ANNUAL REPORT

2012

EXMAR

Contents

Key figures per division

LPG

ACCORDING TO IFRS (IN MILLION USD)	Total per 31/12/2012	Total per 31/12/2011
INCOME STATEMENT		
Turnover	205.5	200.6
EBITDA	70.5	52.9
Depreciations and impairment losses	-43.1	-72.6
Operating result (EBIT)	27.5	-19.7
Net financial result	-10.8	-23.8
Share in the result of equity accounted investees	0.0	0.0
Result before tax	16.7	-43.5
Tax	-0.5	-0.1
Consolidated result after tax	16.2	-43.6
of which Group share	16.2	-43.6
CASH FLOW	57	37.8
BALANCE SHEET		
Property plant and equipment	459.6	509.9
Financial debts	264.1	344.8
PERSONNEL	614	658
of which seegoing	583	625

LNG

ACCORDING TO IFRS (IN MILLION USD)	Total per 31/12/2012	Total per 31/12/2011
INCOME STATEMENT		
Turnover	92.7	92.3
EBITDA	51.6	52.5
Depreciations and impairment losses	-21.3	-21.8
Operating result (EBIT)	30.3	30.7
Net financial result	-23.2	-46.2
Share in the result of equity accounted investees	0.0	0.0
Result before tax	7.1	-15.5
Tax	0.0	0.0
Consolidated result after tax	7.1	-15.5
of which Group share	7.1	-15.5
CASH FLOW	28.6	30
BALANCE SHEET		
Property plant and equipment	531.4	505.0
Financial debts	494.9	515.4
PERSONNEL	312	310
of which seegoing	294	297

OFFSHORE

ACCORDING TO IFRS (IN MILLION USD)	Total per 31/12/2012	Total per 31/12/2011
INCOME STATEMENT		
Turnover	98.9	89.7
EBITDA	35.8	31.6
Depreciations and impairment losses	-6.1	-6.1
Operating result (EBIT)	29.7	25.5
Net financial result	-1.1	-1.4
Share in the result of equity accounted investees	-0.7	-1.6
Result before tax	27.9	22.5
Tax	-0.3	-0.6
Consolidated result after tax	27.6	21.9
of which Group share	27.6	21.9
CASH FLOW	33.6	30.3
BALANCE SHEET		
Property plant and equipment	27.9	33.0
Financial debts	13.0	128.4
PERSONNEL	249	120
of which seegoing	166	44

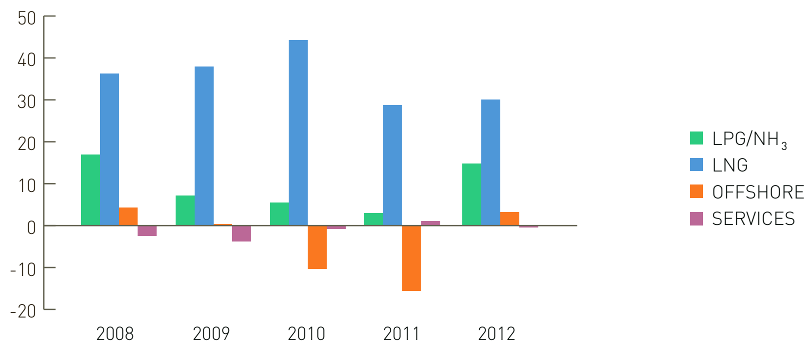
SERVICES

ACCORDING TO IFRS (IN MILLION USD)	Total per 31/12/2012	Total per 31/12/2011
INCOME STATEMENT		
Turnover	80.5	84.0
EBITDA	2.5	3.3
Depreciations and impairment losses	-2.9	-2.2
Operating result (EBIT)	-0.3	1.1
Net financial result	5.4	3.0
Share in the result of equity accounted investees	0.1	-0.1
Result before tax	5.2	4.0
Tax	-1.4	-0.8
Consolidated result after tax	3.8	3.2
of which Group share	3.8	3.2
CASH FLOW	2	5.3
BALANCE SHEET		
Property plant and equipment	4.0	5.7
Financial debts	5.4	29.7
PERSONNEL	502	483
of which seegoing	346	327

Consolidated key figures

	Total per 31/12/2012	Total per 31/12/2011
CONSOLIDATED INCOME STATEMENT ACCORDING TO IFRS (IN MILLION USD)		
Turnover	462.8	450.2
EBITDA	160.4	140.3
Depreciations and impairment losses	-73.3	-102.7
Operating result (EBIT)	87.1	37.6
Net financial result	-29.6	-68.4
Share in the result of equity accounted investees	-0.6	-1.7
Result before tax	56.9	-32.5
Tax	-2.2	-1.5
Consolidated result after tax	54.7	-34.0
of which Group share	54.7	-34.0
INFORMATION PER SHARE IN USD PER SHARE		
Weighted average number of shares of the period	56.167.964	56.167.358
EBITDA	2.86	2.50
EBIT (operating result)	1.55	0.67
Consolidated result after tax	0.97	-0.61
INFORMATION PER SHARE IN EUR PER SHARE		
Exchange rate	1.2909	1.4035
EBITDA	2.21	1.78
EBIT (operating result)	1.20	0.48
Consolidated result after tax	0.76	-0.43
CONTRIBUTION OF THE DIVISIONS IN THE CONSOLIDATED OPERATING RESULT (EBIT) (IN MILLION USD)		
LPG	27.5	-19.7
LNG	30.3	30.7
Offshore	29.7	25.5
Services	-0.4	1.1
Consolidated operating result	87.1	37.6

REBIT(*) CONTRIBUTION (USD million)



* Recurring EBIT


Malaysia

Word of the chairman

Investing in innovation keeps EXMAR on track

In March 2012, EXMAR closed a **15 year deal with Pacific Rubiales** for the construction, management, maintenance and lease of a floating liquefaction, regasification and storage unit (FLRSU) in front of the Colombian coast. This unit, a world's first, is being built by Wison Heavy Industries in China and will be operational by the beginning of 2015. In North America, our floating natural gas liquefaction concept proves its worth in a recently announced project with **EDF Trading**. This further confirms EXMAR's drive for innovation and capacity to bring excellent solutions to the LNG industry.

Mauritius

Our **offshore activities** follow a similar trend, mainly as a result of the investments in ***OPTI-EX®***. After a first unit already having been deployed, we now signed **a licence agreement with LLOG** to design, develop and oversee the construction of a semi-submersible production platform, based on the ***OPTI®*** design. This floating production platform is planned to be fully functional in the Gulf of Mexico by 2014.

Last year we rode the waves of a **strong LPG market**, which undoubtedly had a positive effect on the Group results in the first part of 2012. In the fourth quarter, the market became stagnant, however, 2013 looks promising. Also, EXMAR has always opted to move towards sustainable, structural growth. This was indeed the context for the **50/50 joint venture** (EXMAR LPG BVBA) with a strategic partner, **Teekay LNG Partners**, at the end of 2012. The Midsize Gas Carriers (MGC) and Very Large Gas Carriers (VLGC) fleet was contributed to this joint venture. EXMAR LPG additionally ordered 8 to 12 modern 'fuel-efficient vessels', which will be built in at Hyundai Mipo and Hanjin Subic Bay. This will bring the fleet controlled by this joint venture up to 29 vessels, and will strengthen our position in the Midsize segment significantly.

By investing in a modern fleet, experienced and trained personnel, innovative technologies and solid partnerships, we are able to grow sustainably in both existing and new markets, and to demonstrate we create added value for our shareholders and our customers in accordance with our slogan: 'Leadership through Innovation'.

Baron Philippe Bodson
Chairman of the Board

Company profile

EXMAR, with its headquarters in Antwerp, is a leading independent LNG and LPG Carrier Owner and Operator. In addition it is a provider of industrial marine and energy logistical solutions for transport, regasification and liquefaction within the oil and gas industry.

Having over three decades of trading experience, EXMAR maintains a high leadership profile with the industry's largest players through continuous innovation.

EXMAR continues to transition from pure shipping to a provider of a full value chain of infrastructure and integrated logistics to address the industry's need for environmentally friendly and competitively priced energy solutions.

EXMAR strives to create shareholder value over the long term by balancing long and short term agreements to counteract volatility in the freight market, combined with providing services that are tailored to the needs of the customer.

EXMAR endeavours to support sustainable growth by attaching the greatest importance to the quality of its fleet, the safety of its personnel and equipment and the protection of the environment.

The operational activities are divided among four sectors:

LNG

The services provided by EXMAR to the LNG industry include LNG shipping and LNG Infrastructure (floating liquefaction and regasification, assets and services).

EXMAR has been active in the LNG industry over almost 40 years and has made substantial technological advances in shortening the traditional LNG value chain and bringing Natural Gas in a flexible way to rapidly developing parts of the world.

EXMAR was the first company to order and build back in 2003 a LNG Regasification Vessel (LNGRV), a vessel fitted to discharge high pressure natural gas directly into a shoreside pipeline system, and subsequently developed Ship-to-Ship transfer technology via flexible hoses in order to transfer LNG from one vessel to another. EXMAR currently operates 11 LNG carriers out of which eight are fitted with an on board regasification installation.

Building on this LNGRV concept and expertise, the EXMAR LNG division now focuses on providing fully fledged floating LNG value chain services through Build, Own & Operate contracts of Floating Liquefaction and Storage Units (FLSUs) and Floating Storage and Regasification Units (FSRUs). Both floating LNG solutions bring LNG as a competitive and green alternative to coal and oil to the market. EXMAR currently develops the world's first FLSU to be operational offshore Colombia as from the first quarter 2015 and actively pursues similar opportunities to enable gas field developers to monetise stranded natural gas reserves in a fast track, cost efficient and flexible way using an FLSU, or to enable energy providers to consider natural gas for their power plants and domestic gas market using an FSRU.

OFFSHORE

Building on the success of the ***OPTI®*** hull design, EXMAR continues to develop projects along the E&P value chain with a specific focus on offshore floating operations. While the Gulf of Mexico remains a natural target market with a second ***OPTI®*** semi-submersible vessel under construction to be located offshore Louisiana, EXMAR is also pursues opportunities in other markets, such as the North Sea, West Africa and Australia. EXMAR owns and manages a fleet of accommodation barges with short-, medium- and long-term time charter contracts, whereas in West Africa, particular projects with unique technological challenges and value define EXMAR Offshore.

EXMAR's project development efforts in the offshore oil & gas industry are supported by the Company's solid engineering resources in Houston, Antwerp and Paris. EXMAR Offshore can rely on decades of technical and operational experience, with a solid reputation for innovative projects in marine technology. New sources of energy continue to be found deeper and farther from shore. Thanks to the success of high profile projects, such as the ***OPTI-EX®*** and other innovations of the EXMAR Group including LNGRVs and LNG FSRU for Colombia, EXMAR's visibility in the Offshore Energy sector is growing – putting EXMAR in a favourable position for future asset opportunities in Offshore.

