemployment benefits, net of tax	9/10	11 695	(46 137)
Total comprehensive income		**740 100**	**689 947**
Attributable to			
Owners of the parent		740 100	689 947
Total comprehensive income for the year		**740 100**	**689 947**

Notes 1 to 16 on the next pages are an integral part of these financial statements.

BALANCE SHEET WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	31.12.2015	31.12.2014
ASSETS			
Non current assets			
Deferred tax asset	4	16 163	
Intangible assets	3	1 529	1 198
Tangible assets	3	14 208	15 239
Investments in subsidiaries	5	4 338 477	4 031 038
Other non current assets	6	4 563	3 063
Total non current assets		**4 374 940**	**4 050 537**
Current assets			
Current financial investments	7/8	752 528	664 931
Other current assets	6/8	544 472	323 811
Cash and cash equivalents		152 896	291 323
Total current assets		**1 449 896**	**1 280 065**
Total assets		**5 824 837**	**5 330 603**
EQUITY AND LIABILITIES			
Equity			
Paid-in capital	9	930 076	930 076
Own shares	9	(2 000)	(2 000)
Retained earnings	9	4 510 551	4 002 471
Total equity		**5 438 628**	**4 930 547**
Non current liabilities			
Pension liabilities	10	48 102	66 692
Deferred tax	4		3 132
Other non current liabilities	6	43 853	37 274
Total non current liabilities		**91 955**	**107 098**
Current liabilities			
Public duties payable		7 412	5 241
Other current liabilities	6/11	286 842	287 716
Total current liabilities		**294 253**	**292 957**
Total equity and liabilities		**5 824 837**	**5 330 603**

Lysaker, 17 March 2016
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler
chair

Helen Juell

Odd Rune Austgulen

Bettina Banoun

Carl Erik Steen

Thomas Wilhelmsen
group CEO

Notes 1 to 16 on the next pages are an integral part of these financial statements.

CASH FLOW STATEMENT WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	2015	2014
Cash flow from operating activities			
Profit before tax		706 670	751 562
Financial (income)/expenses		(782 532)	(768 725)
Depreciation	3	2 406	2 627
Gain of fixed asset	3	(3)	
Change in net pension liability		(26 225)	(63 880)
Change in other current assets		(6 495)	(2 076)
Change in working capital		(7 291)	19 465
Net cash provided by operating activities		**(113 470)**	**(61 026)**
Cash flow from investing activities			
Proceeds from sale of fixed assets		313	
Investments in fixed assets	3	(2 016)	(4 321)
Investments in subsidaries		(306 439)	(99 840)
Loan repayments received from subsidiaries			7 874
Loans granted to subsidiaries		(1 500)	(1 000)
Proceeds from sale of financial investments		341 634	168 941
Investments in financial investments		(377 017)	(170 561)
Dividend received		10 474	8 943
Interest received	1	3 498	2 313
Net cash flow from investing activities		**(331 052)**	**(87 652)**
Cash flow from financing activities			
Interest paid		(1 886)	(1 558)
Group contribution/dividends from subsidaries	1/4	540 000	500 000
Dividend to shareholders	9	(232 019)	(232 019)
Net cash flow from financing activities		**306 095**	**266 423**
Net increase in cash and cash equivalents		**(138 427)**	**117 745**
Cash and cash equivalents, at the beginning of the period		291 323	173 578
Cash and cash equivalents at 31.12		**152 896**	**291 323**

The company has several bank accounts in different currencies. Unrealised currency effects are included in net cash provided by operating activities.

Notes 1 to 16 on the next pages are an integral part of these financial statements.

NOTE 1 COMBINED ITEMS, INCOME STATEMENT

NOK thousand		2015	2014
OPERATING INCOME			
Other income		2 650	112
Income from group companies	14	84 560	87 205
Gain on sale of assets		3	
Total operating income		**87 213**	**87 317**
OTHER OPERATING EXPENSES			
Expenses to group companies	14	(22 291)	(21 450)
Communication and IT expenses		(3 651)	(2 085)
External services	2	(8 876)	(12 586)
Travel and meeting expenses		(6 036)	(2 569)
Marketing expenses		(1 570)	(3 969)
Other administration expenses		(20 518)	(8 796)
Total other operating expenses		**(62 943)**	**(51 455)**
FINANCIAL INCOME/(EXPENSES)			
Financial income			
Investment management		8 540	47 777
Interest income	14	3 498	2 313
Dividend/group contribution from subsidiaries	14	740 000	670 000
Net currency gain		43 024	41 441
Net financial income		**795 062**	**761 531**
Financial expenses			
Interest expenses		(4 363)	(4 901)
Other financial items	7	(1 725)	(2 001)
Net financial expenses		**(6 088)**	**(6 903)**
Net financial income		**788 974**	**754 628**

NOTE 2 EMPLOYEE BENEFITS

NOK thousand	2015	2014
Pay	70 874	62 555
Payroll tax	12 863	13 448
Pension cost	11 540	14 094
Termination gain defined benefit plan		(56 798)
Other remuneration	8 890	3 001
Total employee benefits	**104 167**	**36 301**
Average number of employees	51	52

REMUNERATION OF SENIOR EXECUTIVES

NOK thousand	Pay	Bonus	Pension premium	* Other remuneration	Total
2015					
Group CEO	4 539	2 246	1 588	1 534	9 908
Group CFO	3 570	912	1 157	1 166	6 805
2014					
Group CEO	4 372	3 128	1 176	1 267	9 943
Group CFO	3 256	1 170	2 247	2 484	9 158

* Mainly related to gross up pension expenses and company car.

Board of directors
Remuneration of the five directors totalled NOK 2 150 for 2015 (2014: NOK 2 000). The board's remuneration for the fiscal year 2015 will be approved by the general assembly 3 May 2016.

In addition the chair had remuneration as a board member in WWASA with NOK 325 in 2015 (2014: NOK 300). The chair also has an consulting agreement with the WWASA group, where he got paid NOK 200 in 2015 (2014: NOK 200).

Remuneration of the nomination committee totalled NOK 85 for 2015 (2014: NOK 70).

Senior executives
Thomas Wilhelmsen – group CEO
Nils Petter Dyvik – group CFO

The group CEO – agreed retirement age is 62, provided not agreed to be postponed. The pension should basically be 66% at age 67.

The group CEO has a severance pay guarantee under which he has the right to receive up to 100% of his annual salary for 24 months after leaving the company as a result of mergers, substantial changes in ownership, or a decision by the board of directors. Possible income during the period is deducted up to 50%, which comes into force after six months notice period.

Loans and guarantees employees
There were no loan or guarantees to employees per 31.12.2015.

CONT. NOTE 2 EMPLOYEE BENEFITS

SHARES OWNED OR CONTROLLED BY REPRESENTATIVES OF WILH. WILHELMSEN HOLDING ASA AT 31 DECEMBER 2015

Name	A shares	B shares	Total	Part of total shares	Part of voting stock
Board of directors					
Diderik Schnitler (chair)	2 000	25 000	27 000	0.06%	0.01%
Bettina Banoun	2 200		2 200	0.00%	0.01%
Helen Juell	20 188		20 188	0.04%	0.06%
Odd Rune Austgulen	136	40 000	40 136	0.09%	0.00%
Carl E. Steen	8 000		8 000	0.02%	0.02%
Senior executives					
Thomas Wilhelmsen – group CEO	22 100	750	22 850	0.05%	0.06%
Nils Petter Dyvik – group CFO	4 492	5 000	9 492	0.02%	0.01%
Nomination committee					
Wilhelm Wilhelmsen	20 882 114	2 302 444	23 184 558	49.86%	60.29%
Gunnar Fredrik Selvaag				0.00%	0.00%
Jan Gunnar Hartvig				0.00%	0.00%

OPTION PROGRAM FOR EMPLOYEES AT A SPECIFIED LEVEL OF MANAGEMENT

As of 1 January 2015, the synthetic option programme was replaced with a new long term incentive (LTI) scheme. Participants are the group management team and the presidents for Wilhelmsen Ships Service and Wilhelmsen Ship Management. For the group CEO, maximum annual payment is 100% of base salary and for the president and CEO of WWASA it is 75%. For the remaining six participants of the programme, the annual payment is 50% of base salary.

The LTI is focusing on long term shareholder value creation and is based on positive development of the WW group's value adjusted equity. The ambitions set for the programme are to increase alignment with shareholders' interest, attract, retain and motivate participants and drive long-term group performance.

Settlement is based on return on value adjusted equity the last four years leading up to the settlement. The value adjusted equity is determined by using a "sum-of-the-parts" principle. For listed companies, value adjusted equity is based on market price, while earnings multiples are used for non-listed entities.

The board sets value adjusted equity targets at the beginning of each four year measurement period. Without consultation or agreement with the individual, the board has the right to change or terminate incentive programme after each year.

Option program from 1 January 2011 until 31 December 2013, extended to 2014 – Share equivalents

The extraordinary general meeting of Wilh. Wilhelmsen Holding ASA (WWH) held at 6 December 2011 resolved to renew the share-price-based incentive program for employees at management level in the company, and in its associated subsidiaries.

The program has a duration of three years, running from 1 January 2011 until 31 December 2013, extended to 2014, and entitles the participants to a cash reward based on the annual total return of the underlying shares and dividends during the period. Maximum annual payment is set to 50% of annual basic salary.

The board of directors for WWH and the board of directors for Wilh. Wilhelmsen ASA (WWASA) was authorised to decide the beneficiaries under the program. The two boards initially allocated annually 16 500 share equivalents in WWH (A shares) and annually 130 000 share equivalents in WWASA.

Granted share equivalents 2014:

	Share equivalent in WWI shares	Share equivalent in WW ASA shares
Thomas Wilhelmsen – group CEO	6 500	30 000
Nils Petter Dyvik – group CFO	4 500	20 000

Per 31 December the options were out of money for 2014

EXPENSED AUDIT FEE (excluding VAT)

NOK thousand	2015	2014
Statutory audit	541	461
Other service fees	32	8
Total expensed audit fee	**573**	**469**

NOTE 3 INTANGIBLE AND TANGIBLE ASSETS

NOK thousand	Intangible assets	Buildings	Other tangible assets	Total
2015				
Cost price 01.01	1 530	10 582	11 740	23 852
Additions	625		1 390	2 016
Disposals			(442)	(442)
Cost price 31.12	**2 156**	**10 582**	**12 688**	**25 426**
Accumulated ordinary depreciation 01.01	(332)	(1 327)	(5 755)	(7 415)
Depreciation/amortisation	(294)	(423)	(1 688)	(2 406)
Disposals			132	132
Accumulated ordinary depreciation 31.12	**(626)**	**(1 751)**	**(7 311)**	**(9 688)**
Carrying amounts 31.12	**1 529**	**8 831**	**5 377**	**15 738**
2014				
Cost price 01.01	43	6 663	12 825	19 531
Additions		3 919	402	4 321
Disposals	1 488		(1 488)	
Cost price 31.12	**1 530**	**10 582**	**11 740**	**23 852**
Accumulated ordinary depreciation 01.01	(43)	(1 022)	(3 723)	(4 787)
Depreciation/amortisation	(289)	(306)	(2 032)	(2 627)
Accumulated ordinary depreciation 31.12	**(332)**	**(1 327)**	**(5 755)**	**(7 415)**
Carrying amounts 31.12	**1 198**	**9 255**	**5 984**	**16 437**
Economic lifetime	Up to 3 years	Up to 25 years	3-10 years	
Amortisation/depreciation schedule	Straight-line	Straight-line	Straight-line	

NOTE 4 TAX

NOK thousand	2015	2014
Allocation of tax income/(expenses)		
Payable tax/withholding tax	(1 620)	(1 767)
Change in deferred tax	23 355	(13 711)
Total tax income/(expense)	21 735	(15 478)
Basis for tax computation		
Profit before tax	706 670	751 562
25% tax (in 2014 27% tax)	(176 668)	(202 922)
Tax effect from		
Permanent differences	(257)	(944)
Withholding tax	(1 620)	(1 767)
Non taxable income and loss	192 908	206 817
Tax credit allowance	7 370	(16 663)
Current year calculated tax	**21 735**	**(15 478)**
Effective tax rate	(11.4%)	2.1%
Deferred tax asset/(liability)		
Tax effect of temporary differences		
Fixtures	742	579
Current assets and liabilities	(2 011)	(7 981)
Non current liabilities and provisions for liabilities	3 045	3 655
Tax losses carried forward	14 387	614
Deferred tax asset/(liability)	**16 163**	**(3 132)**
Deferred tax asset/(liability) 01.01	(3 132)	(6 485)
Charge to equity (tax of OCI)	(4 059)	17 064
Change of deferred tax through income statement	23 355	(13 711)
Deferred tax asset/(liability) 31.12	**16 163**	**(3 132)**

NOTE 5 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries are recorded at cost. Where a reduction in the value of shares in subsidiaries is considered to be permanent and significant, a impairment to net realisable value is recorded.

NOK thousand	Business office country	Voting share/ ownership share	2015 Book value	2014 Book value
Wilh. Wilhelmsen ASA	Lysaker, Norway	73%	2 174 931	2 174 931
Wilhelmsen Maritime Services AS	Lysaker, Norway	100%	1 264 440	964 440
Wilh. Wilhelmsen (Hong Kong) Ltd	Hong Kong	100%	900	900
WilService AS	Lysaker, Norway	100%	14 550	14 550
Wilh. Wilhelmsen Holding Invest AS	Lysaker, Norway	100%	875 595	875 595
Wilhelmsen Accounting Services AS	Lysaker, Norway	100%	1 622	622
WilNor Governmental Services AS	Lysaker, Norway	51%	6 439	
Total investments in subsidiaries			**4 338 477**	**4 031 038**

Wilhelmsen Maritime Services AS, increased capital of NOK 300 000 000.

Wilhelmsen Accounting Services AS, increased investment through group contribution of NOK 1 000 000.

WilNor Governmental Services AS is a company established in 2015, and owned 51% by Wilh. Wilhelmsen Holding ASA.