With a workforce of more than 90 employees, EXMAR Offshore Company (Houston) provides the full scope of engineering, design, project management and construction supervision services to a large number of reputed operators and shipyards all over the world.

DVO (Paris) is a consulting entity with two main areas of expertise: consultancy in naval architecture and marine engineering on the one hand, and construction supervision for oil tanker terminals on the other hand.

On the operations and maintenance front, EXMAR Offshore Services (Antwerp) is the entity within the EXMAR Group offering O&M services for offshore installations, both for EXMAR and third-parties. The area of expertise is broad and encompasses FSOs, FPSOs, accommodation barges and floating regasification terminals.

LPG / NH_3 / PETCHEM

EXMAR is a leader in the transportation of liquefied gas products (liquid petroleum gas, butane, propane, anhydrous ammonia and chemical gases). The fleet covers a wide scope of vessel sizes and containment systems primarily with Midsize ships (24,000 - 40,000 m^3), VLGCs (> 80,000 m^3) and pressurized vessels (3,500 - 5,000 m^3). It is trading worldwide for first-class customers active in the fertiliser, clean energy fuel and petrochemical industries.

A high degree of flexibility and tailor-made support to long-term industrial partners has firmly established EXMAR's position in the transportation of LPG (propane, butane), ammonia and petrochemical gases. Whether deploying own or chartered vessels, the highest standards of quality, reliability and safety are maintained. Cargo commitments are secured through a balanced mix of spot requirements, contracts of affreightment and time charters.

In December 2012 EXMAR entered a joint venture with TEEKAY LNG PARTNERS L.P.: EXMAR LPG BVBA

EXMAR LPG BVBA currently operates 2 Very Large Gas Carriers (85,000 m^3), 14 Fully-Refrigerated Midsize vessels (20 - 40,000 m^3) and one Semi-Refrigerated vessel (12,000 m^3).

In addition, the EXMAR LPG BVBA joint venture currently has 4 Midsize gas carriers under construction at Hyundai Mipo and also placed an order for an additional 4 (+ 4 optional) with Hanjin Heavy Industries Corporation. The delivery of these new building ships is planned between the first quarter of 2014 and the second quarter of 2016.

EXMAR also operates 10 pressurized vessels (3,500 - 5,000 m^3) in joint venture with Wah Kwong of Hong Kong.

SERVICES

EXMAR Shipmanagement manages specialized floating assets and delivers tailor made services by deploying a combination of its maritime and offshore know-how.

Services include:
- crewing for different assets and projects with an emphasis on Floating Liquefaction, Storage and Regasification Units (FLSRU), LNG, LNG regasification vessels (FSRU and LNGRV), LPG carriers and offshore units;
- technical and health, safety, environment and quality (HSEQ) management by experienced on board managerial teams to guarantee optimal operation, maintenance and performance suited to the needs of this highly demanding industry;
- technical, marine and IT consultancy, including pre-purchase inspections, building and commissioning supervision, port facility security, training and drills, audits and installation of on board IT systems.

Most of the projects managed by EXMAR Shipmanagement require staff who are not only technically the very best but who also excel at understanding the demands from a client base at the high end of the market. Therefore EXMAR Shipmanagement advocates a HR policy driven by high quality recruitment and retention of the best people in the industry through a strong career development program.

The focus is on quality and operational excellence throughout management, technical expertise, customer services and transparency and this unique approach reflects EXMAR Shipmanagement's understanding that innovation and cost efficiency is important to keep a business at the market's leading edge.

Ultimately, this approach has proven itself through EXMAR Shipmanagement's position at the top of the market. As pioneer in handling LNG Ship-to-Ship transfers, EXMAR Shipmanagement is now the world leader in providing solutions to different major LNG infrastructure projects, market leader in management of FSRUs and LNGRVs and world's second largest independent LNG manager of 17 LNG assets.

EXMAR Shipmanagement is a key partner to EXMAR, Excelerate Energy, Teekay Corporation, ENI, Offshore LNG Toscana (OLT) and Stolt Avance Gas.

Belgibo is an independent insurance broker that operates as a consultant and offers insurance brokerage activities specializing in maritime and industrial risk and claims management. The company ranks among the top 10 insurance brokers in Belgium and Luxembourg and has a number of specialized products including cargo transport, hull and cargo insurance, aviation insurance as well as all types of industrial insurances for both national and international clients.

Travel Plus is an independent travel agency within the EXMAR Group. The agency specializes in business travel for medium to large organizations as well as organizing incentive travel. Travel Plus also acts for a number of third parties and provides personal service for tailor-made private travel.

LNG


Maldives

MARKET SUMMARY

2012 has been another record year for the LNG shipping market despite lower growth than in previous years.

On the demand side, the development in transported volumes proved rather disappointing with a marginal increase of 1%. The main explanatory factors were delay in the inauguration of ANGOLA LNG and technical issues that restrained production in various liquefaction plants. Ton-mile demand has grown by approximately 3% in 2012, mainly due to continuing increase demand for LNG in Japan following the shut-down of its nuclear power plants.

The average LNG carrier fleet grew by 4% in 2012 and 40 new LNG carriers were ordered during the year, increasing the orderbook to 93 vessels (of which 23 and 35 vessels scheduled for 2013 and 2014 respectively). Almost half of these vessels on order were not committed which is an unusual high number.

THE LNG AND LNGRV FLEET

LNG/C ***EXCEL*** was in continuous employment until the end of the third quarter and was able to take advantage of a considerable surge in market rates during the middle of the year. However this was offset by her remaining idle time for 10 weeks in the fourth quarter, then reflecting a tight product market. The vessel has been subsequently fixed on time charter to Morgan Stanley till the summer of 2013, though at a more moderate time charter rate.

LNG/C ***EXCALIBUR*** carried out her second special survey drydock for 25 days in September/October.

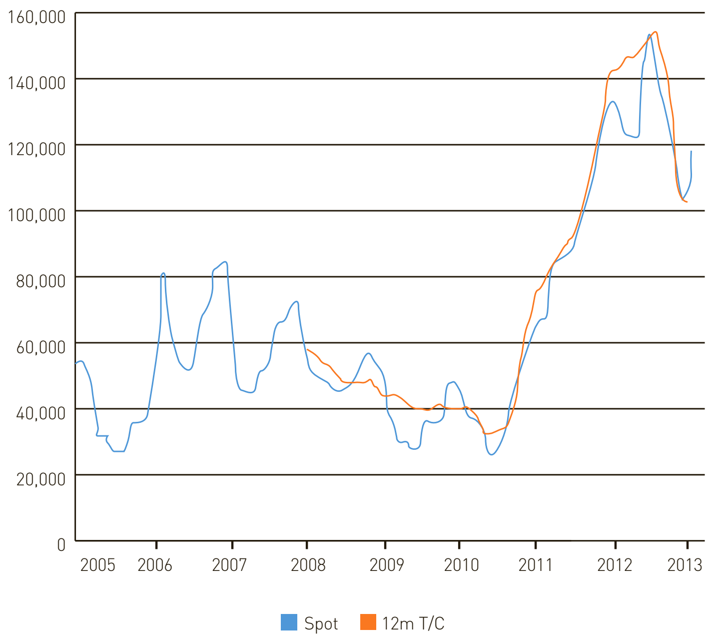
All LNGRVs remained in continuous employment during 2012.

In March, LNGRV ***EXQUISITE*** commenced her fourth season at Mina Al Ahmadi Gasport™ in Kuwait.

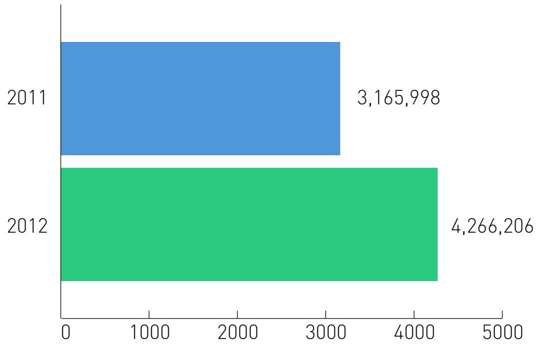
LNGRV ***EXPLORER*** completed her fourth season at Mina Al Ahmadi Gasport™ in Kuwait.

LNGRV ***EXCELLENCE*** positioned off Israel for commissioning of the first regasification terminal in the eastern Mediterranean.

LNG shipping rates - monthly 2005-2013



CARGO LIFTED YEAR ON YEAR DIFFERENCE % (2011-2012)



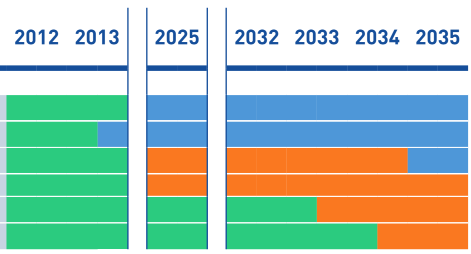
GROWTH % 2011-2012
34.75%

FLEETLIST 2012 (26 MARCH 2013)

VESSEL	TYPE	CAPACITY (m^3)	YEAR BUILT	CLASS	FLAG	STATUS
LNGRV						
EXEMPLAR	LNGRV	151,072	2010	BV	Belgium	Managed
EXPEDIENT	LNGRV	151,015	2009	BV	Belgium	Managed
EXQUISITE	LNGRV	151,017	2009	BV	Belgium	Managed
EXPRESS	LNGRV	151,116	2009	BV	Belgium	Joint venture
EXPLORER	LNGRV	150,981	2008	BV	Belgium	Joint venture
EXCELERATE	LNGRV	138,074	2006	BV	Belgium	Joint venture
EXCELLENCE	LNGRV	138,120	2005	BV	Belgium	Managed
EXCELSIOR	LNGRV	138,060	2005	BV	Belgium	Joint venture
LNG Carriers						
EXCEL	LNG	138,107	2003	BV	Belgium	Joint venture
EXCALIBUR	LNG	138,034	2002	BV	Belgium	Joint venture
LNG LERICI	LNG	65,000	1998	RINA	Italy	Managed
LNG PORTOVENERE	LNG	65,000	1997	RINA	Italy	Managed
METHANIA	LNG	131,235	1978	LR	Belgium	Managed

COMMITMENT OVERVIEW

VESSEL	TYPE	CAPACITY (m^3)	OWNERSHIP	CHARTER EXPIRY (+ OPTIONS)
EXCALIBUR	LNG/C	138,000	50%	Mar-22
EXCEL	LNG/C	138,000	50%	Mar-12 (+3 m)
EXCELSIOR	LNGRV	138,000	50%	Jan-25 (+5 y, +5 y)
EXCELERATE	LNGRV	138,000	50%	Oct-26 (+5 y, +5 y)
EXPLORER	LNGRV	150,900	50%	Apr-33 (+5 y)
EXPRESS	LNGRV	150,900	50%	May-34 (+5 y)



Chartered | Minimum revenue undertaking from third party | Extension (optional)

LNG INFRASTRUCTURE

Global demand for natural gas as an energy source has surged during the last years and forecasts indicate that this rapid growth will continue over the next decades.