NOTE 6 COMBINED ITEMS, BALANCE SHEET

NOK thousand	Note	2015	2014
OTHER NON CURRENT ASSETS			
Non current loan group companies (subsidiary and associates)	14	4 563	3 063
Total other non current assets		**4 563**	**3 063**
Of which non current debitors falling due for payment later than one year:			
Loans to subsidiary and associates	14	4 563	3 063
Total other non current assets due after one year		**4 563**	**3 063**
OTHER CURRENT ASSETS			
Intercompany receivables	14	524 764	312 135
Other current receivables		19 708	11 676
Total other current assets		**544 472**	**323 811**
OTHER NON CURRENT LIABILITIES			
Allocation of commitment		43 853	37 274
Total other non current liabilities		**43 853**	**37 274**
OTHER CURRENT LIABILITIES			
Accounts payables		5 828	3 022
Intercompany payables	14	1 517	2 067
Next year's instalment on interest-bearing debt	11	100 000	100 000
Proposed dividend	9	139 211	139 211
Other current liabilities		40 286	43 415
Total other current liabilities		**286 842**	**287 716**

The fair value of current receivables and payables is virtually the same as the carried amount, since the effect of discounting is insignificant.

Lending is at floating rates of interest. Fair value is virtually identical with the carried amount. See note 14.

NOTE 7 CURRENT FINANCIAL INVESTMENTS

NOK thousand	2015	2014
Market value asset management portfolio		
Nordic equities	390 083	352 810
Bonds	362 361	312 475
Other financial derivatives	85	(353)
Total current financial investments	**752 528**	**664 931**

The fair value of all equity securities, bonds and other financial assets is based on their closing prices in an active market.

The net unrealised gain at 31.12	138 488	140 597

The equity portion of the portfolio of financial investments is held as collateral within a securities' finance facility. See note 12.

NOTE 8 RESTRICTED BANK DEPOSITS AND UNDRAWN COMMITTED DRAWING RIGHTS

NOK thousand	2015	2014
Restricted bank deposits		
Payroll tax withholding account	4 697	3 071
Undrawn committed drawing rights		
Undrawn committed drawing rights for 31 December	400 000	400 000

NOTE 9 EQUITY

NOK thousand	Share capital	Own shares	Retained earnings	Total
Current year's change in equity				
Equity 31.12.2014	930 076	(2 000)	4 002 471	4 930 547
Interim dividend paid			(92 808)	(92 808)
Proposed dividend			(139 211)	(139 211)
Profit for the year			728 405	728 405
Comprehensive income for the year			11 695	11 695
Equity 31.12.2015	**930 076**	**(2 000)**	**4 510 551**	**5 438 628**

NOK thousand	Share capital	Own shares	Retained earnings	Total
2014 change in equity				
Equity 31.12.2013	930 076	(2 000)	3 541 018	4 469 095
Interim dividend paid			(92 808)	(92 808)
Proposed dividend			(139 211)	(139 211)
Group contibution prior year			3 525	3 525
Profit for the year			736 084	736 084
Comprehensive income for the year			(46 137)	(46 137)
Equity 31.12.2014	**930 076**	**(2 000)**	**4 002 471**	**4 930 547**

At 31 December 2015 the company's share capital comprises 34 637 092 Class A shares and 11 866 732 Class B shares, totalling 46 503 824 shares with a nominal value of NOK 20 each. Class B shares do not carry a vote at the general meeting. Otherwise, each share confers the same rights in the company.

At 31 December 2015 Wilh. Wilhelmsen Holding ASA had own shares of 100 000 Class A shares. The total purchase price of these shares was NOK 12.7 million.

Dividend

The proposed dividend for fiscal year 2015 is NOK 3.00 per share, payable in the second quarter 2016. A decision on this proposal will be taken by the annual general meeting on 3 May 2016.

Dividend for fiscal year 2014 was NOK 5.00 per share, where NOK 3.00 per share was paid in May 2015 and NOK 2.00 per share was paid in November 2015.

Dividend for fiscal year 2013 was NOK 5.00 per share, where NOK 3.00 per share was paid in May 2014 and NOK 2.00 per share was paid in November 2014.

CONT. NOTE 9 EQUITY

The largest shareholders at 31 December 2015

Shareholders	A shares	B shares	Total number of shares	% of total shares	% of voting stock
Tallyman AS	20 784 730	2 281 044	23 065 774	49.60%	60.01%
Pareto Aksje Norge	1 146 220	651 085	1 797 305	3.86%	3.31%
VPF Nordea Norge Verdi	208 226	1 494 820	1 703 046	3.66%	0.60%
Folketrygdfondet	942 450	675 915	1 618 365	3.48%	2.72%
UBS Switzerland AG	677 037	80 999	758 036	1.63%	1.95%
Skagen Vekst	744 081		744 081	1.60%	2.15%
J. P. Morgan Luxembourg S.A.	648 762	11 850	660 612	1.42%	1.87%
Stiftelsen Tom Wilhelmsen	370 400	236 000	606 400	1.30%	1.07%
Nordea Nordic Small Cap Fund	121 875	415 630	537 505	1.16%	0.35%
MP Pensjon PK	176 743	277 444	454 187	0.98%	0.51%
UBS AS, London Branch	423 154		423 154	0.91%	1.22%
Nordnet Bank AB	72 466	338 053	410 519	0.88%	0.21%
Oslo Pensjonsforsikring AS PM		400 000	400 000	0.86%	0.00%
Skandinaviska Enskilda Banken AB	103 944	292 395	396 339	0.85%	0.30%
Bras Kapital AS	30 000	361 826	391 826	0.84%	0.09%
Verdipapirfondet DNB Norge (IV)	139 313	252 248	391 561	0.84%	0.40%
VPF Nordea Kapital	142 230	233 703	375 933	0.81%	0.41%
Citibank, NA	369 783	6 000	375 783	0.81%	1.07%
Pareto AS	270 000	101 000	371 000	0.80%	0.78%
Forsvarets Personellservice	303 500		303 500	0.65%	0.88%
Other	6 962 178	3 756 720	10 718 898	23.05%	20.10%
Total number of shares	**34 637 092**	**11 866 732**	**46 503 824**	**100.00%**	**100.00%**

Shares on foreigners hands
At 31. December 2015 – 3 827 518 (11.05%) A shares and 1 668 560 (14.06%) B shares.
Corresponding figures at 31. December 2014 – 2 268 912 (6.55%) A shares and 1 154 146 (7.36%) B shares.

NOTE 10 PENSION

Description of the pension scheme
In order to reduce the company's exposure to certain risks associated with defined benefit plans, such as longevity, inflation, effects of compensation increases, the company regularly reviews and continuously improves the design of its post-employment defined benefit plans. Until 31 December 2014, the company provides both defined benefit pension plans and defined contribution pension plans. From 2015 the defined benefit plan relate to senior management see note 2.

For many years the company had a defined benefit plan for employees in Norway through Storebrand. The defined benefit plan was closed for new employees 1 May 2005.

The company decided November 2014 to terminate the company defined benefit plans for Norwegian employees and change to defined contribution plan from 1 January 2015. After the termination all affected employees received a paid-up policy as of 31 December 2014. The termination also included the risk plan, related to the group's defined contribution pension schemes, that was covered by a defined benefit plan.

The company's defined contribution pension schemes for Norwegian employees are with Storebrand, similar solutions with different investment funds. Maximum contribution levels according to regulations have been followed up to 31 December 2014. From 1 January 2015 the contributions from the company are changed to be in accordance with new requirements.

The company pension liabilities have been calculated based on updated actuarial and financial assumptions as of 31 December 2014 and booked against other comprehensive income (directly to equity) before the termination has been reversed as an accounting gain through profit and loss and included in employees benefits to be a part of the group's operating profit.

The change in the group pension plans decreased the net equity with approximately NOK 6 million at the end of 2014.

The net effect of equity is as follow:
Through income statement 2014 a gain of NOK 57 million and a loss before tax through other comprehensive income (directly to equity) of NOK 63 million.

From 1 January 2014 the company established "Ekstrapensjon", a new contribution plan for all Norwegian employees with salaries exceeding12 times the Norwegian National Insurance base amount (G). The new contribution plan replaced the company obligations mainly financed from operation.
In addition the company has agreements on early retirement. This obligations are mainly financed from operations.
The company has obligations towards some employees in the company's senior executive management. These obligations are mainly covered via group annuity policies in Storebrand.

Pension costs and obligations includes payroll taxes. No provision has been made for payroll tax in pension plans where the plan assets exceed the plan obligations.

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

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

	Funded		Unfunded	
Number of people covered by pension schemes at 31.12	2015	2014	2015	2014
In employment	2	3	1	2
On retirement (inclusive disability pensions)	1		4	6
Total number of people covered by pension schemes	**3**	**3**	**5**	**8**

	Expenses		Commitments	
Financial assumptions for the pension calculations:	2015	2014	31.12.2015	31.12.2014
Discount rate	2.30%	4.00%	2.50%	2.30%
Anticipated pay regulation	2.80%	3.50%	2.25%	3.00%
Anticipated increase in National Insurance base amount (G)	3.00%	3.50%	2.25%	3.00%
Anticipated regulation of pensions	0.60%	0.60%	0.60%	0.60%

The expected return on assets reflects the weighted average expected returns on pension plan assets. The assumption shall reflect the weighted average expected returns for each asset class, e.g. equities, and bonds, given the actual asset allocation.

Anticipated pay regulation are business sector specific, influenced by composition of employees under the plans. Anticipated increase in G is tied up to the anticipated pay regulations. Anticipated regulation of pensions is determined by the difference between return on assets and the hurdle rate.

Actuarial assumptions: all calculations are calculated on the basis of the K2013 mortality tariff. The disability tariff is based on the KU table.

CONT. NOTE 10 PENSION

NOK thousand	31.12.2015	31.12.2014
Pension assets investments (in %)		
Current bonds	7.5%	10.6%
Bonds held to maturity	45.3%	45.9%
Money market	2.3%	(0.8)%
Equities	5.7%	6.7%
Other (property, credit bonds)	39.4%	37.8%
Total pension assets investments	**100.0%**	**100.0%**

The table shows how pension funds including derivatives administered by Storebrand Kapitalforvaltning AS were invested at 31 December.
The recorded return on assets administered by Storebrand Kapitalforvaltning was 3.9% at 31 December 2015 (2014: 6.6%).

	2015			2014		
NOK thousand	Funded	Unfunded	Total	Funded	Unfunded	Total
Pension expenses						
Service cost	4 658	61	4 719	4 309	1 000	5 309
Termination gain defined benefit plan				(55 262)	(1 536)	(56 798)
Net interest cost	448	900	1 348	3 645	1 677	5 322
Cost of defined contribution plan	5 473		5 473	3 463		3 463
Net pension expenses	**10 579**	**961**	**11 540**	**(43 845)**	**1 141**	**(42 704)**

Remeasurements – Other comprehensive income	2015	2014
Effect of changes in demographic assumptions		
Effect of changes in financial assumptions	(9 607)	
Effect of experience adjustments	(5 755)	54 459
(Return) on plan assets (excluding interest income)	(392)	8 742
Total remeasurements included in OCI	**(15 754)**	**63 201**
The company comprehensive income pension	(11 695)	46 137
The tax effect of comprehensive income pension	(4 059)	17 064
Gross remeasurements included in OCI pension	**(15 754)**	**63 201**

NOK thousand	2015	2014
Pension obligations		
Defined benefit obligation at end of prior year	97 653	140 826
Service cost	4 719	8 941
Interest expense	2 129	5 322
Termination gain defined benefit plan		(56 798)
Benefit payments from plan	(3 567)	(1 301)
Benefit payments from employer		(8 289)
Settlement payments from plan assets		(45 507)
Remeasurements – change in assumptions	(15 362)	54 459
Pension obligations 31.12	**85 572**	**97 653**
Fair value of plan assets		
Fair value of plan assets at end of prior year	30 961	73 455
Interest income	781	3 117
Employer contributions	6 360	9 939
Benefit payments from plan	(1 024)	(1 301)
Settlement payments from plan assets		(45 507)
Administrative expenses paid from plan assets	(428)	
Return on plan assets (excluding interest income)	820	(8 742)
Gross pension assets 31.12	**37 470**	**30 961**

CONT. NOTE 10 PENSION

NOK thousand	2015			2014		
	Funded	Unfunded	Total	Funded	Unfunded	Total
Total pension obligations						
Defined benefit obligation	44 318	36 535	80 853	45 495	43 217	88 712
Service cost	4 658	61	4 719	7 941	1 000	8 941
Total pension obligation	**48 976**	**36 596**	**85 572**	**53 436**	**44 217**	**97 653**
Fair value of plan assets	37 470		37 470	30 961		30 961
Net liability (asset)	**11 506**	**36 596**	**48 102**	**22 475**	**44 217**	**66 692**

Premium payments in 2016 are expected to be NOK 9.4 million (2015: NOK 10.8 million).
Payments from operations are estimated at NOK 2.5 million (2015: NOK 2.7 million).

NOK thousand	31.12.2015	31.12.2014
Historical developments		
Gross pension obligations, including payroll tax	85 572	97 653
Gross pension assets	37 470	30 961
Net recorded pension obligations	**48 102**	**66 692**

NOTE 11 INTEREST-BEARING DEBT

NOK thousand	2015	2014
Interest-bearing debt		
Bank loan	100 000	100 000
Total interest-bearing debt	**100 000**	**100 000**
Repayment schedule for interest-bearing debt		
Due in year 1	100 000	100 000
Due in year 2 and later		
Total interest-bearing debt	**100 000**	**100 000**
Held as collateral within a securities' finance facility		
The equity portion of the portfolio of financial investments	390 083	352 810

The parent company's financing arrangement provides for customary financial covenants related to minimum liquidity, and minimum value adjusted equity ratio. The company was in compliance with these covenants at 31 December 2015 (analougue for 31 December 2014).

FINANCIAL RISK
See note 14 to the parent accounts and note 15 to the group accounts for further information on financial risk, and note 14 to the group accounts concerning the fair value of interest-bearing debt.

NOTE 12 OPERATING LEASE COMMITMENTS

The company has a sale/leaseback agreement for the office building, Strandveien 20. The lease run over 15 years from 1 October 2009, with an option to extend for additional 5 years + 5 years.

The company also has a lease agreement for the office building (including storage and parking) Strandveien 12. The lease run over 10 years from 1 June 2006, with an option to extend for additional 5 years. The option to extend is agreed from 2016, with new 5 years the lease agreement runs until 2021.