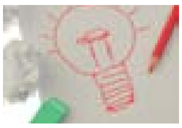
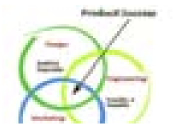
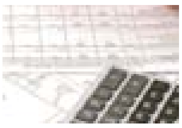
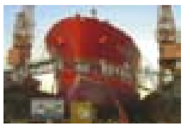
Reasons for the popularity of natural gas are the associated favourable economics and reduced emissions compared to traditional fossil fuels such as oil and coal. Many countries are therefore actively pursuing to reduce their dependence on coal and oil for their energy supplies by switching to LNG.

At the same time, the number of natural gas exploration and production projects is increasing significantly. The shale gas revolution is not the only example in that respect. Owners of gas reserves are actively working on the monetization of their stranded gas reserves.

These developments call for innovative solutions that can bring LNG to the marketplace in a fast-track, cost-effective, flexible and reliable manner. Floating liquefaction and regasification of LNG have become very popular as it provides exactly those advantages. EXMAR has successfully pioneered in these areas with the introduction of LNG Regasification Vessels (LNGRV) in 2005 and the Ship-to-Ship transfer technology in 2006, and is currently developing the world's first Floating Liquefaction Unit.

EXMAR has the ambition to be a prime provider of floating LNG liquefaction and regasification services to the energy industry on a long term contract basis. EXMAR's conviction is that optimal economies can only be achieved through the development of tailor-made solutions by experienced parties. Hence floating regasification and liquefaction projects have to be developed on a case-by-case basis in close co-operation with the customer.
EXMAR has the valuable experience throughout all project phases, starting from the initial concept development all the way to the operations phase. Because of this expertise, EXMAR can deliver high-quality turnkey solutions for its clients throughout the LNG value chain.

EXMAR developing turnkey solutions for its clients

Initial concept	Feasibility study	FEED study	Yard selection	Construction	Operations
					

Floating liquefaction

The cooperation between EXMAR and Pacific Rubiales Energy (PRE) to develop a 0.5 million ton per annum LNG EXPORT project in Northern Colombia started back in 2011. This resulted in the contract award for the world's first floating liquefaction unit in 2012. PRE targets markets in Central America and the Caribbean, aiming to replace fuel oil and diesel by natural gas. Moreover, this reduces the carbon footprint of the region.

The agreement calls for EXMAR to build, own, operate and maintain an FLRSU (Floating Liquefaction, Regasification and Storage Unit) to be located on the Colombian Caribbean coast and to be made available to PRE for a 15 year period. The FLRSU will be operational as from the first quarter of 2015.

For the construction of the FLRSU, EXMAR and Shanghai-based Wison Offshore & Marine Ltd ('Wison'), a subsidiary of the Wison Group, signed an EPCIC (Engineering, Purchase, Construction, Installation and Commissioning) contract. Black & Veatch has been contracted, as a subcontractor to Wison, to execute the engineering and procurement of the topside liquefaction equipment and packages and providing on-site commissioning and start-up services. In December 2012 the first milestone 'strike steel' has been reached and in May 2013 keel-laying will take place.

Building on the experience gained in the Colombian project by EXMAR-Wison-Black & Veatch, an agreement was reached in February 2013 between EXMAR and EDF Trading to jointly look for small scale LNG export opportunities in North America using barge-mounted liquefaction. The aim would be to bring mobile, self-contained liquefaction units to LNG import terminals in the US and use existing pipeline, tank and jetty infrastructure to enable LNG exports. EDF Trading and EXMAR have secured the support of the Wison Group and Black & Veatch for the construction and commissioning of such barge-mounted liquefaction plants.

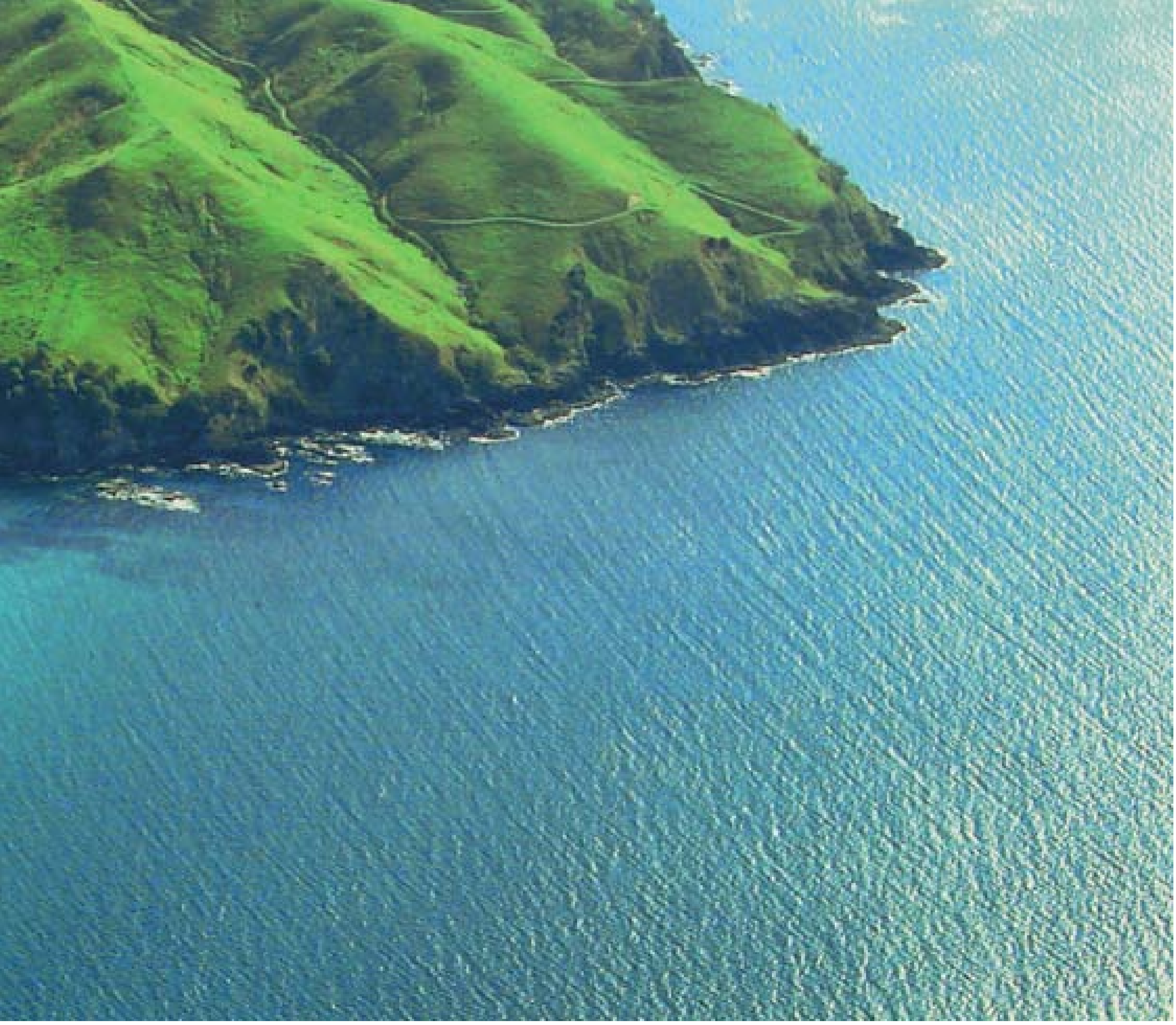
Clearly the contract signing for the world's first floating liquefaction unit has flagged the start of a new era for EXMAR with respect to floating liquefaction. It confirms EXMAR's strategy that barge-mounted liquefaction is a quick-to-market, cost-effective and efficient method of monetizing (stranded) gas reserves and producing LNG. As a result of this scalable liquefaction solution, it is capable of serving a great variety of markets and applications.

New Zealand

Floating regasification

All existing floating LNG import terminals constitute conventional sized LNG regasification vessels that serve correspondingly large LNG offtake markets. The rapid growth and popularity of LNG as energy source has however resulted in large interest from smaller markets that want to switch to LNG. Those markets require tailor-made small or medium scale solutions in order to achieve competitive economics that optimally serve those clients' needs.

As for floating liquefaction, EXMAR develops such customized floating regasification solutions together with its clients. Depending on the project specifics and the client's demand, these solutions vary from small-scale barge-mounted regasification units to large-scale regasification vessels. Through EXMAR's technical track record, operational experience and excellent relations with key suppliers in the industry, it is able to provide such solutions all over the world and in varying metocean conditions.



LNG bunkering

LNG as a ship fuel and consequently the development of infrastructure for the LNG bunkering of ships is crucial for ship owners to meet the upcoming emission regulations put in place by the International Maritime Organisation. The usage of LNG as a fuel for ships represents a truly 'green' alternative when it comes to air emissions.

For the introduction of LNG as a marine fuel, EXMAR is uniquely positioned to develop LNG bunkering solutions since EXMAR is both a ship owner with a large fleet, and has also a proven track record in the transport, storage, handling and transfer of LNG.

In cooperation with interested port authorities EXMAR is actively looking for LNG bunkering solutions that break the chicken-or-the-egg cycle that delays the development of LNG bunkering.

EXMAR as one-stop-shop for LNG solutions

The current portfolio of projects under development proves that innovation will always remain one of the key strengths of EXMAR, that it is perfectly positioned to develop all elements of dedicated turnkey floating LNG solutions, ranging from small to large-scale, to the natural gas industry.

Given the current worldwide interest in natural gas as both a competitive and environmentally friendly alternative to fuel oil and coal, EXMAR is actively exploring and studying several LNG infrastructure projects. We are confident that such floating LNG solutions are instrumental to bring natural gas to the customer in a fast-track & competitive way.

OFFSHORE

With the support of strong engineering and commercial teams in Antwerp, Houston and Paris, EXMAR has been able to deliver assets and services to its customers that are creative, innovative and practical. Regional offices in Houston, Luanda and Tripoli continue to provide direct service to EXMAR's customers and are instrumental in identifying new opportunities in these regions.

In the past year, EXMAR Offshore has delivered an FSO in Angola, an additional accommodation barge (***OTTO 5***) in Nigeria and has completed detailed engineering for LLOG for a second ***OPTI***® based production facility for the Gulf of Mexico.