NOK thousand	2015	2014
Due in year 1	48 541	45 981
Due in year 2	48 881	49 084
Due in year 3	49 223	50 066
Due in year 4	49 568	51 067
Due in year 5 and later	226 001	298 941
Total expense related to operating leasing commitments	**422 214**	**495 139**

NOTE 13 FINANCIAL RISK

CREDIT RISK

Guarantees

The group and parent policy's is that no financial guarantees are provided by the parent company.

Cash and bank deposits

The parent's exposure to credit risk on cash and bank deposits is considered to be very limited as the parent maintain banking relationships with a selection of well-known and good quality banks.

LIQUIDITY RISK

The parent's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to at all times meet its liabilities, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the parent and group's reputation.

The parent's liquidity risk is considered to be low in the sense that it holds significant liquid assets in addition to undrawn credit facilities with solid banks.

FAIR VALUE ESTIMATION

The fair value of financial instruments traded in an active market is based on quoted market prices at the balance sheet date. The fair value of financial instruments that are not traded in an active market (over-the-counter contracts) are based on third party quotes. These quotes use the maximum number of observable market rates for price discovery. Specific valuation techniques used to value financial instruments include:

Quoted market prices or dealer quotes for similar instruments.

The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

The fair value of interest rate swap option (swaption) contracts is determined using observable volatility, yield curve and time-to-maturity parameters at the balance sheet date, resulting in a swaption premium.

The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value.

The fair value of foreign exchange option contracts is determined using observable forward exchange rates, volatility, yield curves and time-to-maturity parameters at the balance sheet date, resulting in an option premium.

The carrying value less impairment provision of receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the company for similar financial instruments.

NOK thousand	Fair value	Carrying amount
2015		
Interest-bearing debt		
Bank loan	100 000	100 000
Total interest-bearing debt 31.12	**100 000**	**100 000**
2014		
Interest-bearing debt		
Bank loan	100 000	100 000
Total interest-bearing debt 31.12	**100 000**	**100 000**

The fair value of financial instruments traded in active markets is based on closing prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The price used for valuation of financial assets held by the group is the closing price. These instruments are included in level 1. Instruments included in level 1 at the end of 2015 and 2014 are investment grade bonds, equities and listed financial derivatives.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. These instruments are included in level 2. Instruments included in level 2 are FX and IR derivatives.

If one or more of the significant inputs is not based on observable market data, the derivatives is in level 3. The group has not held any level 3 derivatives in the past years.

CONT. NOTE 13 FINANCIAL RISK

Total financial instruments and short term financial investments

NOK thousand	Level 1	Level 2	Level 3	Total balance
Financial assets at fair value through income statement 2015				
- Bonds	362 361			362 361
- Equities	390 083			390 083
- Financial derivatives		408		408
Total assets 31.12	**752 443**	**408**	**0**	**752 852**
Financial liabilities fair value through income statement 2015				
- Financial derivatives	(270)	(19 703)		(19 974)
Total liabilities 31.12	**(270)**	**(19 703)**	**0**	**(19 974)**

NOK thousand	Level 1	Level 2	Level 3	Total balance
Financial assets at fair value through income statement 2014				
- Bonds	312 475			312 475
- Equities	352 810			352 810
Total assets 31.12	**665 285**	**0**	**0**	**665 285**
Financial liabilities fair value through income statement 2014				
- Financial derivatives	(149)	(21 571)		(21 720)
Total liabilities 31.12	**(149)**	**(21 571)**	**0**	**(21 720)**

Financial instruments by category	Note	Loans and receivables	Assets at fair value through the income statement	Total
Assets				
Other non current assets	6	4 563		4 563
Current financial investments	7		752 528	752 528
Other current assets	6	544 472		544 472
Cash and cash equivalent		152 896		152 896
Assets at 31.12.2015		**701 930**	**752 528**	**1 454 459**

	Note		Other financial liabilities at at amortised cost	Total
Liabilities				
Financial derivatives	6		19 703	19 703
Current interest-bearing debt	6		100 000	100 000
Other current liabilities	6		27 927	27 927
Liabilities 31.12.2015			**147 630**	**147 630**

	Note	Loans and receivables	Assets at fair value through the income statement	Total
Assets				
Other non current assets	6	3 063		3 063
Current financial investments	7		664 931	664 931
Other current assets	6	323 811		323 811
Cash and cash equivalent		291 323		291 323
Assets at 31.12.2014		**618 197**	**664 931**	**1 283 128**

	Note		Other financial liabilities at amortised cost	Total
Liabilities				
Financial derivatives	6		21 367	21 367
Current interest-bearing debt	6		100 000	100 000
Other current liabilities	6		27 137	27 137
Liabilities 31.12.2014		**0**	**148 504**	**148 504**

See note 15 to the group financial statement for further information about the group risk factors.

NOTE 14 RELATED PARTY TRANSACTION

The ultimate owner of the group Wilh.Wilhelmsen Holding ASA is Tallyman AS, which control about 60% of voting shares of the group.

The ulimate owners of Tallyman AS are the Wilhelmsen family and Mr Wilhelm Wilhelmsen controls Tallyman AS.

Name	A shares	B shares	Total	Part of total shares	Part of voting stock
Wilhelm Wilhelmsen	20 882 114	2 302 444	23 184 558	49.86%	60.29%

Wilhelm Wilhelmsen has in 2015 received remuneration of NOK 750 thousand (2014: NOK 750 thousand) in consulting fee, NOK 70 thousand (2014: NOK 60 thousand) in nomination committee for Wilh. Wilhelmsen Holding ASA and Wilh. Wilhelmsen ASA and NOK 1762 thousand (2014: NOK 1765 thousand) in ordinary paid pension and other remunerations.

WWH ASA delivers services to other group companies in Holding & Investment, WWASA group and WMS group, these include primarily human resources, tax, communication, treasury and legal services ("Shared Services").

In accordance with service level agreements, WilService AS delivers in-house services such as canteen, post, switchboard and rent of office facilities, Wilhelmsen Accounting Services delivers accounting services and WMS group delivers IT services and group consolidation services to WWH. Generally, Shared Services are priced using a cost plus 5% margin calculation, in accordance with the principles set out in the OECD Transfer Pricing Guidelines and are delivered according to agreements that are renewed annually.

NOK thousand	Note	2015	2014
OPERATING REVENUE FROM GROUP COMPANIES			
WWASA group		16 703	16 805
WMS group		63 445	67 777
Holding & Investments		4 412	2 623
Operating revenue from group companies	1	**84 560**	**87 205**
OPERATING EXPENSES TO GROUP COMPANIES			
WWASA group			
WMS group		(8 126)	(7 730)
Holding & Investments		(14 166)	(13 720)
Operating expenses to group companies	1	**(22 291)**	**(21 450)**
FINANCIAL INCOME FROM GROUP COMPANIES			
WWASA group		240 000	320 000
WMS group		500 000	350 000
Holding & Investments		172	159
Financial income from group companies	1	**740 172**	**670 159**
ACCOUNT RECEIVABLES AND ACCOUNT PAYABLES WITH GROUP COMPANIES			
Account receivables			
WWASA group		393	418
WMS group		523 890	311 565
Holding & Investments		481	152
Account receivables from group companies	6	**524 764**	**312 135**
Account payables			
WWASA group			(6)
WMS group			
Holding & Investments		(1 517)	(605)
Account payables to group companies	6	**(1 517)**	**(611)**

NOTE 15 EVENTS AFTER THE BALANCE SHEET DATE

No material events occurred between the balance sheet date and the date when the accounts were presented which provide new information about conditions prevailing on the balance sheet date.

NOTE 16 STATEMENT ON THE REMUNERATION FOR SENIOR EXECUTIVES

The Statement on senior executives' remuneration has been prepared in accordance with the Norwegian Public Limited Companies Act, the Norwegian Accounting Act and the Norwegian Code of Practice and is adopted by the board of directors.

For the purposes of this statement, company employees referred to as senior executives are: Thomas Wilhelmsen (group CEO), Nils Petter Dyvik (group CFO), Jan Eyvin Wang (President and CEO of Wilh. Wilhelmsen ASA) Dag Schjerven (President and CEO of Wilhelmsen Maritime Services AS), Jørn Even Hanssen (Group Vice President HR and OD), Benedicte Teigen Gude (Group Vice President Corporate Communication), Bjørge Grimholt (President WSS) and Carl Schou (President WSM)

The following guidelines are applied for 2016.

General principles for the remuneration of senior executives

The remuneration of the group CEO is determined by the board of directors, whereas remuneration of other senior executives is determined administratively on the basis of frameworks specified by the board of directors.

The remuneration level shall reflect the complexity and responsibilities of each role and shall take into account the group's breadth of international operations. Being headquartered in Norway, the board of directors will primarily look to other Norwegian companies operating in an international environment for comparison.

Remuneration of the senior executives shall be at a competitive level in the relevant labour market(s). It should be a tool for the board of directors to attract and retain the required leadership and motivational for the individual executive. The total remuneration package shall therefore consist of fixed remuneration (basic salary and benefits in kind) and variable, performance based remuneration (short- and long term incentives). The remuneration system should be flexible and understandable.

Market comparisons are conducted on a regular basis to ensure that remuneration levels are competitive.

Fixed salary

The main element of the remuneration package shall be the annual base salary. This is normally evaluated once a year according to individual performance, market competitiveness and local labour market trends.

Benefits in kind

The senior executives receive benefits in kind that are common for comparable positions. These include newspapers, telecommunication, broadband, insurance and company car/car salary

Short term variable remuneration

As a key component of the total remuneration package, the annual variable pay scheme, emphasizes the link between performance and pay and aims to be motivational. It aligns the senior executives with relevant, clear targets derived from the group's strategic goals. The variable pay scheme takes into consideration both key financial targets and individual targets (derived from the annual operating plan). Maximum opportunities for annual payments are capped at four to six months' salary, depending on role.

Long term variable remuneration (LTI)

The senior executives also participate in a LTI scheme, based on positive development of the WW Group's Value adjusted Equity which aims to increase alignment with shareholders' interests.

Annual payment is 50% of base salary. For Group CEO, maximum annual payment is 100% of base salary and for the president and CEO of WW ASA it is 75%. The LTI arrangement, has replaced the old synthetic option programme.

Pension scheme

Pension benefits for senior executives include coverage for old age, disability, spouse and children, and supplement payments by the Norwegian National Insurance system. The senior executives also have rights related to salaries in excess of 12G at a level of approximately 66% of gross salary and the option to take early retirement from the age of 62- 67. Pension obligations related to salaries in excess of 12G and the option to take early retirement are insured in the case of GCEO, GCFO, President and CEO WMS and President and CEO WW ASA. The President for WSS has a defined benefit plan for salary exceeding 12G financed through operations. The remaining executives has a defined contribution plan for salary above 12G. For salary below 12G, they are all a part of the collective agreement.

Severance package scheme

The GCEO has a severance pay guarantee under which he has the right to receive up to 100% of his annual salary for 24 months after leaving the company as a result of mergers, substantial changes in ownership, or a decision by the board of directors. Possible income during the period is deducted up to 50%, which comes into force after six months notice period. The group CFO, President and CEO WW ASA, GCFO, President and CEO WMS and President WSS, also have arrangements for severance payment beyond redundancy period following departure from the group.

Statement on senior executive remuneration in the previous fiscal year

Remuneration policy and development for the senior executives in the previous fiscal year built upon the same policies as those described above. For further details regarding the individual remuneration elements, see note 2 concerning pay and other remuneration for senior executives of the parent company and note 4 of the group accounts concerning senior executives of the group.

AUDITOR'S REPORT

To the Annual Shareholders' Meeting of Wilh. Wilhelmsen Holding ASA

Independent auditor's report

Report on the Financial Statements

We have audited the accompanying financial statements of Wilh. Wilhelmsen Holding ASA, which comprise the financial statements of the parent company and the financial statements of the group. The financial statements of the parent company comprise the balance sheet as at 31 December 2015, income statement, comprehensive income and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information. The financial statements of the group comprise the balance sheet as at 31 December 2015, income statement, comprehensive income, statement of changes in equity, and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

The Board of Directors and the Managing Director's Responsibility for the Financial Statements

The Board of Directors and the Managing Director are responsible for the preparation and fair presentation of the financial statements of the parent company in accordance with simplified application of international accounting standards according to § 3-9 of the Norwegian Accounting Act and for the preparation and fair presentation of the financial statements of the group in accordance with International Financial Reporting Standards as adopted by EU and for such internal control as the Board of Directors and the Managing Director determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 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 financial statements.

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

PricewaterhouseCoopers AS, Postboks 748 Sentrum, NO-0106 Oslo
T: 02316, org. no.: 987 009 713 MVA, www.pwc.no
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap

AUDITOR'S REPORT

Independent auditor's report - 2015 - Wilh. Wilhelmsen Holding ASA, page 2

Opinion on the financial statements of the parent company

In our opinion, the financial statements of the parent company are prepared in accordance with the law and regulations and present fairly, in all material respects, the financial position of Wilh. Wilhelmsen Holding ASA as at 31 December 2015, and its financial performance and its cash flows for the year then ended in accordance with simplified application of international accounting standards according to § 3-9 of the Norwegian Accounting Act.

Opinion on the financial statements of the group

In our opinion, the financial statements of the group are prepared in accordance with the law and regulations and present fairly, in all material respects, the financial position of the group Wilh. Wilhelmsen Holding ASA as at 31 December 2015, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by EU.

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report and the reports on Corporate Governance and Sustainability

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors report and in the reports on Corporate Governance and Sustainability concerning the financial statements, the going concern assumption and the proposal for the allocation of the profit is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements ISAE 3000 “Assurance Engagements Other than Audits or Reviews of Historical Financial Information”, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the company’s accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 17 March 2016
PricewaterhouseCoopers AS

Fredrik Melle
State Authorised Public Accountant (Norway)

(2)

RESPONSIBILITY STATEMENT

We confirm, to the best of our knowledge, that the financial statements for the period 1 January to 31 December 2015 have been prepared in accordance with current applicable accounting standards, and give a true and fair view of the assets, liabilities, financial position and profit for the entity and the group taken as a whole.

We also confirm that the Board of Directors' Report includes a true and fair review of the development and performance of the business and the position of the entity and the group, together with a description of the principal risks and uncertainties facing the entity and the group.

Lysaker, 17 March 2016
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler
chair

Helen Juell

Odd Rune Austgulen

Bettina Banoun

Carl Erik Steen

Thomas Wilhelmsen
group CEO

2 200

LOCATIONS

That many and no less. The Wilhelmsen group has people on the ground practically anywhere you have ships, or maritime related industries. If we are not exactly where our customers or partners are, we come to them. Our network capability is limitless.

CORPORATE GOVERNANCE

Corporate governance

A summary of the corporate governance report for 2015

Corporate governance comply or explain overview

Principle		Deviations	Reference in this report
1.	Implementation and reporting on corporate governance	None	On page 106
2.	The business	None	On page 106
3.	Equity and dividends	None	On page 107
4.	Equal treatment of shareholders and transactions with close associates	The company has two share classes. The B shares do not carry voting rights at the general meeting. Apart from this, each B share carries the same rights in the company and holders of the respective classes are treated equally. Converting to a single share class is not regarded as appropriate in the present circumstances.	On page 108
5.	Freely negotiable shares	None	On page 108
6.	General meetings	The chair of the board also acts as chair of the general meeting as stated in the company's Articles of Association.	On page 109
7.	Nomination committee	The nomination committee is not described in the Articles of Association and the company has not developed a formal way for shareholders to submit proposals for candidates to the committee.	On page 109
8.	Corporate assembly and board of directors: composition and independence	Executive committee for industrial democracy in foreign trade shipping instead of corporate assembly. General meeting elects the board.	On page 109
9.	The work of the board of directors	The whole board acts as remuneration and audit committee. Without a corporate assembly, the board elects its own chair.	On page 110
10.	Risk management and internal control	None	On page 112
11.	Remuneration of the board of directors	None	On page 113
12.	Remuneration of the executive personnel	None	On page 113
13.	Information and communications	None	On page 114
14.	Take-overs	No policy developed. However, intention is described in the report.	On page 114
15.	Auditor	None	On page 114

Reducing risk and improving accountability

The board is responsible for ensuring the company is directed and controlled in an appropriate and satisfactory manner according to existing laws and regulations. This report is, amongst others, based on the requirements covered in the Norwegian Code of Practice for Corporate Governance. The code is intended to strengthen confidence in listed companies among shareholders, the capital market and other interested parties.

For the board, a sound corporate governance model is important, because it:
- reduces risk
- contributes to the greatest possible value creation over time in the best interests of the company's shareholders, employees and other stakeholders
- ensures fair treatment of all our stakeholders
- ensures easy access to timely, accurate and relevant information about the company's business
- strengthens the confidence in the company and increases the company's attractiveness.

The board's assesses the company's corporate governance performance to be of high standard, and discussed and approved this report 17 March 2016. All the directors were present at the meeting.

On behalf of the board

Diderik Schnitler, chair
Lysaker, 17 March 2016

The board's corporate governance report for 2015

1. IMPLEMENTATION AND REPORTING ON CORPORATE GOVERNANCE

WWH is a public limited company organised under Norwegian law. Listed on the Oslo Stock Exchange, the company is subject to Norwegian securities legislation and stock exchange regulations.

This report is based on the requirements covered in the Norwegian Code of Practice for Corporate Governance ("the code", dated 30 October 2014), the Public Limited Companies Act and the Norwegian Accounting Act, approved by the board and published as part of the company's annual report. The report is also available on the company's webpage.

Comply or explain principle

In addition to provisions and guidance that in part elaborate on company, accounting, stock exchange and securities legislations, as well as the Stock Exchange Rules (dated 1 October 2014), the code also covers areas not addressed by legislation. Build on a "comply or explain" principle, the code requires the company to justify deviations from its 15 provisions and to describe alternative solutions where and if applicable. A summary of WWH's adherence to the code can be found on page 104 in this report.

Sustainable business model

A responsible business model is necessary to be sustainable. Acknowledging that the company's activities affect its surroundings, the company issues a report based on the requirements stated by the Global Reporting Initiative. The report describes how WWH combines long-term profitability with emphasis on ethical business conduct including respect for human rights, the natural environment and the societies in which the company operates. The report includes how the company addresses employee rights and working environment, human rights, health and safety issues, the environment, prevention of corruption and last but not least how the company works to the best of the communities in which it operates.

Governing elements

Employees and others working for and on behalf of the group should carry out their business in a sustainable, ethical and responsible manner and in accordance with current legislation and the company's standards.

To ensure the right results are achieved the right way, the company has a set of governing elements including its vision "shaping the maritime industry", values, basic philosophy, leadership expectations, code of conduct and company principles. A corporate social responsibility statement is part of the group's principles. Making up the core of the company's governance framework, the governing elements guide the employees in making the right decisions and navigating safely in a rapidly changing environment.

A summary of the governing elements are available electronically on the group's intranet, as written documentation, as e-learning and on the company's webpages.

In 2015, anti-corruption, competition law, fraud and theft as well as whistleblowing received particular attention. The company continued its "I comply" campaign and 95% of land based employees have conducted mandatory training. The focus on anti-corruption, competition law etc will continue in 2016. More information on the "I comply" campaign can be found on the company's webpages.

Deviations from the code: None

2. THE BUSINESS

Articles of Association

The company's business activities and the scope of the board' authority are restricted to the business specified in its Articles of Association. In brief, the company's objective is to engage in shipping, maritime services, aviation, industry, commerce, finance business, brokerage, agencies and forwarding, to own or manage real estate, and to run business related thereto or associated therewith. The full articles of association is presented on the company's webpages.

Strategy

The company's main strategy is to create value by developing a diversified business portfolio. The company will leverage its market positions, global network and collective competence to continue to grow a sustainable and profitable business. The portfolio currently consists of three main business segments:

- Through a 73.7% shareholding in Wilh. Wilhelmsen ASA (WWASA), the company has a substantial investment in ocean transportation and integrated land-based logistics services for auto and high and heavy manufacturers. Main five-year strategic targets: Improve profitability and strengthen market position.
- The group offers products and services to more than 50% of the merchant fleet through its business areas ships service, ship management and technical solutions. Main five-year strategic target: Build a strong platform for future growth and grow through mergers and acquisitions.
- Explore and invest in new opportunities within the maritime sector. Main strategic target: Pursue investments outside core business, but building on the group's core competencies and global network.

For a further presentation of the business segments, see the company's webpages.

Deviations from the code: None

3. EQUITY AND DIVIDEND

Equity

The parent company has a sound level of equity tailored to its objectives, strategy and risk profile. As of 31 December 2015, the total equity amounted to NOK 5 439 million, corresponding to 93% of the total capital (parent account). In 2014, the total equity amounted to NOK 4 931 million equal to 92% of the total capital.

Dividend policy

A dividend policy approved by the board states that the company's goal is to provide shareholders with a high return over time through a combination of value creation for the company's shares and payment of dividend. The objective is to have consistent yearly dividend paid twice annually.

Dividend 2015

In 2015, the company paid NOK 5.00 in dividend per share, totalling USD 28 million. The payable dividend was in line with the company's dividend policy and based on approved annual accounts.

Dividend 2016

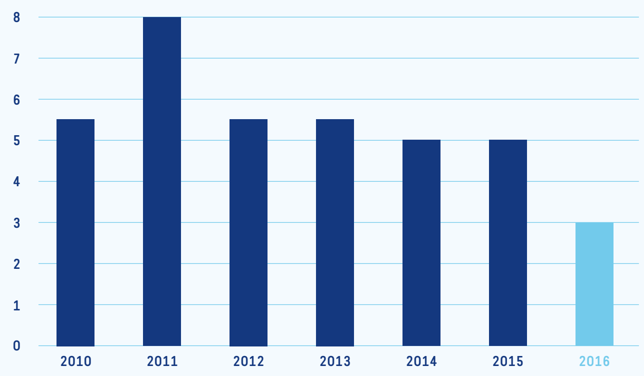
The board has proposed that the annual general meeting (AGM), to be held 3 May 2016, approves an ordinary dividend for the fiscal year 2015 amounting to NOK 3.00 per share.

With reference to The Norwegian Companies Act, the board proposes that the AGM gives the board authority to approve further dividend of up to NOK 3.00 per share for a period limited in time up to the next AGM, although not later than 20 June 2017.

The proposal is in line with the company's dividend policy and depends on AGM's approval of the annual accounts for 2015.

Dividend payout 2010–2016 (NOK)

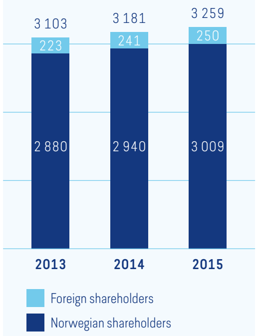
*2016 proposed payout is pending AGM approval



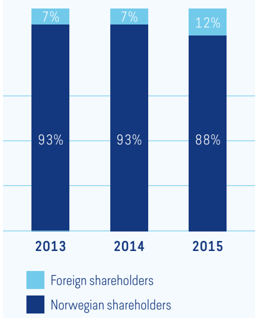
Own shares

As of 31 December 2015, the company held 100 000 own shares. On behalf of WWH, the board is authorised by the AGM to acquire shares in the company. The company can own up to 10% of the current share capital. The minutes from the AGM held 23 April 2015 describes the authorisation, expiring 30 June 2016, in more detail. The

Number of shareholders



% of shares owned by Norwegian and foreign shareholders



board cannot increase the company's share capital without a specific mandate from the AGM.

Deviations from the code: None

4. EQUAL TREATMENT OF SHAREHOLDERS AND TRANSACTIONS WITH CLOSE ASSOCIATES

Shareholders

As of 31 December 2015, the company had 3 259 (3 181) shareholders, of which 250 (241) were foreign and the remaining were Norwegian. This implicated a total increase of 2% shareholders at the turn of the year, of which nine were none-Norwegians. The Norwegian shareholders count for 88% of the company's shareholderbase or 93% of the total number of shares, as shown in the graphs below.

Two share classes

The company has two share classes, comprising 34 637 092 A shares and 11 866 732 B shares. According to the company's Articles of Association, the B shares do not carry voting rights at general meetings. Apart from this, each B share carries the same rights in the company and holders of the respective classes are treated equally. Converting to a single share class is not regarded as appropriate in the present circumstances.

Share capital

Where the board resolves to carry out an increase in share capital and waive the pre-emption rights of existing shareholders on the basis of a mandate granted to the board, the justification should be publicly disclosed in a stock exchange announcement issued in connection with the increase in share capital.

Transactions with close associates

Any transactions the company carries out in its own shares are carried out through the stock exchange and at prevailing stock exchange prices.

Any transactions taking place between a principal shareholder or close associates and the company will be conducted on arm's length terms. A similar principle will be used for certain transactions between companies with in the group.

In the event of material transactions, the company will seek independent valuation. Relevant transactions will be publicly disclosed to seek transparency.

Pursuant to the instructions issued by and for the board, directors are required to inform the board if they have interests and/or relations, directly or indirectly, with the WWH group (WWH including subsidiaries).

Overview of insiders

A list of insiders can be found on the Oslo Stock Exchange under the company's ticker.

Deviations from the code: The code recommends only one share class. The company has two share classes. The B shares do not carry voting rights at general meetings. Apart from this, each B share carries the same rights in the company and holders of the respective classes are treated equally. Converting to a single share class is not regarded as appropriate in the present circumstances.

5. FREELY NEGOTIABLE SHARES

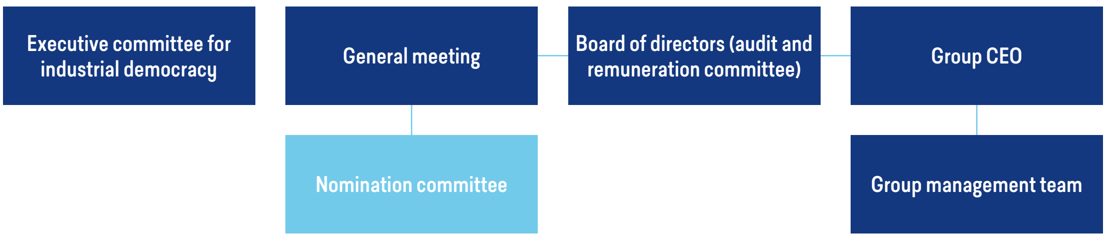
Listed on the Oslo Stock Exchange with the tickers "WWI" and "WWIB" for the A and B share respectively, both shares are freely negotiable. There are no restrictions on negotiability in the company's Articles of Associations.

Deviations from the code: None

6.–9. GOVERNING BODIES

The company's governing bodies consist of the general meeting, the executive committee for industrial democracy, the board of directors, the group chief executive and the group management team.

Governing bodies



General meeting

The general meetings deals with and decides on the following matters:

- Adoption of the annual report and accounts including the consolidated accounts and the distribution of dividend
- Adoption of the auditor's remuneration
- Determination of the remuneration for board and committee members
- Election of members to the board and election of the auditors
- Any other matter that belongs under the annual general meeting by law or according to the Articles of Association.

The general meeting is held late April or early May. Shareholders with known address are notified by mail no later than 21 days prior to the meeting and all relevant documents are published on WWH's website no later than 21 days prior to the meeting. Shareholders may, upon request, received hard copies of the material.

Shareholders wishing to attend the general meeting must notify the company at least two working days before the meeting takes place. Shareholders may participate at the meeting without being present in person, and can vote in advance through electronic communication. Guidelines for voting are included in the notice to the meeting Last, but not least, the shareholders can appoint a proxy to vote for their shares. Shareholders with known address receives a proxy appointment form. The form is downloadable from the company's web pages.

The chair, auditor and representatives from the company are present at the general meeting, which is organised in a way that facilitates dialogue between shareholders and representatives from the company.

The chair of the board opens and directs the general meeting, as described in the Articles of Association.

The minutes from the AGM are available on the company's website immediately after the meeting and may be inspected by shareholders at the company's office.

Nomination committee

The general meeting appoints the nomination committee and has approved guidelines for the committee's work. The committee nominates candidates to the board and proposes board members' remuneration. As part of its nomination process, the committee will have contact with major shareholders, the board and the company's executives to ensure the process takes the board's and company's needs into consideration. A justification for a candidate will include information on each candidate's competence, capacity and independence.