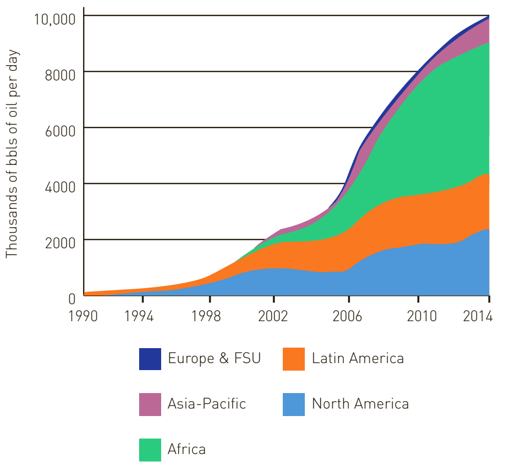
MARKET SUMMARY

From a market standpoint, key indicators for offshore production remain positive:

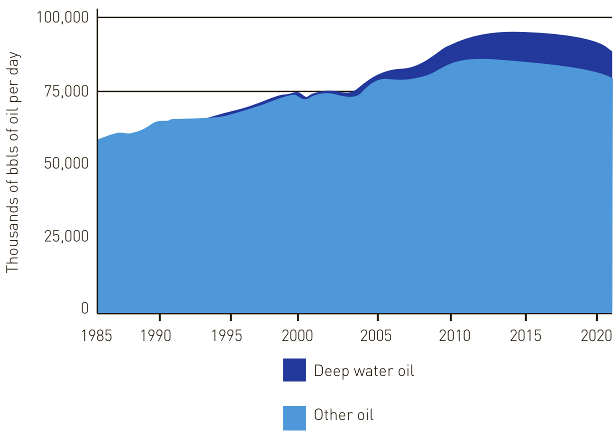
- Energy demand continues to be positive despite a weak global economic outlook for 2013.
- Supply is lagging behind.
- Oil prices remain strong.
- Drilling is expanding and rates for drilling units remain on an increasing trend.
- Offshore fleet orderbook and near term fleet growth remains strong in all segments including offshore support vessels, mobile production units and offshore development units in general with 60% of the existing orderbook scheduled for delivery in 2013.

Considering the time lag of several years between the exploration and production phases in the overall E&P scheme, the market for floating production solutions should remain strong. Further, deepwater will lead the way on the road to increasing offshore production in most markets.
World oil demand is expected to continue growing, driven by non-OECD countries. As energy increases and onshore fields are depleted, more investment is made offshore. Oil and gas companies invest more in offshore exploration and production, developing new fields and setting up new rigs. Demand for offshore support vessels, as accommodation units, is largely a function of total number of operating rigs and offshore developments.

Offshore production: deep water oil from 1990



Deep waters: oil forecast



Accommodation units are alternative accommodation space set-up near exploration, development and productions facilities. Their need is driven by health and safety regulation, as well as the need to reduce expensive shuttling of crew from shore. These accommodation units are used during platform installation, IRM (Inspection, Repairs and Maintenance) and modification, platform removal and as logistic centers. They provide engineering support, construction and storage capacity and relaxation space offshore.

The accommodation market distinguishes three segments (low, middle and high-end) based on berthing capacity, crane capacity, deck space and availability of DP systems. The current world fleet consists of around 117 units, dominated by barges (50%).

For the last 10 years, EXMAR has been focusing on the low end of the segment owning and leasing three spread moored accommodation barges ranging from 300 persons on board to 450 persons on board. The need for accommodation services is expected to see a substantial increase in the coming 3 to 5 years, amongst others due to large new rigs to be installed and more stringent IRM (Inspection, Repair and Maintenance) requirements.

FLEETLIST 2013

UNIT	TYPE		YEAR BUILT	CLASS	FLAG	STATUS
OFFSHORE						
Accommodation / work barges						
KISSAMA	Accommodation barge	300 POB	1995/2003	BV	Liberian	Owned
NUNCE	Accommodation barge	350 POB	2009	ABS	Liberian	Joint venture
OTTO 5	Accommodation barge	300 POB	2010	ABS	Liberian	Bare-boat

ASSET AND PROJECT MANAGEMENT

OPTI-EX®

In January 2012, LLOG of Covington Louisiana prepaid all remaining payments due on the purchase of the ***OPTI-EX®*** that would have otherwise been payable over a 60 month period. The total proceeds received on 31 January 2012 amounted to USD 250 million of which USD 106.7 million has been allocated to debt repayment. EXMAR retains an interest in ***OPTI-EX®*** in the form of a production payment above 35,000 barrels of oil equivalent per day. Daily production has been consistently less than 25,000 barrels of oil equivalent per day pending the tie-back of additional wells expected in 2013. LLOG has a drilling rig dedicated to exploration and completion of additional wells for the field. It is therefore expected that EXMAR will start to benefit from this production payment as from the second half on 2013.

FSO

EXMAR entered into a contract for the provision of a floating storage operation (FSO) for Block 3-05 to Sonangol to cover an interim period to accommodate the refurbishment of the ***PALANCA*** FSO. The VLCC ***LUXEMBOURG*** was contracted from Euronav and conversion of the vessel to an FSO was perfomed in Singapore. FSO ***LUXEMBOURG*** was successfully delivered in July 2012 and EXMAR expects the vessel to remain on location until the second half of 2013.

Barges

The ***KISSAMA*** was delivered to ABC Maritime for use of Total Gabon as end client end of March 2012 for a medium-term contract that will terminate in July 2013. Long-term employment opportunities are currently under analysis, mainly in West Africa where the unit is located.

The ***NUNCE*** accommodation barge, owned in joint venture with an Angolan partner, is in service to Sonangol under the terms of a ten-year contract since 2009. The unit is fully operational and has had not off-hire period since the beginning of the contract.

The ***OTTO 5*** accommodation barge was delivered to Globestar (member of the Subsea 7 Group) in September 2012. The unit is chartered in by Springmarine (joint venture between EXMAR and Nigerian company Springview) and chartered out to Globestar for use on Total's Ofon Field where it is chartered until 2015 / 2016.

Bexco

EXMAR has a 27.17% stake in Bexco, a Belgian company specialized in the development, fabrication and marketing of ropes for marine and offshore applications.

CURRENT OPERATION + MAINTENANCE CONTRACTS

NAME	CLIENT	TYPE OF SERVICE
FPSO Farwah	Mabruk Oil Operations	Marine & Production operations, catering
FSRU Toscana	Saipem	Shipmanagement
FSRU Toscana	OLT	Familiarisation & Training
Accommodation barge Kissama	ABC Maritime / West Africa	Full O&M
Accommodation barge Nunce	Sonangol / Angola	Full O&M
Accommodation barge Otto 5	Globestar/Nigeria	Full O&M & catering

DESIGN, ENGINEERING AND CONSULTANCY

EXMAR Offshore Company (EOC – Houston) provides engineering, design, construction supervision, project management and consultancy for operators, contractors and shipyards. In early 2012, EOC was contracted by LLOG to design a new production semisubmersible based on the ***OPTI***® design series. This design is 50% larger than ***OPTI-EX***® and incorporates specific requirements of LLOG. EOC completed detail design in 2012 and has been contracted to perform construction supervision of the hull at HHI Offshore in Korea commencing early 2013.

EOC supports EXMAR Group with technical resources and for a variety of projects including offshore LNG terminals for regasification and liquefaction and for FSOs and FPSOs. While in-house projects are an important segment of EOC's business, the majority of EOC's annual hours are billed to third-party clients such as deep water oil and gas drilling contractors, major and independent offshore oil and gas producers, and specialized marine oil and gas engineering and service contractors.

In 2012, EOC third party clients included companies such as LLOG Exploration, Japan Drilling Company, Worley Parsons, Technip, Helix Energy Services, Diamond Offshore, and Pacific Drilling.

DVO (Paris) offers experienced operations and engineering staff for all aspects of marine related projects including land based and offshore terminals and subsea production systems. The DVO team can develop projects from concept through FEED and also provides assistance with ITT specification and bid evaluation. In addition, DVO is involved in studies for FSOs and accommodation barge projects for the EXMAR Group. Over the years, DVO has developed and maintained a very close relationship with TOTAL.


OTTO 5

OPERATION AND MAINTENANCE

Franship Offshore (FSO) and EXMAR Offshore Services (EOS) continue to deliver operations and maintenance services for offshore installations for EXMAR and third parties out of local offices in Luanda, Livorno and Tripoli. The policy is to ensure a maximum of sustainable local content while providing customers with the assurance of EXMAR's first-class management systems. The implementation of strategic alliances with local stakeholders remains a critical factor to further develop EXMAR's asset and service portfolio, as demonstrated with the successful projects currently being implemented in Angola (FSO) and Nigeria (accommodation barge).

FPSO ***FARWAH*** operations have been sustained throughout 2012 in spite of continued unrest in Libya and various changes in the client's management structure. Negotiations for extension in 2014 will be conducted in 2013.

The accommodation barge ***OTTO 5*** has been delivered to charterers and operations have started in Nigeria with effect form September 2012. An office in Port Harcourt has been set up at the same time.

The accommodation barge ***KISSAMA*** performed well under a charter to ABC/TOTAL Gabon throughout 2012. Extension options have been lifted.

NUNCE is performing well to charterers' and owners' satisfaction throughout 2012.

ECOS (joint venture between EXMAR Shipmanagement and Fratelli Cosulich) performs its services to the satisfaction of OLT throughout 2012. ECOS has been awarded an additional service contract for SAIPEM as from August 2012 for the provision of ship management services to the OLT FSRU during towage and offshore commissioning. The FSRU is slated to arrive off Livorno in the second quarter of 2013.

LPG, NH_3 & PETCHEM

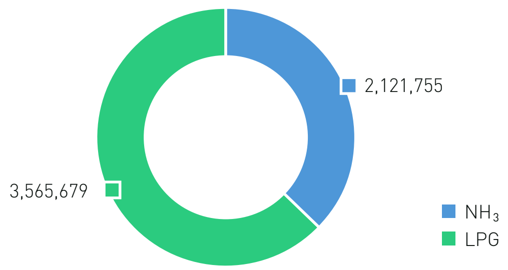
Florida

MARKET SUMMARY

Seaborne trade in LPG grew by 2.7% to 61.3 million tons in 2012. Exports from the Middle East Gulf declined by 0.2 million tons to 34.4 million tons mainly due to lower exports from Saudi Arabia and Iran. Exports increased from Abu Dhabi and Kuwait. There were substantial seasonal variations in export levels with the highest volumes recorded in the third quarter. Exports from Africa remained at the 2011 level, with declines from Algeria compensated for by higher West African output. The US provided most of the expansion in LPG exports last year as the country increased exports to 5.1 million tons, up from 3.3 million tons in 2011. Further export growth is expected to on the back of shale gas developments and substantial investments for terminal infrastructure in US Gulf. Imports to India and Latin America absorbed most of the trade expansion. The EU and the US saw the largest drop in imports, while imports to Africa, Asia and Latin America also recorded gains.