The nomination committee currently consists of Wilhelm Wilhelmsen (chair), Gunnar Frederik Selvaag and Jan Gunnar Hartvig. Elected at the general meeting in April 2014 for a period of two years, the committee members are up for election in 2016.

The majority of the committee is independent of the board and executives in the company. Mr Wilhelmsen meets in the executive committee and acts as an advisor for the board. None of the committee members are executives in the company.

In 2015, the nomination committee held three meetings.

Board of directors – composition and independence

The company does not have a corporate assembly (see executive committee), and therefore the general meeting elects the board. The board comprises five directors, of which minimum two are women, elected for minimum two years at a time. Four of the directors are independent of the majority owner and the executive management. The board does not include executive personnel. However, the group CEO and group CFO are always present at the board meetings as is other executives depending on agenda and issues to be discussed.

Board member	Elected	Up for election
Diderik Schnitler, chair	April 2015	April 2018
Helen Juell	April 2015	April 2018
Odd Rune Austgulen	April 2014	April 2016
Bettina Banoun	April 2015	April 2016
Carl Erik Steen	April 2014	April 2016

Information on the background and experience of the directors is available on the company's web pages, which also lists the number of shares in the company held by each director.

All the board members have attended a seminar hosted by the Oslo Stock Exchange. The objective of the course was

Group management team

From left:

Nils P. Dyvik
(group CFO)*

Jan Eyvin Wang
(president and CEO of WWASA)

Thomas Wilhelmsen
(group CEO)

Jørn Even Hanssen
(group vp HR and OD)

Benedicte Teigen Gude
(group VP corp comm)

Dag Schjerven
(president and CEO of maritime services)

* As of April 2016, Christian Berg will replace Nils P. Dyvik as group CFO.

to provide information on legislation, rules, regulations and best practice that are relevant for board members of listed companies.

Board responsibility and work

The instruction for the board includes rules on the work of the board and its administrative procedures determining what matters should be considered by the board. The board has the ultimate responsibility for the management of the company and that the business is run in a sustainable and responsible way.

The board head the company's strategic planning and makes decisions that form the basis for the administrations execution of the agreed strategy.

The chair of the board has an extended duty to ensure the board operates well and carries out its duties.

The board establishes an annual plan for its work. In 2015, the company hosted eight board meetings, including two full day strategy meeting. All the board members were present at the meetings, although two board member attend per phone at one meeting each.

In addition to the board meetings, the board visits business related locations to ensure they have a solid understanding of the business, market and outlook for the maritime industry.

The company keeps the board regularly updated on development in the group through a variety of communication channels, including a board portal containing timely and relevant information.

Audit committee

The extraordinary general meeting in December 2011 decided that the whole board serves as the company's audit committee, as the board only comprises five members. In addition, WWASA, representing a material part of the WWH group, has its own audit committee. The audit committee in WWASA assists the WWH board/audit committee on issues related to the integrity of WWASA's financial statements, financial reporting processes, internal control and risk assessments and risk management policies.

The audit committee maintains a pre-approval policy governing the engagement of WWASA's primary and other external auditors to ensure auditor independence.

In 2015, the audit committee have had a particular attention at anti-corruption, theft and fraud, whistleblowing and competition law and the roll-out of an awareness programmes related to these topics. The focus will continue in 2016 with a follow-up session of the awareness programme.

Remuneration committee

The board has not deemed it as relevant to have a separate remuneration committee, and therefore acts collectively as the remuneration committee. The board sets guidelines for remuneration for the executive personnel, including long- and short-term bonus schemes and pension plans. The also decide the general remuneration principles for other employees in the company.

Executive committee

An executive committee for industrial democracy in foreign trade shipping, chaired by the group CEO Thomas Wilhelmsen, ensures the interest of the employees. The committee comprises six members, four appointed from the management and two elected by the workforce. It meets regularly through the year. Issues submitted for consideration by the committee include a draft of the accounts and budget as well as matters of major financial significance for the company or of special importance for the workforce. The executive committee members were elected in 2014 for a three-year period.

Group management team

The group management team (GMT) in WWH consists of the group chief executive officer (group CEO) and five executive managers:

- group chief financial officer (group CFO)
- group VP corporate communications
- group VP human relations and organisation development
- president and CEO of WMS
- president and CEO of WWASA

GMT discusses and coordinates all main business and management issues relevant for the group of companies. It also makes benefit of the group's total expertise and knowledge when executing strategies and goals set by the board. An overview of the background and expertise of the GMT member is available on the company's website.

Group CEO

The board's instruction to the group CEO includes a statement of duties, responsibilities and delegated authorities. The group CEO has the overall responsibility for the company's results and for conducting the businesses and affairs of the company and its subsidiaries in a proper and efficient manner, in the company's and its shareholders best interest.

The group CEO has a particular responsibility to ensure that the board receives accurate, relevant and timely information that is sufficient to allow it to carry out its duties. Group's operations, financial results, projections, financial status or other topics specified by the board, is regularly shared with the board between board meetings.

The group CEO has delegated the responsibility of the different professions and subsidiaries to other members of the GMT.

Group CFO

The group CFO heads finance and strategy for WWH ASA and the consolidated WWH group. The group CFO is responsible for providing group CEO and the board with reliable, relevant and sufficient financial information related to the WWH group's business activities, and assuring that such information is based on requirements for listed companies.

Governance of subsidiaries

The WWH group consists of several legal entities (for a full overview, please see pages 126-132). Each entity has its own board responsible for issues related to the specific entity.

WWH's ambition is to be a demanding and reliable owner, taking the long-term interests of the companies and the total group into consideration when developing its future strategy, including how ownership will be exercised, financial prospects as well as expectation towards code of conduct, environmental and sustainable standards and aspirations.

Control and management of all entities are based on the same governance principles applicable to WWH.

In the case of partly owned subsidiary, the same principle applies concerning control and management of the business. WWH is represented on the board of partly owned subsidiaries. WWH's ownership in the subsidiaries is formally exercised through the respective companies' general meetings.

Deviations from the code: The chair of the board also acts as chair of the general meeting as stated in the company's Articles of Association. Further, the company has an executive committee for industrial democracy in foreign trade shipping instead of a corporate assembly. Without a corporate assembly, the board elects its own chair. Given *the size of the board and the fact that the board jointly is responsible for its decisions, separate committees is not valued as necessary. The whole board therefore acts as remuneration and audit committee. Last, the Articles of Association does not include a reference to the nomination committee and the company has not developed a formal way for shareholders to submit proposals for candidates to the committee.*

10. RISK MANAGEMENT AND INTERNAL CONTROL

Board responsibility

The board is responsible for the company's internal control and risk management, and believes that the company's systems are sound and appropriate given the extent and nature of the company's activities. The system contributes to sound control characterised by integrity and ethical attitudes throughout the organisation. It is based on the company's governing elements including the guidelines for business standard and corporate social responsibility.

The board reviews the company's risk matrix at least four times a year and the internal control arrangements at least once a year, preferably together with the company's auditor.

About the system

Governing documents, code of conduct, company principles (including corporate social responsibility), policies, guidelines and process descriptions are documented and electronically available to the company's employees through the company's global integrated management system. Various internal control activities give management assurance that the internal control of financial systems is working adequately and according to segment management's expectations.

The company's internal control is a process designed to provide reasonable assurance of:

- Effective and efficient operations
- Sound risk management
- Reliable financial reporting
- Compliance with laws and regulations
- Necessary resources provided and used in cost efficient ways.

Internal control includes:

- Activities established to evaluate and confirm the quality of internal control regarding financial reporting (per segment)
- Procedure for year-end financial statement and the WWH board's responsibility statement semi-annually and annually
- Enterprise risk assessment – including reporting of the segment's internal control
- Quarterly reporting on risk assessment to the board
- Risk factors are described and made public to the market in the company's second quarter and annual reports

The group's finance and strategy division has the responsibility for updating internal control procedures on a group level, including:

- WWH group financial strategy
- WWH group financial policies and guidelines
- WWH (parent) financial policies and guidelines
- WWH group enterprise risk management policy and guidelines

The group financial strategy is approved by the board and covers all main elements related to financial management of the group, including:

- Financial organisation, responsibility and organisation
- Objectives and key ratios
- Equity and dividend
- Investor relation
- Financing and debt management
- Cash and liquidity management
- Financial investment management
- Currency management
- Credit management
- Contingent liabilities
- Merger and acquisitions
- Accounting and financial reporting
- Tax management
- Internal control and risk management
- Reporting to WWH board

WWASA and WMS have implemented similar governing documents approved by the respective boards and in line with the group financial strategy.

External reassurance

Confirmation from external auditors and internal procedures i.e. business reviews (financial, operational and quality) give the management and board confidence that the group complies with external and internal rules and regulations.

The company's auditors conduct audit in accordance with the laws, regulations and auditing standards and practices generally accepted in Norway and give reasonable assurance as to whether the consolidated financial statements are free from material misstatements and whether internal control over financial reporting were appropriate in the circumstances relevant to the audit. The audit includes examining on test basis evidence supporting the amounts and disclosures in the financial statements. It also includes assessing the accounting policies used and the reasonableness of accounting estimates made by management as well as evaluation of the overall financial statement presentation including the disclosures.

Whistleblowing

The company has a global whistle blowing system including procedures and channels for giving notice to the company about potential non-compliance, e.g. corruption, theft, fraud, sexual harassment or other breaches to the company's business standards. Strengthening transparency and safeguarding that the business standards are applied the way they are intended, the procedures also ensure that the group has a professional way of handling potential breaches to laws and regulations, self-imposed business standards or other serious irregularities. The procedures also includes guidelines to safeguard the whistle-blower.

Deviations from the code: None

11. REMUNERATION OF THE BOARD OF DIRECTORS

Remuneration of directors is determined by the annual general meeting and is not dependent upon the company's results. The fee reflects the responsibilities of the board, its expertise, the amount of time devoted to its work and the complexity of the company's businesses. No director holds share options in the company.

None of the directors performs assignments for the company other than serving on the board of the company or one or more of its subsidiaries, except for board member Diderik Schnitler's company, Løkta AS, which performs certain consultancy work for WWASA. Amongst others, Mr Schnitler represents WWASA on the joint WWASA/Wallenius steering committee governing the joint ventures Wallenius Wilhelmsen Logistics, EUKOR Car Carriers and American Shipping and Logistics. The board has approved the assignment including remuneration.

An overview of the directors' remuneration is specified in note 4 to WWH group accounts and note 2 to the parent company accounts, of which the latter includes an overview of shares in company held by the individual director.

Deviations from the code: None

12. REMUNERATION OF EXECUTIVE PERSONNEL

Remuneration policy

WWH's remuneration policy covers all employees and is developed to ensure the company attracts and retains competent employees. The remuneration principles are communicated to all employees to ensure a common understanding of expectations and rewards, both linked to the company's strategic ambitions, financial targets and business standards.

The board determines the group CEO's remuneration and establishes the framework for adjustments for other employees. Salary adjustment for each employee is settled administratively within the limits set. For these purposes the board carries out a comparison with salary conditions in other Norwegian shipping companies and also looks to the general level of pay adjustments in Norway.

An overview of employee benefits, including salary and other components of the chief executive's and CFO's remuneration packages, is detailed in note 4 to the group accounts and note 2 and 17 to the parent company accounts. The board's statement of executive personnel is also a separate appendix to the agenda for the annual general meeting, which approves the remuneration as part of the annual report.

Short-term incentive scheme

The board determines the annual norm for the bonus scheme developed for employees in WWH and its main subsidiaries. Intended to reinforce the focus on performance and results, the bonus scheme is based on the group's return on capital employed and other selected predefined key performance indicators (KPIs). As a principle, a minimum of 50% of the KPIs are linked to financial targets, while the remaining are linked to group and/or individual KPIs. One discretionary KPI is linked to the employee's overall performance.

Long-term incentive scheme

As of 1 January 2015, the synthetic option programme was replaced with a new long term incentive scheme (LTI). Participants are the group management team and the presidents for Wilhelmsen Ship Services and Ship

WWH's financial calendar for 2016

10 February
Q4 2015 presentation

3 May
Annual general meeting

12 May
Q1 2016 presentation

4 August
Q2 2016 presentation

15 September
Capital Markets Day

10 November
Q3 2016 presentation

The company reserves the right to revise the dates, and will in case of changes inform the market in due time. The listed dates indicate when the report is released to the Oslo Stock Exchange (after close of trading). The quarterly presentation will take place at the company's premises on the following day.

Management. For the group CEO, maximum annual payment is 100% of base salary and for the president and CEO of WWASA it is 75%. For the remaining six participants of the programme, the annual payment is 50% of base salary.

The LTI is focusing on long term shareholder value creation and is based on positive development of the WW group's value adjusted equity. The ambitions set for the programme are to increase alignment with shareholders' interest, attract, retain and motivate participants and drive long-term group performance.

Settlement is based on return on value adjusted equity the last four years leading up to the settlement. The value adjusted equity is determined by using a "sum-of-the-parts" principle. For listed companies, value adjusted equity is based on market price, while earnings multiples are used for non-listed entities.

The board sets value adjusted equity targets at the beginning of each four year measurement period. Without consultation or agreement with the individual, the board has the right to change or terminate incentive programme after each year.

Deviations from the code: None

13. INFORMATION AND COMMUNICATION

Communication principles and standards

Transparency, accountability and timeliness guides the group's communication activities. The company follow the guidelines set out by the Oslo Stock Exchange and The Norwegian Investor Relations Association and their opinion of best practice related to financial reporting and Investor Relations information.

Communication channels and activities

The interim and annual results are presented to the financial markets and business journalists. At least two of these presentations are transmitted directly by webcast. Results are also posted on the group's investor relations pages. Further, the company strives to host an annual capital markets day , to give the stakeholders more in-depth knowledge about the group's activities and strategies. The market is regularly informed about the group's activities and results through stock exchange notices, annual and interim reports, press releases and updates on the group's web site.

Extensive information about the activities of the group is provided on the group's web pages. A separate section named "Investors relations" includes relevant information to shareholders, including reports and presentations, financial calendar, analysts, share information, corporate governance, IR contact and news and media. The company has a dedicated Investor relations team, and main point of contact is Mr Åge S Holm and Ms Hiva Ghiri.

The group is present on social media, but have strict rules on who can utilise social media for company purposes and has clear guidelines stating that stock sensitive information must be published through the stock exchange before it is made available on social media.

Silent period

Two weeks before the planned release of quarterly financial reports – the silent period – the company will not comment on matters related to the general financial results or expectations, and contact with external analysts, investors and journalists will be minimised. This is done to reduce the risk of information leakages and that the market has access to different information.

Deviations from the code: None

14. TAKEOVERS

The board has not established a policy for its response to possible takeover bids. The board and management will seek to treat any take-over bids for the company's activities or shares in a professional way and in the best interest of the company's shareholders. If such circumstances arise, the board and the company's management will seek to treat all shareholders equally and take action to secure that shareholders receive sufficient and timely information to consider the offer.

Deviations from the code: No policy developed, but intention described above.

15. AUDITOR

The company's auditor – PricewaterhouseCoopers AS (PwC) – attends board meetings as required and is always present when the annual accounts are approved.

To ensure the board has solid understanding of the accounts and any changes in the accounting principles, the auditor discuss changes in IFRS relevant for the group's accounting principles or other law requirements relevant for the company with the board. The auditor also runs through the main features of the audits carried out.

There were no disagreements between the management and PwC during 2015.

It is of importance to the board that the auditor is independent of management. The board therefore has at least one meeting with PwC without senior management being present. If used for other services than accounting, the parties will follow guidelines as described in the Auditing and Auditors' Act. The auditor provides the board with a confirmation of independence in relation to non-audit services provided.

In 2015, PwC has audited accounts, notes, the director's report and read through and commented on the board's report on corporate governance and the company's sustainability report.

The auditor's fee, broken down by audit work, audited related services, tax services and other consultancy services, is specified in note 4 to the WWH group accounts and note 3 to the parent company accounts.

For the financial year 2015, Fredrik Melle had been the company's main auditor at PwC.

Deviations from the code: None

Further information

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Finance & Investor Relations

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Hiva Ghiri
Investor Relations Officer

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87.5%*

TRAINED IN ANTI-CORRUPTION

We do business the right way, and we understand the importance of compliance. We train our employees to safely navigate in a challenging world where non-compliance unfortunately exists.

* Average training percentage between landbased and ocean based employees.

SUSTAINABILITY REPORTING

Just how we do business

The Wilhelmsen group has been doing business all around the world since 1861. If we want to survive the next 155 years and beyond, we need to deliver profitable and sustainable results.

OUR RECIPE FOR SUCCESS

To deliver the right results the right way, we need healthy, motivated and competent employees, a healthy and ethical business world without corruption, healthy local communities, and we need a healthy global environment. That is why we strive to contribute to the best of our efforts on all these areas.

This report is our way of showing our sustainability impact during 2015, and how we wish to progress in 2016. In addition to wanting to improve the way we do business, we also want to be more transparent and open in our reporting. We aim to get better, and we truly believe we are on the right path.

SOME OF MY PERSONAL HIGHLIGHTS FROM 2015

I am particularly happy to see that 95% of our land based employees and more than 50% of our seafarer pool have completed our compliance training. I am also proud to say that 94% of our sailings through the Suez Canal were conducted without any form of facilitation payments in 2015. Our lost time injury frequency rate improved in 2015 to 0.56 following focused initiatives, and we will continue to work for a safe and healthy working environment for all employees.

Green shipping has been a top priority for the Wilhelmsen group for many years. Two of several interesting initiatives to reduce fuel consumption last year were the change of the bulbous bows on four vessels and the increased number of hull cleanings performed together with the young talents behind EcoSubsea.

We care for the communities in which we operate. An impressive list including more than 80 charitable contributions was recorded in 2015.

STRONG, GENUINE COMMITMENT

Being the fifth generation heading up the group of companies, I have a strong personal commitment to our long-term goals and ambitions. With a thorough anti-trust investigation of the car carrying industry, we have seen how misconduct can affect our reputation and bottom line. At the other end of the scale, we have also seen how our firm stand against facilitation payments has shown remarkable results in Suez. This is encouraging and strengthens our belief in our long term ambition which is a corruption free industry.

Being a shaper of the industry means being at the forefront of sustainability. Being a shaper is not something we can turn on and off at will. It is a true commitment. It is just how we do business.

Thomas Wilhelmsen
group CEO

2015 HIGHLIGHTS

90%

90% engagement survey completion rate (target: 85%)

2.0

Total recordable case frequency rate of 2.0 (target: 2.8)

TWO NEW, ENERGY EFFICIENT VESSELS WITH SCRUBBERS DELIVERED

TWO VESSELS RECYCLED IN ACCORDANCE WITH HONG KONG CONVENTION

95%

OF ALL LAND BASED EMPLOYEES TRAINED IN ANTI-CORRUPTION

LOST TIME INJURY FREQUENCY RATE OF 0.56 (TARGET: 0.65)

0

ZERO WORK RELATED FATALITIES

ZERO TOLERANCE POLICY TOWARDS FACILITATION PAYMENTS INTRODUCED

5%

5% OF DIVIDEND ALLOCATED TO "WE CARE" INITIATIVES VIA THE TOM WILHELMSEN FOUNDATION

MORE THAN 80 CONTRIBUTIONS TO LOCAL COMMUNITIES VIA OUR OFFICES AND EMPLOYEES

79 598 eLearning courses completed

Ship performance system from Shippersys installed on all WWASA vessels

1.67% sickness absence rate for onshore operations

TARGETS FOR 2016

Zero fatalities

2.8

Total recordable case frequency rate not to exceed 2.8

Install Shippersys system on all EUKOR vessels

100%

100% completion rate on anti-corruption training for land based employees

No oil spills

0.6

Lost time injury frequency rate not to exceed 0.6

Our way

For us, doing business is about maximising profit *and* making sure we do business the right way.

GRI

Our sustainability report is based on the fourth generation of sustainability reporting guidelines developed by the Global Reporting Initiative (GRI G4). We report in accordance with the "core" option, which comprises the essential elements of sustainability in the group's work. More information about the guidelines can be found on GRI's webpage globalreporting.org.

MATERIALITY ASSESSMENT

One key element of the GRI guidelines is to find the aspects of business we consider to be of most importance to our impact on the environment and the societies in which we operate. These aspects are identified through a materiality assessment, where the importance of different topics are ranked by us and our stakeholders, such as our board, group management team, employees, customers, suppliers, competitors, industry players and shareholders. The process steps are shown on the opposite page.

We performed a materiality assessment in 2013. The outcome was a priority list, displayed on the opposite page. This has guided our work and reporting in 2014 and 2015. We recognise that this list should be evaluated on a regular basis to ensure that we always are reporting on the most critical issues, and our intention is to conduct a new materiality assessment in 2016.

Based on the assessment, we have divided the high priority aspects into five groups, which form the basis of this report:

- Environmental impact
- Community contribution
- Ethics and anti-corruption
- Health and safety
- Our employees

These topics are relevant for all entities, throughout the whole value chain, and in all geographical areas.

CONTINUOUS IMPROVEMENTS

We aim to build a transparent reporting system. In time, we expect to have external assurance for the information provided. In the meantime, we use DNV GL, our accounting auditor PricewaterhouseCoopers AS and stakeholder engagement for advice and to identify ways to improve.

In addition to specifying relevant targets for 2016, we work continuously to improve our sustainability processes. We review and update guidelines and standards for managers, employees, customers, suppliers, subsidiaries, joint ventures and business partners, clearly expressing the group's expectations regarding material aspects of sustainability.

The subsidiaries handle business relevant issues on a central or local level, depending on the nature of the issue.

For our full sustainability report and annual report, please visit www.wilhelmsen.com.

THE ASSESSMENT PROCESS

RISK MAPPING

A materiality assessment was conducted to map key risk issues for us and assessing whether the issue is a high priority to us internally.

IDENTIFY EXTERNAL STAKEHOLDER EXPECTATIONS

Review and measure perceived external stakeholder expectations of identified risk issues.

PEER AND MEDIA REVIEW

A peer review was conducted to identify issues of importance to our peers, while a media review was conducted to assess media attention around identified issues.

ANALYSIS AND FINDINGS

Each issue was given an external stakeholder scoring based on collection from peers, the materiality assessment and the Norwegian Accounting Act.

INTERNAL WW MATERIALITY WORKSHOP

Collective debate within the group on results and findings from the assessment. Prioritising and setting targets for further work.

FINALISE MATERIALITY ASSESSMENT

Final materiality matrix approved by our group management team and discussed with the boards of WWH and WWASA. Agreement on focus areas.

MATERIAL ASPECTS

PRIORITY

C

Lobbying

B

Diversity and inclusion
Society and community
Supply chain management
Tax
Piracy
Controversial/illegal cargo
Biodiversity
Ballast water

A

Labour relations and standards
Innovation
Waste
Human rights
Business ethics
Anti-corruption
Climate change and emissions
Stakeholder engagement
Working conditions and health and safety
Sustainability governance

HOW WE ENGAGE WITH OUR STAKEHOLDERS

We are regularly in dialogue with key stakeholders who engage with issues relating to the maritime industry and the corporate activities of the Wilhelmsen group. The dialogue contributes to understanding the expectations of the community and transferring them to the group. It also enables us to communicate corporate decisions to stakeholders and provide them with explanations for our underlying motives. The table below provides examples of how we involve stakeholders in important topics.

KEY TOPICS	EMPLOYEES	INVESTORS	CUSTOMERS	SUPPLIERS	COMMUNITY
	Engagement, commitment, leadership, culture	Results, prospects	Campaigns, plans	Human rights, child labour, environmental protection	Climate, environmental impact
	Business ethics, working conditions, HSEQ, training	Knowledge sharing	Satisfaction, feedback	Sustainability governance, transparency, values	Anti-corruption, rules and regulations, labour regulations and standards
	KPI results and targets	Main business drivers	Innovation, proper use, expertise advice	Working conditions, HSEQ, regulations	Education

CHANNELS AND ACTIVITIES	EMPLOYEES	INVESTORS	CUSTOMERS	SUPPLIERS	COMMUNITY
	Engagement survey	Annual and quarter reports and presentations, capital markets day	Customer meetings, regular dialogue	Supply chain code of conduct	Meetings and discussions with NGOs
	Performance appraisal	Press releases	Customer surveys	Procurement policies	Ship owners associations
	Industrial democracy	Investor meetings	Road-shows and fairs	Supplier audits	Sponsorships
	Code of conduct				Presentations and guest lectures

24 000

EMPLOYEES

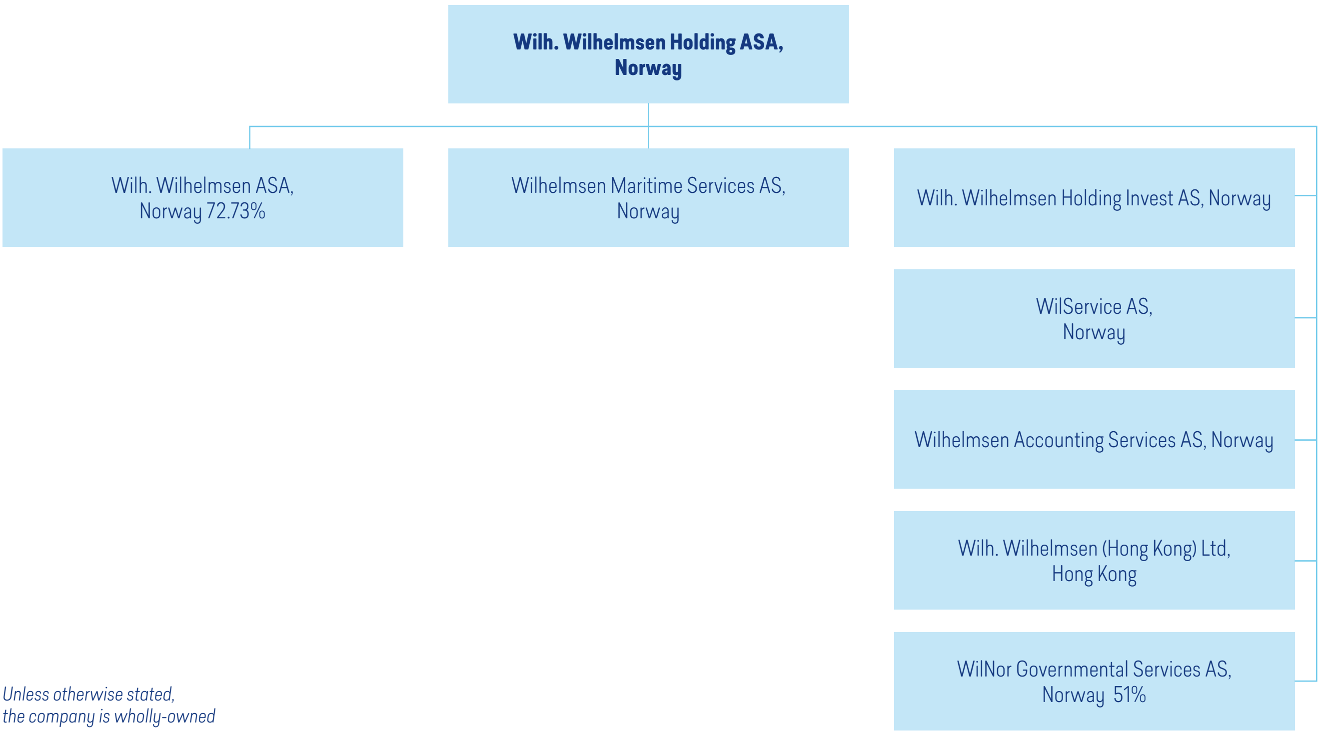
Our most important asset. Our people make our group function, and our people create the advances we make in the maritime industry. Every location, every service delivered, every vessel, every decision – our people are what makes the Wilhelmsen group.