Seaborne ammonia trade contracted by about 0.5 million tons to 17 million tons, mainly due to lower exports from Trinidad, Iran and Saudi Arabia whereas Iranian spot volumes disappeared from the market. The level of activity recovered as from May was supported by stronger international prices and a pick-up in long haul trades compensating for the volume reduction.

Annual liftings



Source: DVB LPG Tanker Outlook

LPG FLEET

The fully refrigerated fleet showed a modest growth with the addition of two VLGCs and one MGC in 2012. The total VLGC orderbook comprises about 20-30 units subject to options being declared or not.

Three handy size ships in the 10,000 – 21,000 m³ range were delivered. No scrap sales of ships larger than 10,000 m³ were recorded.

Ordering activity amounted to 12 VLGCs, 7 MGCs and 15 firm Handy gas vessels in the 12,000 – 22,000 m³ size segment.

Newbuilding prices continued to be under pressure throughout 2012 due to low overall contracting activity. The keen interest from Chinese yards to win gas carrier orders resulted in additional price pressure forcing Korean yards to reduce prices further. Newbuilding prices finished the year at all-time low levels adjusted for inflation.

VLGC (>80.000 M³)

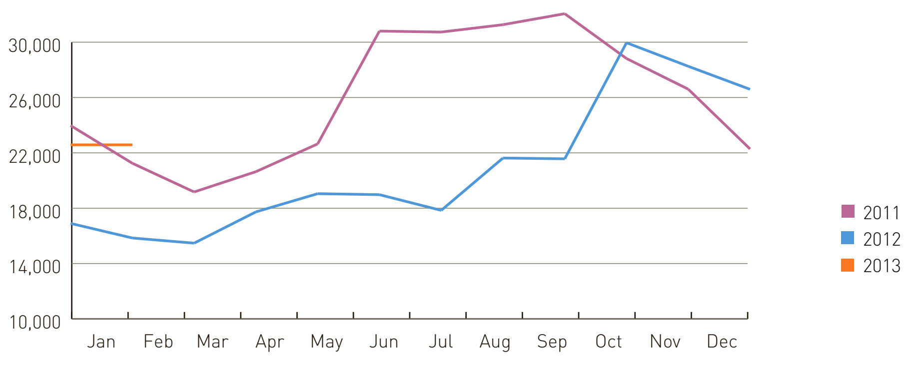
VLGC spot rates demonstrated substantial volatility over the year subject to the swings in Middle East Gulf exports and slow steaming was widespread.

For freight markets to improve the above mentioned additional LPG export growth needs to take place combined with a limited number of newbuildings in the years.

EXMAR's VLGC fleet continued to perform at rewarding levels based on time charters related to niche business in India and a long-term relationship with a Japanese trading house.

The ***FLANDERS TENACITY*** has been extended for a further year with its long term customer, Itochu Corporation of Japan.

TIME CHARTER EQUIVALENT ON 85,000 M³ (IN USD/DAY) - VLGC



MIDSIZE (MGC 24.000-40.000 M^3)

The Midsize Gas Carrier (MGC) segments enjoyed stable earnings, particularly in the second half of the year supported by the recovery in long-haul ammonia trades.

EXMAR's Midsize fleet performed satisfactorily in both LPG and ammonia trades.

In March 2012 EXMAR confirmed the sale of the LPG/C ***CHACONIA*** (28,070 m^3 – built 1990), the LPG/C ***ELVERSELE*** (37,511 m^3 – built 1996) and the LPG/C ***TIELRODE*** (34,765 m^3 – built 1993). The vessels have been delivered to their new owners in April, July and August 2012, respectively.

In April 2012 EXMAR placed an order at Hyundai Mipo for four LPG-vessels of 38,000 m^3 capacity. The vessels will be delivered from the first quarter of 2014 onwards.

These vessels will be dedicated to strengthen EXMAR's already substantial commercial portfolio in the Midsize segment and designed to stay ahead of the upcoming amendments in environmental legislation by focusing on the following components:

- hull lines optimization to reduce resistance in water with corresponding savings in CO_2 emissions and consumptions;
- ballast water treatment system to minimize transfer of harmful aquatic organisms;
- funnel design facilitating the installation of a scrubber that reduces sulphur air emissions;
- engine room and deck design ready for LNG or LPG as fuel with inherent reductions in CO_2, Sox and Nox air emissions.

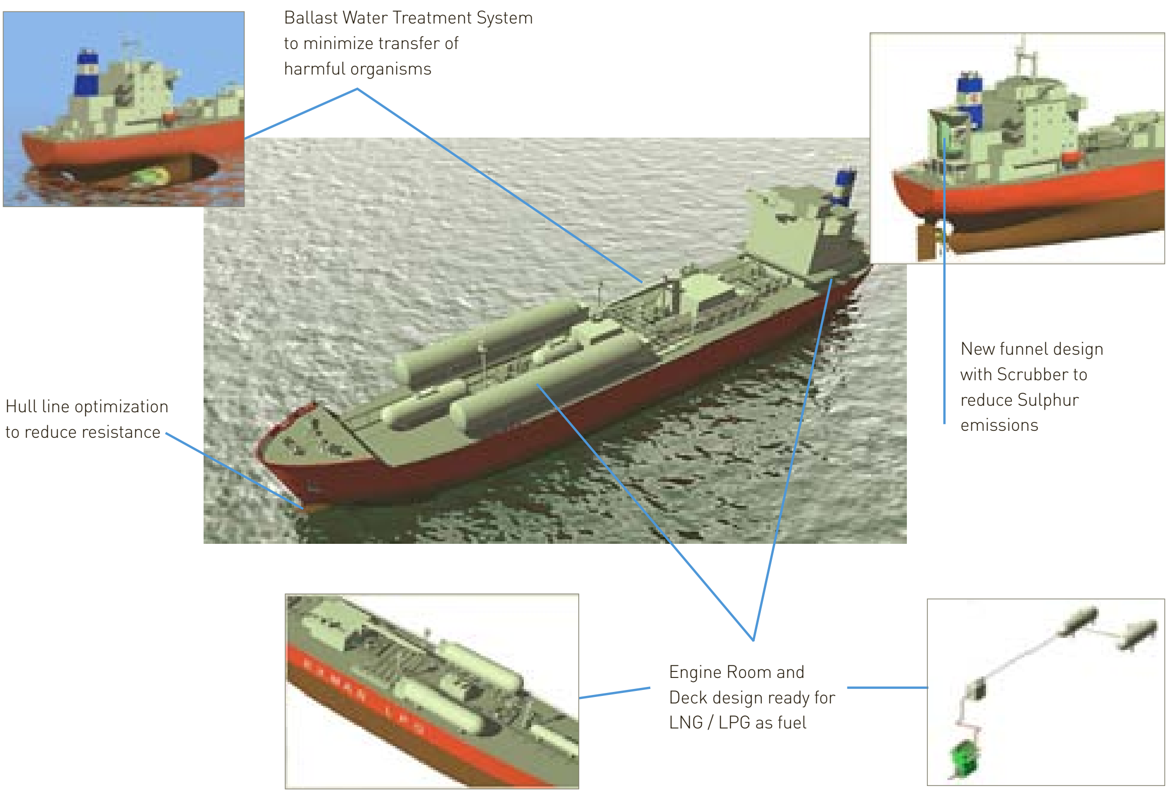
In February 2013 EXMAR successfully completed and financed the LPG joint venture (EXMAR LPG) with Teekay LNG Partners L.P. in the Midsize and VLGC segments combined with a new order of Midsize LPG vessels.

The latter represents up to eight MGCs with Hanjin Heavy Industries Corporation with vessels to be built at Subic Bay in the Philippines. The first four vessels are firm orders with delivery foreseen between April 2015 and June 2016. This new order is in line with the strategic expansion plan started within the joint venture with Teekay, and further growth is expected from this newly formed entity.

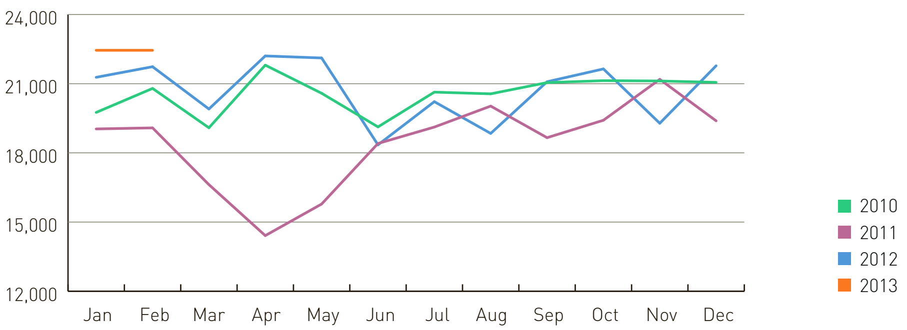
The EXMAR LPG joint venture firmly controls 19 owned MGCs, out of which eight are currently under construction at Hyundai Mipo and Hanjin, and two owned Very Large Gas Carrier (VLGC). EXMAR LPG also time charters in three MGCs and two VLGCs (33.33% share) and bareboat-charters in one MGC and one VLGC.

After closing of the financial statements, the LPG/C ***DONAU*** (30,000 m^3 – built 1985) will be sold for recycling.

MGC NEWBUILDING PROGRAM



TIME CHARTER EQUIVALENT ON 35,000 M³ (IN USD/DAY) - MIDSIZE



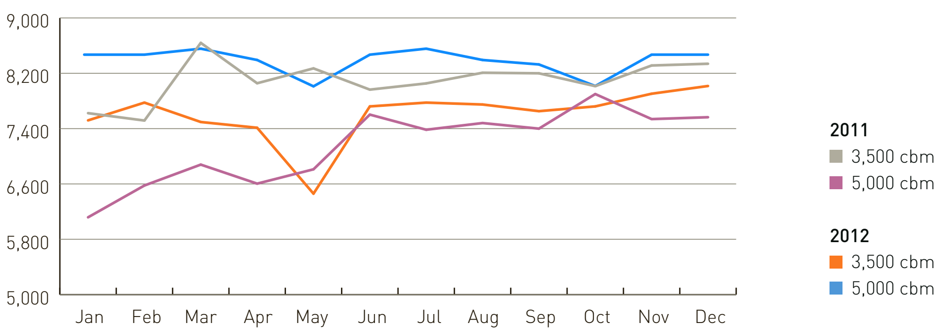
PRESSURIZED

(3,000-5,000 M³)

Time charter rates in the pressurized markets remain relatively similar with 2011 levels. Rates in the West have declined towards the end of the year mainly due to overcapacity and redelivered tonnage.

EXMAR's entire pressurized fleet has been extended on time charter with existing charterers at similar levels as the year before. None are therefore trading on the spot market.

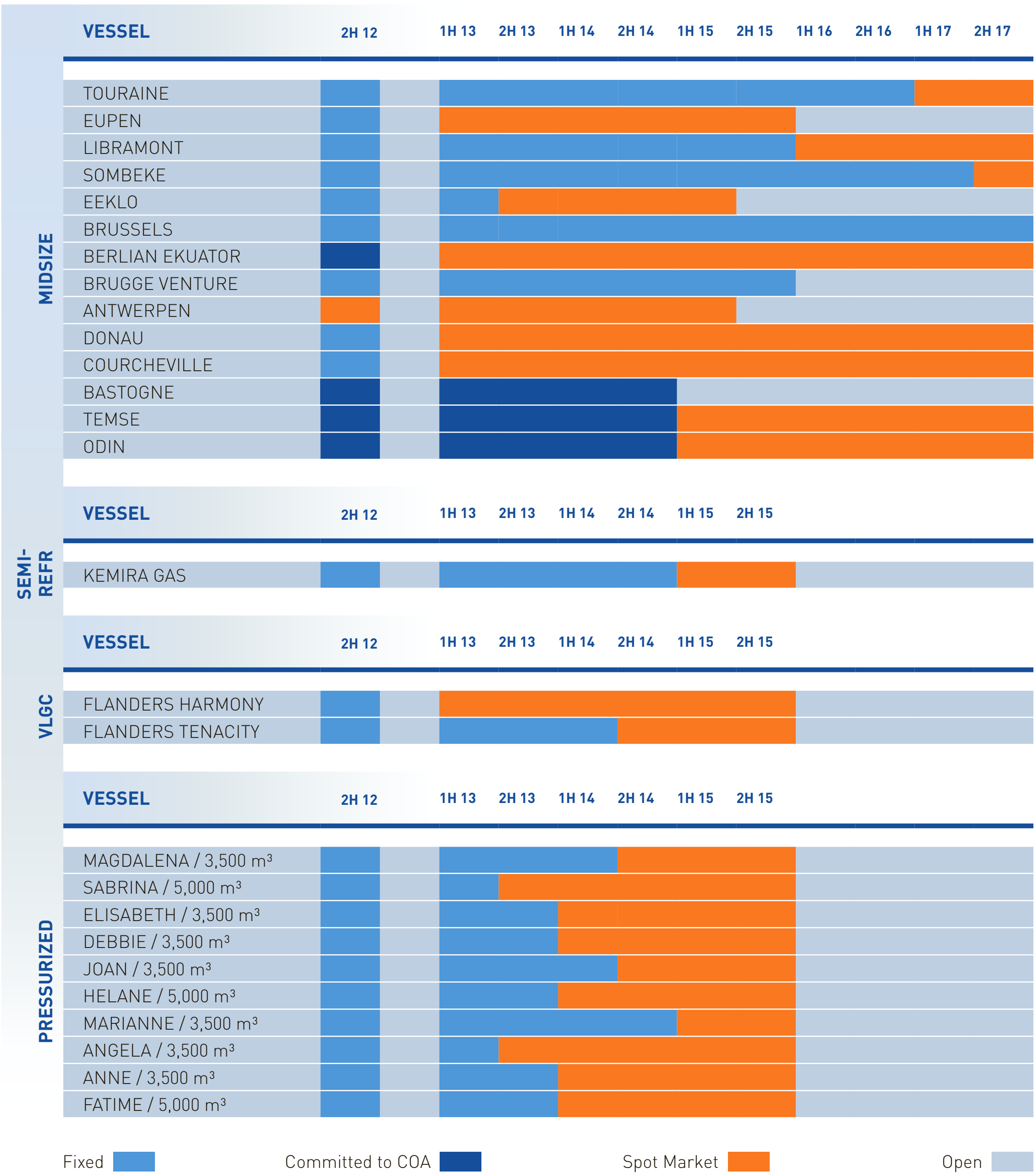
TIME CHARTER EQUIVALENT ON 3,000-5,000 M³ (IN USD/DAY) - PRESSURIZED



FLEETLIST (26 MARCH 2013)

VESSEL	TYPE	CAPACITY (m^3)	YEAR BUILT	CLASS	FLAG	STATUS
VLGC						
FLANDERS HARMONY	fr	85,826	1993	LR	Belgium	joint venture
FLANDERS TENACITY	fr	84,270	1996	DNV	Hong Kong	joint venture
MIDSIZE (LPG / Ammonia / Petrochemical Gases)						
TOURAINE	fr	39,270	1996	BV	Hong Kong	joint venture
EUPEN	fr	38,961	1999	LR	Belgium	joint venture
ODIN	fr	38,501	2005	DNV	Singapore	time chartered
LIBRAMONT	fr	38,455	2006	DNV	Belgium	joint venture
SOMBEKE	fr	38,447	2006	DNV	Belgium	joint venture
EEKLO	fr	37,450	1995	DNV	Belgium	joint venture
TEMSE	fr	35,754	1994	DNV	Belgium	joint venture
BRUSSELS	fr	35,454	1997	LR	Belgium	joint venture
BERLIAN EKUATOR	fr	35,437	2004	NKK	Panama	time chartered
BRUGGE VENTURE	fr	35,418	1997	LR	Hong Kong	joint venture
BASTOGNE	fr	35,229	2002	DNV	Belgium	joint venture
ANTWERPEN	fr	35,223	2005	LR	Hong Kong	time chartered
COURCHEVILLE	fr	28,006	1989	LR	Belgium	joint venture
DONAU	fr	30,207	1985	BV	Belgium	joint venture
New Buildings						
HHI N° 8121	fr	38,115	Feb/14	LR	Belgium	joint venture
HHI N° 8122	fr	38,115	May/14	LR	Belgium	joint venture
HHI N° 8123	fr	38,115	Sep/14	LR	Belgium	joint venture
HHI N° 8124	fr	38,115	Dec/14	LR	Belgium	joint venture
HANJIN P100	fr	38,000	Apr/15	LR	Belgium	joint venture
HANJIN P101	fr	38,000	Aug/15	LR	Belgium	joint venture
HANJIN P102	fr	38,000	Jan/16	LR	Belgium	joint venture
HANJIN P103	fr	38,000	Jun/16	LR	Belgium	joint venture
HANJIN (OPTION)	fr	38,000	Oct/16	LR	Belgium	joint venture
HANJIN (OPTION)	fr	38,000	Feb/17	LR	Belgium	joint venture
HANJIN (OPTION)	fr	38,000	Jun/17	LR	Belgium	joint venture
HANJIN (OPTION)	fr	38,000	Sep/17	LR	Belgium	joint venture
SEMI-REFRIGERATED (LPG / Ammonia / Petrochemical Gases)						
KEMIRA GAS	sr	12,030	1995	DNV	Belgium	joint venture
PRESSURIZED (LPG / Petrochemical Gases)						
SABRINA	pr	5,019	2009	NK	Hong Kong	joint venture
HELANE	pr	5,018	2009	NK	Hong Kong	joint venture
FATIME	pr	5,018	2010	NK	Hong Kong	joint venture
ELISABETH	pr	3,542	2009	NK	Hong Kong	joint venture
MAGDALENA	pr	3,541	2008	BV	Hong Kong	joint venture
ANNE	pr	3,541	2010	NK	Hong Kong	joint venture
ANGELA	pr	3,540	2010	NK	Hong Kong	joint venture
JOAN	pr	3,540	2009	NK	Hong Kong	joint venture
MARIANNE	pr	3,539	2009	NK	Hong Kong	joint venture
DEBBIE	pr	3,518	2009	NK	Hong Kong	joint venture

COMMITMENT OVERVIEW



SERVICES

EXMAR SHIPMANAGEMENT

EXMAR Shipmanagement provides high-quality ship management and related services to owners of high-tech carriers and floating units (storage & accommodation). EXMAR Shipmanagement manages a diversified fleet, including VLGCs, Midsize and pressurized LPG carriers, LNG Regasification Vessels and LNG carriers, FPSOs, accommodation barges, a Floating Storage and Regasification Unit (FSRU) and a Floating Liquefaction, Storage and Regasification Unit (FLSRU). EXMAR Shipmanagement provides these services for a fleet of more than 30 high-tech vessels and the company even continues to develop its business.

EXMAR's core service revolves around crew management and technical management. These services are aimed to have operations running as efficient as possible. EXMAR Shipmanagement's LNG business also offers other value-added services: it is the pioneer and world leader in managing Ship-to-Ship transfer (STS), LNG Regasification Vessels as well as Floating (Liquefaction,) Storage and Regasification Units (FSRUs – OLT Livorno, FLSRU – EXPORT Colombia).

EXMAR Shipmanagement is key partner to EXMAR, Teekay Corporation, Excelerate Energy, ENI, Offshore LNG Toscana (OLT) and Stolt Avance Gas.

EXMAR Shipmanagement follows a clearly defined set of corporate policies designed to ensure continuous improvement in the fields of quality, safety and security of the daily operations, ensuring the well-being of the crews and protection of the marine environment.

This is achieved by:

- actively involving ship and shore staff in the daily improvement of HSEQ processes;
- preventing all accidents that could lead to personal injury or property damage;
- focusing on company loyalty by inter alia recruitment of young officers through co-operation with several maritime academies;
- offering enhanced training programs at recognized top-level institutes, in addition of the in-house training;
- ensuring a fleet-wide cost-efficient maintenance and defect reporting system;
- supplying reliable hardware and software tools to support daily operations;
- continuously developing and adapting environmental policies to suit specific business activities.

Current developments in oil and gas supply chain management result in a growing need for specialized maritime, technical and HSEQ expertise. By providing both ship management and marine expert services, EXMAR Shipmanagement is well geared to remain a worldwide global service provider for operators in this industry.

In this context, EXMAR Shipmanagement has a proven track record.

- Thanks to conferences and extensive training programmes, in which themes such as human interaction and leadership skills are embraced, we succeed in managing our vessels with strong teams. For more than seven consecutive years, no oil pollution incident has been reported.
- In 2012 the fleet of EXMAR Shipmanagement reported a Lost Time Injury Frequency (LTIF) of 1.18, down from 1.34 in 2011.
- EXMAR Shipmanagement has been IS09001 and ISO14001 certified and also became OHSAS18001 certified in September 2012.
- EXMAR Shipmanagement was an early adopter of KPI based performance management and has introduced lean Six Sigma since 2009 as a management tool.

EXMAR Shipmanagement currently has offices in Antwerp, Singapore, Mumbai, Limassol and Buenos Aires.