CORPORATE STRUCTURE

Corporate structure

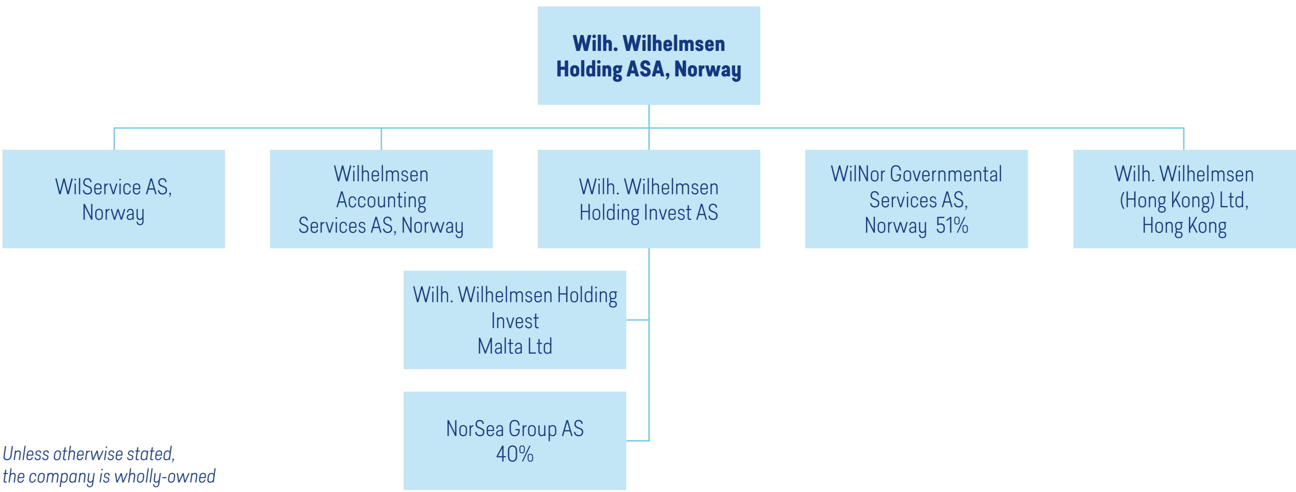
As of 31 December 2015

WWH GROUP



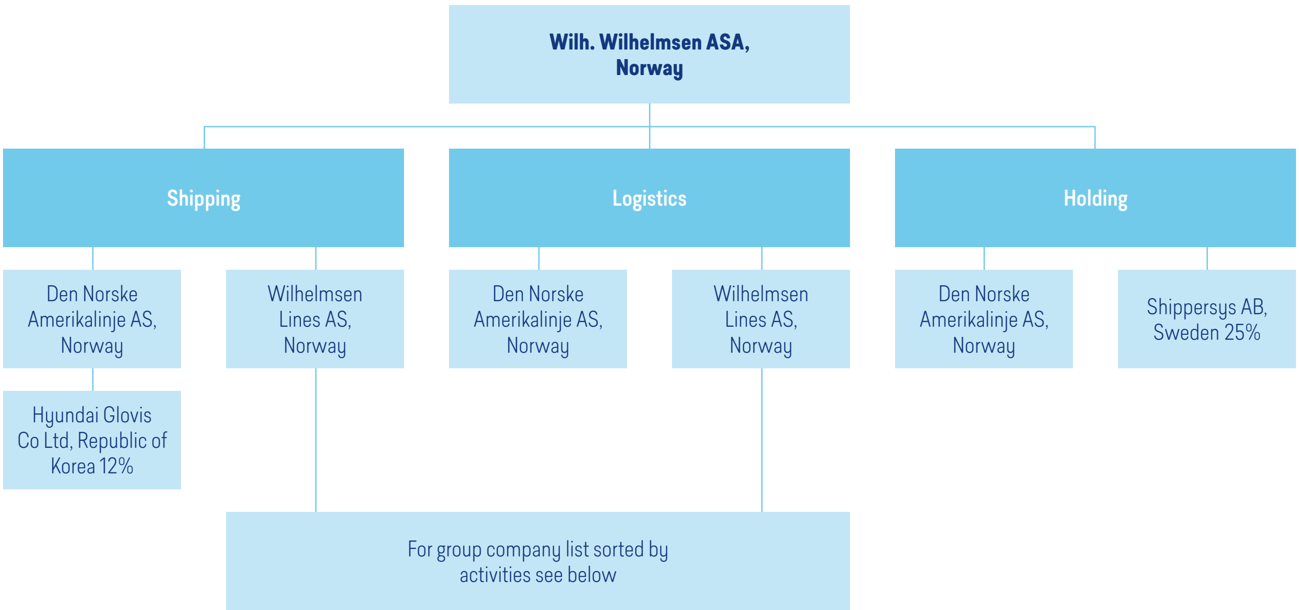
Unless otherwise stated, the company is wholly-owned

HOLDING AND INVESTMENTS SEGMENT



Unless otherwise stated, the company is wholly-owned

WWASA GROUP SEGMENT



Activities in WWASA group *Legal entity* *Unless otherwise stated, the company is wholly-owned*

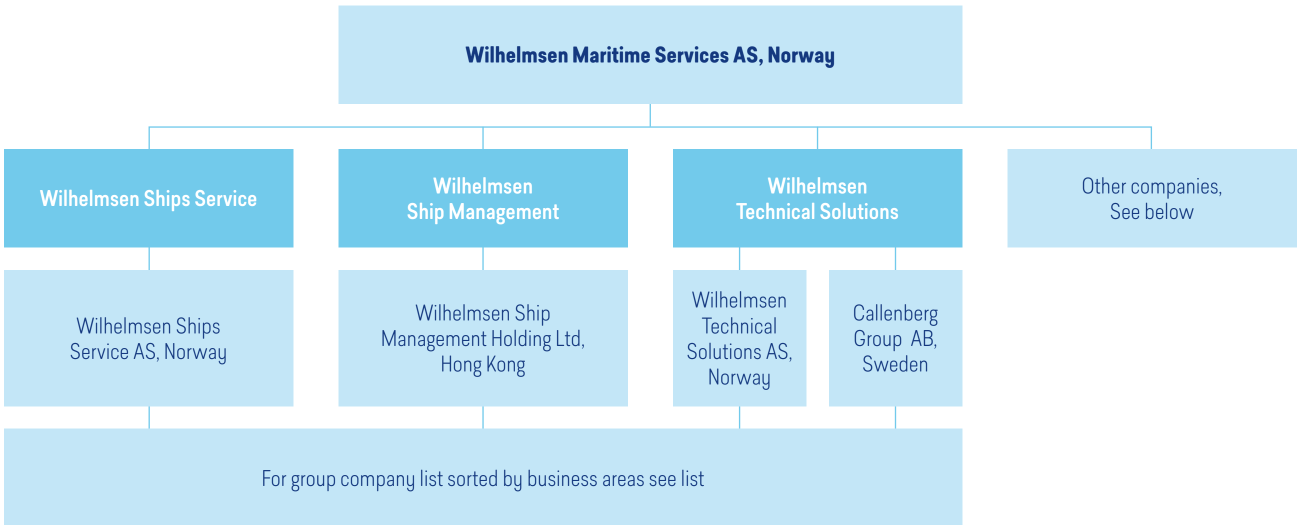
COMPANY NAME	COUNTRY	OWNER SHIP %
WILHELMSEN LINES AS (SHIPPING ACTIVITIES)		
Wilhelmsen Ships Holding Malta Ltd	Malta	100%
– Wallenius Wilhelmsen Logistics AS	Norway	50%
– EUKOR Car Carriers Inc	Republic of Korea	40%
Tellus Shipping AS	Norway	50%
Wilhelmsen Lines Shipowning AS	Norway	100%
Wilhelmsen Lines Malta Ltd	Malta	100%
Wilhelmsen Lines Shipowning Malta Ltd	Malta	100%
Wilhelmsen Lines Car Carriers Ltd	United Kingdom	100%

CONT. WWASA GROUP SEGMENT

COMPANY NAME	COUNTRY	OWNER SHIP %
WILHELMSEN LINES AS (SHIPPING ACTIVITIES)		
American Roll-on Roll-off Carrier Holdings Inc	USA	50%
– American Roll-on Roll-off Carrier LLC	USA	100%
Fidelio Inc.	USA	50%
– Fidelio Limited Partnership	USA	2%
Wilhelmsen Ships Holding AS*	Norway	100%
– Fidelio Limited Partnership*	USA	49%
WILHELMSEN LINES AS (LOGISTICS ACTIVITIES)		
American Logistics Network LLC	USA	50%
– AP Logistics LLC	USA	50%
American Shipping & Logistics Group Inc	USA	50%
– American Insurance Providers Inc	USA	100%
– – American Auto Logistics LP	USA	99%
– American Auto Logistics LP	USA	1%
– Transcar GmbH	Germany	100%

** The company is allocated both to WWASA group's shipping and logistics activities*

WMS GROUP SEGMENT



Business area *Legal entity* *Unless otherwise stated, the company is wholly-owned*

CONT. WMS GROUP SEGMENT		
COMPANY NAME	COUNTRY	OWNER SHIP %
Wilhelmsen IT Services Sdn Bhd	Malaysia	100.00%
Wilhelmsen IT Services AS	Norway	100.00%
Wilhelmsen Insurance Services AS	Norway	100.00%
WILHELMSEN SHIPS SERVICE		
Wilhelmsen Ships Service Algeria SPA	Algeria	49.00% *
Wilhelmsen Ships Service Argentina SA	Argentina	100.00%
New Wave Maritime Services Pty Ltd	Australia	100.00%
Wilh. Wilhelmsen Oceania Pty Ltd	Australia	50.00% *
Wilhelmsen Ships Service Pty Limited	Australia	100.00%
Wiltrading (Darwin) Pty Ltd	Australia	50.00% *
WLB Shipping Pty Ltd	Australia	100.00%
WWHI Property Australia Pty Ltd	Australia	100.00%
Almoayed Wilhelmsen Ltd	Bahrain	40.00% *
Wilhelmsen Ships Service Limited	Bangladesh	50.00%
Wilhelmsen Ships Service NV	Belgium	100.00%
Barwil Brasil Agencias Maritimas Ltda	Brazil	100.00%
Wilhelmsen Ships Service do Brasil Ltda	Brazil	100.00%
Wilhelmsen Ships Service Ltd	Bulgaria	100.00%
Wilhelmsen Ships Service Inc	Canada	100.00%
Wilhelmsen Ships Service Agencia Maritima SA	Chile	100.00%
Wilhelmsen Ships Service (Chile) S.A.	Chile	100,00%
Wilhelmsen Huayang Ships Service (Beijing) Co Ltd	China	50.00%
Wilhelmsen Huayang Ships Service (Shanghai) Co Ltd	China	49.00% *
Wilhelmsen Ships Service Co Ltd	China	100.00%
Wilhelmsen Ships Service Colombia SAS	Colombia	100.00%
Wilhelmsen Ships Service Cote d'Ivoire SARL	Cote d'Ivoire	100,00%
Wilhelmsen Ships Service Cyprus Ltd	Cyprus	100.00%
Wilhelmsen Ships Service A/S	Denmark	100.00%
Wilhelmsen Ships Service Ecuador SA	Ecuador	100.00%
Barwil Arabia Shipping Agencies SAE	Egypt	24.50%
Barwil Egytrans Shipping Agencies SAE	Egypt	49.00% *
Scan Arabia Shipping Agencies SAE	Egypt	49.00% *
Wilhelmsen Ships Service Oy Ab	Finland	100.00%
Auxiliaire Maritime SAS	France	100.00%
Wilhelmsen Ships Service France SAS	France	100.00%
Barwil Georgia Ltd	Georgia	50.00%
Wilhelmsen Ships Service Georgia Ltd	Georgia	50.00%
Barwil Agencies GmbH	Germany	100.00%
Wilhelmsen Ships Service GmbH	Germany	100.00%
Barwil Black Sea Shipping Ltd	Gibraltar	50.00%
Wilhelmsen Ships Service (Gibraltar) Limited	Gibraltar	100.00%
Wiltrans (Gilbraltar) Limited	Gibraltar	100.00%
Barwil Hellas Ltd	Greece	60.00%
Uniref SA	Greece	100.00%
Wilhelmsen Ships Service Hellas SA	Greece	100.00%
Wilhelmsen Ships Service Limited	Hong Kong	100.00%
Wilhelmsen Maritime Services Private Limited	India	100.00%
Wilhelmsen Ships Service Private Limited	India	100.00%
Wiltrans Logistics & Shipping Company Private Limited	India	100.00%
WSS Business Services India Private Limited	India	100.00%

CONT. WMS GROUP SEGMENT		
COMPANY NAME	COUNTRY	OWNER SHIP %
P.T. Tirta Samudera Caraka	Indonesia	0.00% *
P.T. Tirta Sarana Banjar	Indonesia	0.00% *
P.T. Tirta Sarana Borneo	Indonesia	0.00% *
P.T. Tirta Sarana Dermaga	Indonesia	0.00% *
P.T. Tirta Sarana Jasatama	Indonesia	0.00% *
P.T. Tirta Wahana Transportama	Indonesia	0.00% *
Barwil For Maritime Services Co Ltd	Iraq	100,00%
Wilhelmsen Ships Service SpA	Italy	100.00%
Wilhelmsen Ships Service (Japan) Pte Ltd – Legal Branch	Japan	100.00%
Wilhelmsen Ships Service Co Ltd	Japan	100.00%
Wilhelmsen Ships Service Ltd	Kenya	100.00%
Alghanim Barwil Shipping Co-Kutayba Yusuf Ahmed & Partners WLL	Kuwait	49.00%
Barwil-Andersson Agencies Ltd	Latvia	49.00%
Wilhelmsen Ships Service Lebanon SAL	Lebanon	49.00%
Barwil Westext Sdn Bhd	Malaysia	25.00% *
Wilhelmsen Agencies Sdn Bhd	Malaysia	100.00%
Wilhelmsen Freight & Logistics Sdn Bhd	Malaysia	100.00%
Wilhelmsen Ships Service Holdings Sdn Bhd	Malaysia	100.00%
Wilhelmsen Ships Service Malaysia Sdn Bhd	Malaysia	30.00% *
Wilhelmsen Ships Service Trading Sdn Bhd	Malaysia	100.00%
WSS Global Business Services Sdn Bhd	Malaysia	100.00%
Wilhelmsen Ships Service Malta Limited	Malta	100.00%
Unitor de Mexico, SA de CV	Mexico	100.00%
Wilhelmsen Ships Service (Mozambique), Limitada	Mozambique	100.00%
Wilhelmsen Ships Service BV	Netherlands	100.00%
Unitor Ships Service NV Netherlands Antilles	Netherlands Antilles	100.00%
Wilh. Wilhelmsen (New Zealand) Limited	New Zealand	100.00%
Wilhelmsen Ships Service Limited	New Zealand	100.00%
Barwil Agencies AS	Norway	100.00%
Wilhelmsen Chemicals AS	Norway	100.00%
Wilhelmsen Ships Service AS	Norway	100.00%
Wilhelmsen Towell Co LLC (formerly known as Towell Barwil Co LLC)	Oman	60,00%
Wilhelmsen Ships Service (Private) Limited	Pakistan	49,00% *
Barwil Agencies SA	Panama	100.00%
Intertransport Air Logistics SA	Panama	100.00%
Lonemar SA	Panama	100.00%
Lowill SA	Panama	100.00%
Scan Cargo Services SA	Panama	100.00%
Transcanal Agency SA	Panama	100.00%
Wilhelmsen Ships Service SA	Panama	100.00%
Wilhelmsen Ships Service Peru SA	Peru	100.00%
Wilhelmsen-Smith Bell (Subic) Inc	Philippines	50.00%
Wilhelmsen-Smith Bell Shipping Inc	Philippines	40.00% *
Wilhelmsen Ships Service Philippines Inc	Philippines	100.00%
Wilhelmsen Ships Service Polska Sp z.o.o.	Poland	100.00%
Argomar-Navegcao e Transportes SA	Portugal	100.00%
Barwil-Knudsen, Agente de Navagacao Lda	Portugal	100.00%
Wilhelmsen Ships Service Portugal, SA	Portugal	100.00%
Wilhelmsen Ship Services Qatar Ltd	Qatar	0.00% *
Wilhelmsen Hyopwoon Ships Service Ltd	Republic of Korea	50.00%
Wilhelmsen Ship Services Co Ltd	Republic of Korea	100.00%