Melbourne

BELGIBO

Belgibo is an independent insurance broker and risk consultant, specializing in maritime and industrial risk and claims management. Belgibo manages a widely diversified client portfolio of national and international clients, offering a broad range of marine, cargo/transport and industrial insurance and risk management solutions, including specialized products for, for example, credit & political risks, terminals and aviation. Belgibo is based in Antwerp and ranks amongst the top 10 insurance brokers in Belgium and Luxembourg.
The 2012 results show an increase of Ebitda with 10%, the result of good overall cost management, taking into account a slight decrease in turnover.

Inland shipping

Turnover increased slightly in 2012, confirming the positive outlook at the beginning of the year. Inland shipping shows a stable portfolio and for the coming year only minor changes are expected. Belgibo continues to develop new products and to explore synergies with other business units in order to consolidate its leadership position and to stay ahead of the competition.

Cargo and Marine Liability

In spite of the difficult environment with strict underwriting rules for insurers and a less stable insurance market, Belgibo realized in this segment a turnover growth of more than 27%. The team invested in an ICT-tool to improve efficiency in policy administration. Promising international clients were added to the customer portfolio and Belgibo continues to look for new possibilities and synergies with other business units.

Industry

A personal approach combined with specific in-depth knowledge of the clients' overall risk management needs resulted in the customer base to grow extensively. More than 50% of the top clients are new, which reflects Belgibo's aptitude in industrial insurance and risk management. Moreover, the profitability of the unit also improved significantly. In 2013, Belgibo will continue to invest in the Industry segment, for example by developing new products for niche markets, in order to build a solid base for sustainable structural growth.

Marine

By combining know-how with passion for the business a turnover growth of over 6% in general and of more than 35% in the core recurrent marine business (not including war breaches) was realized. Belgibo remains confident that in the coming years this segment will confirm itself as a major market player, despite fierce competition and unstable market conditions.

CPR (Credit & Political Risks)

The charterer's default policy proved to be of extreme value to the clients but, like past year, this led to some important claims. Although Belgibo realized outstanding claim settlements, the tough and hardening insurer's underwriting rules, together with an uncertain market outlook, promise the coming year to be challenging. Belgibo will continue to actively promote its 'long term' CPR products. In parallel, the start-up of the 'short term' trade credit insurance product line already showed promising results and will be a major focus for further development in 2013 and beyond.

TRAVEL PLUS

Travel Plus, despite the general trend in the travel sector, publishes positive results for the third year running.
This can be explained not only by the specific profile of Travel Plus, but also by Travel Plus' emphasis on being a service-oriented travel organisation, constantly working on customised service. Made-to-measure formulas (for both business and leisure travel) and cruises prove to be major successes. More reasons for our strong competitive advantage are the increase in the number of government bookings and the solid reputation regarding *crewing* in Belgium. Thanks to this outstanding performance, staffing grew by 10% in 2012.

CARE FOR TODAY, RESPECT FOR TOMORROW

EXMAR endeavours to support sustainable growth, and so of the utmost importance are the quality of its fleet and activities, the safety of personnel and equipment, and the protection of the environment.
EXMAR's corporate policy on Health, Safety, Environment and Quality is based on important elements of social responsibility and sustainability.

EXMAR is continually investing in new technologies and HSEQ management systems. At EXMAR, safety and quality go hand in hand. A safe work environment, both onshore and offshore, is the prerequisite for providing a cost-efficient service and running a sustainable business.

EXMAR Shipmanagement complies with the International Safety Management Code (ISM) requirements and has been ISO 9001 certified continuously since 1998.

EXMAR Shipmanagement obtained the ISO 14001 certificate in 2011. In August 2012, EXMAR Shipmanagement succeeded to become OHSAS 18001 certified. Apart from obtaining the ISO 9001 and ISO 14001 certificates, which respectively deal with quality and environmental performance, this is another milestone towards a measureable and auditable system to manage our performance in the field of Occupational Health and Safety.

In order to improve the safety performance of our vessels, a Behavioural Safety Program was put in place – the next logical step in deepening the safety awareness of all employees and to embed a safety culture throughout the Company. The program will be further developed over the course of 2013, with the first output planned in the second half of the year.

EXMAR Shipmanagement applies Tanker Management Self-Assessment (TMSA) in accordance with the OCIMF (Oil Companies International Marine Forum) guidelines. TMSA is an in depth OCIMF self-assessment guide, including best industry practice guidelines for quality, safety, health and environment.

Traditional safety policies, based on seafarers' competence and complemented with enhanced risk management, create a safe and responsibility driven environment at EXMAR for innovation to take place in. Continuous improvement and risk management are engrained in EXMAR's operations, to safeguard our stakeholders from any unacceptable risk. Change management proves to be a key tool for implementing adequate risk assessment in ship management operations. Indeed, risk assessment and risk management are carried out from the conceptual feasibility stage for new projects, all the way to and including actually implementing the respective innovations. In particular the success of both LNGRV regasification operations and multiple LNG Ship-to-Ship transfer operations at different gasports worldwide prove the success of the safety policies in place at EXMAR and EXMAR Shipmanagement to operate their new LNG technologies. EXMAR is duly concerned with the health and well-being of its personnel and therefore continues to take great effort in providing a safe and sound working environment on board its ships and offshore units, as well as in its offices.

SAFETY

The accident statistics for EXMAR Shipmanagement for 2012:

- Lost Time Incident Frequency end 2012 was 1.18 (basis one million working hours) which is a further improvement compared to the previous year.

The main Safety & Quality results for EXMAR Offshore Services for 2012:

- Only one Lost Time Incident was recorded in 2012.
- ISO 9001-2008 certification was successfully continued.

ENVIRONMENT

EXMAR fully complies with environmental legal requirements, such as:

- MARPOL VI on low sulphur regulations for SOx Emission Control Areas;
- MARPOL VI on NOx emission regulations;
- IMO draft guideline on ship recycling (Green Passport).

Anticipating the new imminent IMO (International Maritime Organisation) requirements for energy efficiency:

- Energy Efficiency Design Index (EEDI) for new ships;
- Ship Energy Efficiency Management Plan (SEEMP) for ships in operation.

OTHER SPECIFIC HIGHLIGHTS

ECOS: HSEQ system developed for OLT FSRU

EXMAR Shipmanagement and Fratelli Cosulich have jointly (60%-40%) created ECOS, an affiliate company based in Genova, Italy. ECOS provides services for OLT Offshore LNG Toscana S.p.A., the promoting company of the offshore regasification project in Tuscany.

The Technical and HSEQ management of the OLT LNG Floating Storage and Regasification Unit will be ensured by EXMAR Shipmanagement, that has extensive know-how in LNG shipping operations, regasification, STS (Ship-to-Ship) transfer and offshore oil terminal management in general (FPSO).

To this end an Integrated Management System (IMS) was developed for ECOS, containing a Quality Management System (QMS), a Safety Management System (SMS) and an Environment Management System (EMS). The IMS documents have been drawn up in accordance with ISM, ISO 9001 and ISO 14001 by RINA. Certification will follow after operations start.

FLRSU project: Safety through Risk Based Design

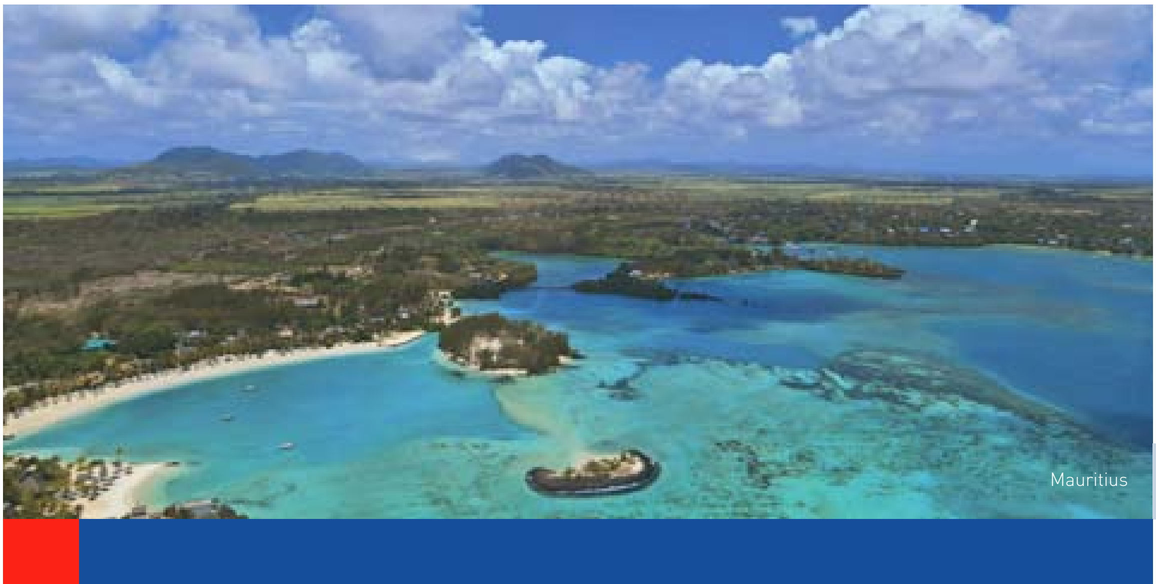
Whereas competence is the prerogative to realize Safety through design, Innovation is the complimentary key to excellence in the FLRSU design. Key elements for the FLRSU project are:

- a new and innovative concept, building on proven systems and equipment, avoiding new technology risks;
- working with Contractors and Safety consultancy partners with proven track records;
- design for compliance with Legislation, Classification rules & standard engineering codes;
- ensuring reliable & safe operations throughout the engineering process with design reviews, 3D-model reviews as well as a full scope Risk Analysis.

As the FLRSU is a hydrocarbon processing facility, a deliberate choice was made for the Bureau Veritas PROC class notation. The PROC notation sustains and ensures the realization of the goal to keep the process risk level for personnel, environment and assets at an absolute minimum. In accordance with PROC objectives and principles, the required detailed risk assessments are carried out throughout FEED and design of the FLRSU, amongst other:

- Systematic Hazard Identification (HAZID);
- Process Hazard & Operability Analysis (HAZOP);
- Fire, Explosion Risk Assessment (FERA) Smoke and Gas Dispersion Analysis (SGDA).

Change management, including hazard register follow up, is part of the Project Management process, to assure the appropriate risk mitigating measures are implemented throughout the FLRSU project realization.



Mauritius

TECHNICAL INNOVATION - SHIP ENERGY EFFICIENCY

Australia

In the field of Energy Conservation EXMAR has decided to apply a beyond-compliance-approach with regard to the latest rule requirements for Ship Energy Efficiency Management. The SEEMPlans for the ships were set up with input from ship's and shore staffs, whilst the whole process was facilitated by FutureShip, a renowned consultancy firm is this field. The plans contain essential elements in order to make them effective roadmaps towards lowering energy consumption:

- well thought of KPIs (Key Performance Indicators), allowing monitoring of progress and allowing focus on priorities;
- concrete projects and actions, such as: Trim optimization, Voyage optimization software;
- awareness campaign and human factors.