CONT. WMS GROUP SEGMENT		
COMPANY NAME	COUNTRY	OWNER SHIP %
Barwil Star Agencies SRL	Romania	100.00%
Barwil Novorossiysk Ltd	Russia	100.00%
Wilhelmsen Ships Service OOO	Russia	100.00%
Barwil Agencies Ltd For Shipping	Saudi Arabia	70.00%
Binzagr Barwil Maritime Transport Co Ltd	Saudi Arabia	50.00%
Nagliyat Al-Saudia Co Ltd	Saudi Arabia	0.00% *
Wilhelmsen Ships Service Senegal SUARL	Senegal	100.00%
Unitor Cylinder Pte Ltd	Singapore	100.00%
Wilhelmsen Ships Service (Japan) Pte Ltd	Singapore	100.00%
Wilhelmsen Ships Service (S) Pte Ltd	Singapore	100.00%
Barwil (South Africa) Pty Ltd	South Africa	100.00%
Krew-Barwil (Pty) Ltd	South Africa	49.00%
Wilhelmsen Ships Services (Pty) Ltd	South Africa	100.00%
Wilhelmsen Ships Services South Africa (Pty) Ltd	South Africa	70.00%
Wilhelmsen Ships Service Canarias SA	Spain	100.00%
Wilhelmsen Ships Service Spain SAU	Spain	100.00%
Wilhelmsen Meridian Navigation Ltd	Sri Lanka	40.00%
Baasher Barwil Agencies Ltd	Sudan	50.00%
Alarbab For Shipping Co. Ltd	Sudan	0.00% *
Wilhelmsen Ships Service AB	Sweden	100.00%
Wilhelmsen Ships Service Inc	Taiwan	100.00%
Wilhelmsen Ship Services Ltd	Tanzania	100.00%
Wilhelmsen Ships Service (Thailand) Ltd	Thailand	49.00% *
Wilhelmsen Denizcilik Hizmetleri Ltd Sirketi	Turkey	100.00%
Wilhelmsen Lojistick Hizmetleri Ltd Sirketi	Turkey	100.00%
Crewing Agency "Barber Manning"	Ukraine	100.00%
Wilhelmsen Ships Service Ukraine Ltd	Ukraine	100.00%
Barwil Abu Dhabi Ruwais LLC	United Arab Emirates	0.00% *
Barwil Dubai LLC	United Arab Emirates	49.00% *
Wilhelmsen Ship Services LLC	United Arab Emirates	42.50%
Triangle Shipping Agencies LLC	United Arab Emirates	49.00% *
Wilhelmsen Ships Service AS (Dubai Branch)	United Arab Emirates	100.00%
Wilhelmsen Maritime Services JAFZA	United Arab Emirates	100.00%
Wilhelmsen Ships Service (LLC)	United Arab Emirates	49.00% *
Denholm Wilhelmsen Ltd. (formerly known as Denholm Barwil Ltd.)	United Kingdom	40.00%
Wilhelmsen Ships Service Limited	United Kingdom	100.00%
Knight Transport Ltd	United States	33,34%
Wilhelmsen Ships Service Inc	United States	100.00%
Barwil de Venezuela CA	Venezuela	50.00%
Barwil-Sunnytrans Ltd	Vietnam	49.00% *
International Shipping Co Ltd	Yemen	0.00% *

WILHELMSEN SHIP MANAGEMENT		
Unicorn Shipping Services Ltd	Bangladesh	51.00%
Wilhelmsen Ship Management Serviços Marítimos do Brasil Ltda	Brazil	100.00%
Wilhelmsen Ship Management d.o.o.	Croatia	100.00%
Barklav (Hong Kong) Limited	Hong Kong	50.00%
Wilhelmsen Marine Personnel (Hong Kong) Ltd	Hong Kong	100.00%
Wilhelmsen Ship Management Holding Limited	Hong Kong	100.00%
Wilhelmsen Ship Management Limited	Hong Kong	100.00%
WSM Global Services Limited	Hong Kong	100.00%

CONT. WMS GROUP SEGMENT		
COMPANY NAME	COUNTRY	OWNER SHIP %
Wilhelmsen Ship Management (India) Private Limited	India	100.00%
Global Vessel Management Ltd	Liberia	33.33%
Wilhelmsen Ship Management Sdn Bhd	Malaysia	100.00%
Wilhelmsen Ship Management Services Sdn Bhd	Malaysia	100.00%
WSM Offshore Services Sdn Bhd	Malaysia	100.00%
Diana Wilhelmsen Management Inc	Marshall Islands	50,00%
Unicorn Shipping Services Limited	Mauritius	51.00%
Wilhelmsen Marine Personnel (Myanmar) Company Limited	Myanmar	100.00%
Barber Moss Ship Management AS	Norway	50.00%
Golar Wilhelmsen Management AS	Norway	40.00%
Wilhelmsen Marine Personnel (Norway) AS	Norway	100.00%
Wilhelmsen Ship Management (Norway) AS	Norway	100.00%
OOPS (Panama) SA	Panama	100.00%
Wilhelmsen-Smith Bell Manning Inc	Philippines	25.00% *
Wilhelmsen Marine Personnel Sp z.o.o.	Poland	100.00%
Haeyoung Maritime Services Co Ltd	Republic of Korea	20.00%
Wilhelmsen Ship Management Korea Ltd	Republic of Korea	100.00%
Barklav SRL	Romania	50.00%
Wilhelmsen Marine Personnel Novorossiysk Ltd	Russia	100.00%
Wilhelmsen Ship Management Singapore Pte Ltd	Singapore	100.00%
Wilhelmsen Marine Personnel (Ukraine) Ltd	Ukraine	100.00%
Wilhelmsen Ship Management (USA) Inc	United States	100.00%
WILHELMSEN TECHNICAL SOLUTIONS		
WILHELMSEN TECHNICAL SOLUTIONS (SAFETY)		
Wilhelmsen Technical Solutions do Brasil Ltda	Brazil	100.00%
Wilhelmsen Technical Solutions Production Co Ltd	China	100.00%
Wilhelmsen Technical Solutions China Co Ltd	China	100.00%
Novenco Fire Fighting A/S	Denmark	100.00%
Maritime Protection AS	Norway	100.00%
Wilhelmsen Technical Solutions AS	Norway	100.00%
Wilhelmsen Technical Solutions Co Ltd	Japan	100.00%
Wilhelmsen Technical Solutions Sp z.o.o.	Poland	100.00%
Wilhelmsen Technical Solutions Korea Co Ltd	Republic of Korea	100.00%
Wilhelmsen Technical Solutions Pte Ltd	Singapore	100.00%
WILHELMSEN TECHNICAL SOLUTIONS (CALLENBERG GROUP)		
Ti Callenberg China Co Ltd (formerly known as Ti China Co Ltd)	China	100.00%
Callenberg A/S (formerly known as Wilhelmsen Technical Solutions A/S)	Denmark	100.00%
Callenberg A/S (formerly known as Wilhelmsen Technical Solutions A/S)	Denmark	100.00%
Ti Callenberg Japan Co Ltd (formerly known as TI Marine Contracting Japan Co Ltd)	Japan	100.00%
TI Marine Contracting AS	Norway	100.00%
Callenberg AS (formerly known as Wilhelmsen Technical Solutions Norway AS)	Norway	100.00%
Ti Callenberg Korea Co Ltd (formerly known as TI Korea Co Ltd)	Republic of Korea	100.00%
Callenberg Technology AB (formerly known as Wilhelmsen Technical Solutions Sweden AB)	Sweden	100.00%
Callenberg Group AB (formerly known as Wilhelmsen Technical Solutions AB)	Sweden	100.00%
European Manning Services Ltd	United Kingdom	100.00%
IES Callenberg Ltd (formely know as Integrated Engineering Services (Aberdeen) Limited)	United Kingdom	100.00%
Ti Callenberg UK Limited (formerly known as Ticon Insulation Limited)	United Kingdom	100.00%
Callenberg Inc (Formerly known as Wilhelmsen Technical Solutions, Inc)	United States	100.00%

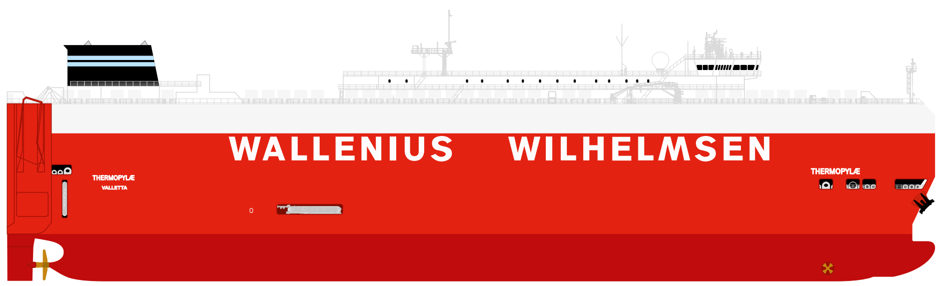
** Additional profit share agreement*

WW FLEET FLAG AND OWNERSHIP STATUS AS PER 31.12.2015

PCTC

PCTC: Pure car and truckcarrier

NAME	IMO	BUILT	TYPE	FLAG	CEU	WW SHARE
MHI TYPE						
TORONTO	9302205	2005/8	PCTC	GBR	6 500	100%
TOLEDO	9293624	2005/2	PCTC	GBR	6 500	100%
TORRENS	9293612	2004/10	PCTC	GBR	6 500	100%
TOPEKA	9310109	2006/06	PCTC	GBR	6 500	100%
TOMBARRA	9319753	2006/09	PCTC	GBR	6 500	100%
TORTUGAS	9319765	2006/12	PCTC	GBR	6 500	100%
TOMAR	9375264	2008/10	PCTC	GBR	6 500	100%
TOREADOR	9375288	2008/12	PCTC	GBR	6 500	100%
TORINO	9398321	2009/03	PCTC	GBR	6 500	100%
TOSCANA	9398333	2009/06	PCTC	GBR	6 500	100%
TONGALA	9605786	2012/09	PCTC	MLT	6 400	100%
OTHER						
TANCRED*	8605167	1987/04	PCTC	NIS	4 600	100%
TRINIDAD*	8602579	1987/09	PCTC	NIS	5 800	100%
TRIANON*	8520680	1987/04	PCTC	NIS	5 800	100%
MORNING CONCERT	9312822	2006/04	PCTC	GBR	6 600	100%



PCTC: Pure car and truckcarrier

NAME	IMO	BUILT	TYPE	FLAG	CEU	WW SHARE
POST PANAMAX (HERO TYPE)						
THERMOPYLÆ	9702443	2015/01	PCTC	MLT	8 000	100%
THALATTA	9702455	2015/04	PCTC	MLT	8 000	100%

The three PCTC vessels Tancred, Trianon and Trinidad – were sold for recycling at green facilities in China in the first quarter of 2016.

WW FLEET FLAG AND OWNERSHIP STATUS AS PER 31.12.2015

LCTC

LCTC: Large car and truckcarrier

NAME	IMO	BUILT	TYPE	FLAG	CEU	WW SHARE
LCTC1						
TIJUCA	9377511	2008/12	LCTC	NIS	7 600	100%
TIRRANNA	9377523	2009/6	LCTC	NIS	7 600	100%
LCTC2						
TUGELA	9505065	2011/07	LCTC	MLT	8 050	100%
TULANE	9505089	2012/06	LCTC	MLT	8 050	100%
TIGER	9505039	2011/06	LCTC	MLT	8 050	100%
TITANIA	9505053	2011/12	LCTC	MLT	8 050	100%

RO-RO

RO-RO: Roll-on-roll-off

NAME	IMO	BUILT	TYPE	FLAG	CEU	WW SHARE
MARK V						
TØNSBERG	9515383	2011/03	RO-RO	MLT	8 500	100%
TYSLA	9515400	2012/01	RO-RO	MLT	8 500	100%
MARK IV						
TAMESIS	9191307	2000/04	RO-RO	NIS	7 700	100%
TALISMAN	9191319	2000/06	RO-RO	NIS	7 700	100%
TARAGO	9191321	2000/09	RO-RO	NIS	7 700	100%
TAMERLANE	9218648	2001/02	RO-RO	NIS	7 700	100%

Capacity in terms of Car Equivalent Units (CEU) equals RT43 and is based on stowage plans for PCTC and LCTC. For RO-RO vessels, the CEU capacity is estimated from the bale cubic and is greater than the RT43-capacity.

Design by Børresen & Co – Photos by Hans Fredrik Asbjørnsen

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