Since the highest improvements can be expected in the areas of the highest energy consumers, priority was given to the optimization of the propulsion. And in this segment the impact of weather and current have the single highest impact. For that purpose all masters are provided with a tool which will enable them to simulate and optimize various possible routes in view of the forecasted weather. Along the same line of reasoning FutureShip has been ordered to make Computational Fluid Dynamics – model of the LNG's in order to find solutions for enhancing the flow pattern and in order to produce a Trim Optimization Tool. In the same category of priorities is the current project which investigates the options for choosing the most appropriate fouling avoiding system.

In order to coordinate and streamline all efforts the SEEMP contain reporting methods and the responsibilities of all the players throughout the organisation.

The overall purpose of the SEEMP approach is to bring EXMAR's owned and 3 Party managed fleets in a strong competitive position on the market. Whilst EXMAR's current clients will directly benefit from reduced consumption of energy.

Reducing energy consumption directly leads to reduced emissions of CO_2, which is in line with and supports EXMAR's vision with regards to Environmental ambitions and ultimately Corporate Social responsibility.

PERSONNEL

We regard our human capital as an important success driver, crucial to maintain our competitive advantage.

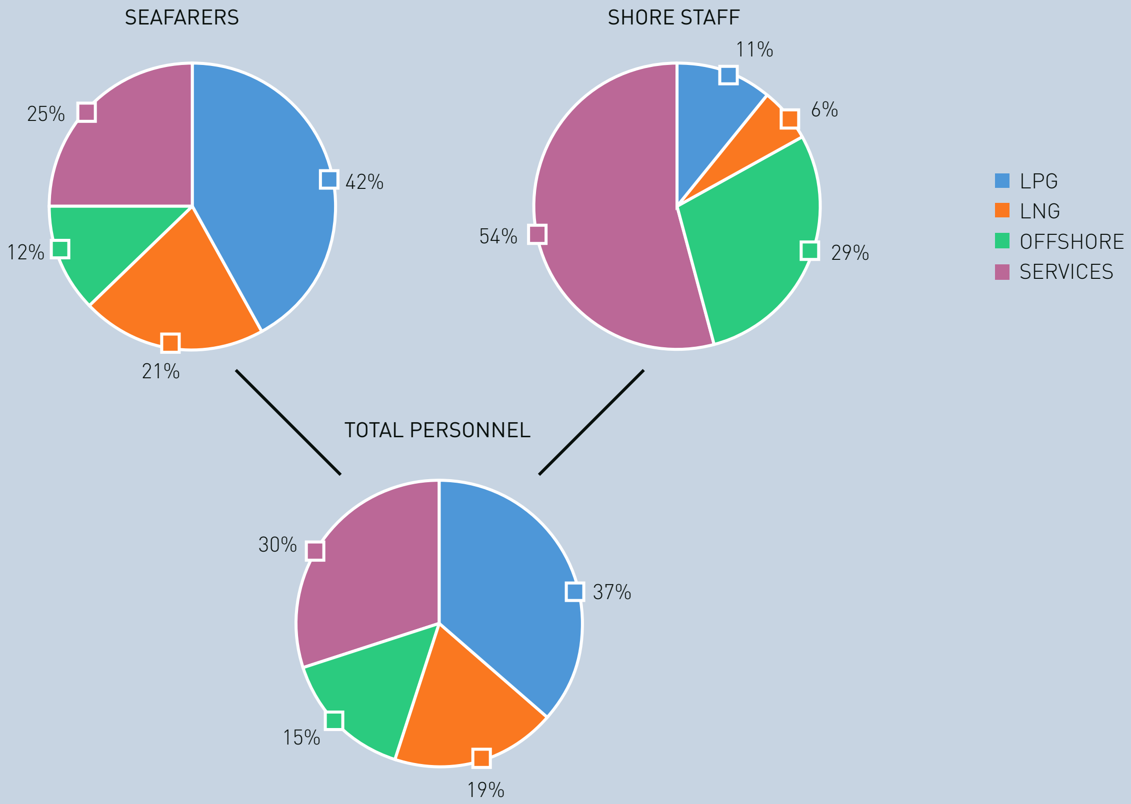
That is why EXMAR continuously invests in **attracting, training and retaining** experienced and motivated people. The growth of our employees is pivotal. Each employee has to be able to develop itself within our group, to really explore its own talents. In the office as well as on board of one of our vessels, we create a high quality, healthy and safe work environment. The Health Benefit Plans and other extra insurance policies for officers are another good example.

A positive **team spirit** under our employees, worldwide and on all levels, is also of crucial importance and stimulates employee satisfaction. Each year we organise informal gatherings, giving our mobile crew the opportunity to meet and get to know our office staff – this way, the feeling of belonging to a group certainly becomes stronger.

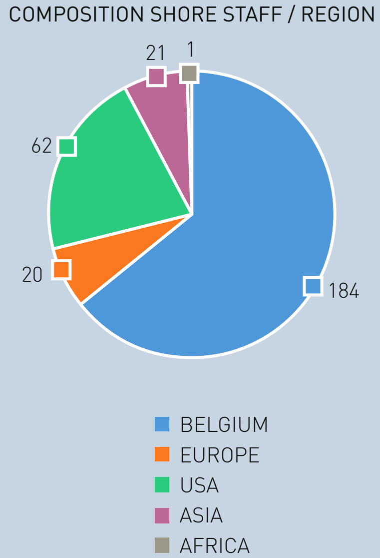
Balancing **work and private life** also is an important topic. Especially for our fleet crew, we stimulate regular contact with the home front. For instance, each crew member can negotiate a personalised planning, taking into account the specific home situation and personal needs.

At the end of 2012, EXMAR employed 1,677 employees, of which 1,389 sea crew. 64% of the onshore personnel works in Belgium, other employees are located in group offices in Europe (France and the UK), the United States, Africa (Angola and Libya) and in Asia (China, India and Singapore).

Greenland


SEAFARERS
42%
21%
12%
25%
SHORE STAFF
11%
6%
29%
54%
TOTAL PERSONNEL
37%
19%
15%
30%
LPG
LNG
OFFSHORE
SERVICES


EVOLUTION PERSONNEL 2009-2012
1600
1200
800
400
0
1144
1308
1293
1389
279
275
278
288
2009
2010
2011
2012
SEAFARERS
SHORE STAFF


COMPOSITION SHORE STAFF / REGION
184
20
62
21
1
BELGIUM
EUROPE
USA
ASIA
AFRICA

REPORT OF THE BOARD OF DIRECTORS

Dear Shareholder,

It is our privilege to present you our annual report, detailing our Company's activity over the past financial year. Also added are the statutory and consolidated annual accounts closed on 31 December 2012, for your approval.

In accordance with the Royal Decree of 14 November 2007, on the obligations of issuers of financial instruments admitted to trading on the Belgian regulated market, EXMAR NV is required to publish its annual financial report.

This report of the Board of Directors is published in accordance with Article 96 of the Companies Code and includes the Corporate Governance Statement in conformity with the Belgian Corporate Governance Code, and also contains the combined statutory and consolidated annual report of the Board of Directors prepared in accordance with article 119, last paragraph of the Company Code.

STATUTORY FINANCIAL STATEMENTS

The statutory accounts were prepared in accordance with the Belgian accounting principles.

Share capital

No changes were made to the Company's share capital during the last financial year. The share capital amounts to USD 88,811,667 and is represented by 59,500,000 no-par-value shares. All shares have been paid up in full.

Notwithstanding the provisions of Article 125 of the Companies Code, the capital and accounts are expressed in US dollars. This exception was granted by the Ministry of Economic Affairs and was confirmed in writing on 2 July 2003. The Board of Directors believes that the reasons for this exception still apply to the financial statements for this period.

Commentary on the annual financial statements and appropriation of the result:

The statutory result for the financial year amounted to USD 161.4 million (USD 45.8 million in 2011). The result for the financial year was positively influenced by the extraordinary income of USD 129.7 million upon the disposal of EXMAR Shipping BVBA and EXMAR Gas Shipping Ltd to EXMAR LPG BVBA (within the EXMAR Group) and the decrease in impairment loss on treasury shares equalling USD 9.4 million (USD 1.5 million in 2011).

At the end of 2012, the total assets amounted to USD 1,058 million (USD 948.7 million at end of 2011), of which USD 771.9 million financial fixed assets (USD 604.7 million in 2011).

Shareholders' equity amounted to USD 564.2 million at the end of 2012 (USD 434.2 million in 2011). The increase is accounted for by the dividend (USD -31.4) proposed to the General Assembly of 21 May 2013 and by the result for the year (USD 161.4 million).
The liabilities of the Company amounted to USD 490.6 million at the end of 2012 (USD 510.8 million in 2011), of which USD 325.3 million long-term liabilities and USD 165.3 million short-term liabilities (USD 337.0 million and USD 173.8 million respectively in 2011).

The present statutory financial statements for the year show a profit of USD 161.4 million. Together with the results brought forward from the previous year, an amount of USD 201.3 million is available for appropriation.

Appropriation of the result

The Board of Directors proposes to appropriate the result as follows:

• Profit brought forward:	USD 39,917,720.60
• Profit for the period:	USD 161,357,344.97
• Dividend:	USD -31,401,720.00
• Transfer to the reserves not available for distribution:	USD -8,845,864.58
• Result to be carried forward:	USD 161,027,480.99

The Board of Directors will propose to the General Meeting to pay out a gross dividend of EUR 0.4 per share.

If the Annual General Meeting approves this proposal, the dividend will be payable from 29 May 2013. From that day onwards, holders of bearer shares can present themselves at the counters of a financial institution with coupon no. 14. The dividend for holders of registered shares or dematerialized shares will be deposited automatically in their account.

After this appropriation, the shareholders' equity of USD 564,154,549.35 will be made up as follows:

• Capital:	USD 88,811,667.00
• Share premium:	USD 209,901,923.77
• Reserves:	USD 104,413,477.59
• Result carried forward:	USD 161,027,480.99

CONSOLIDATED FINANCIAL STATEMENTS

The consolidated figures were drawn up in accordance with the International Financial Reporting Standards (IFRS).

EXMAR Group realized a turnover of USD 462.8 million in 2012, compared to USD 450.2 million in 2011.

The consolidated operating result amounted to USD 87.1 million in 2012 and was positively influenced by the capital gain on the sale of ***OPTI-EX®*** for USD 23.9 million, as well as the net capital gain realized on the sale of the ***CHACONIA***, ***ELVERSELE*** and ***TIELRODE*** to third parties (USD 13.2 million).

The net financial result for 2012 was negative, with USD -29.6 million (USD -68.4 million in 2011). This negative financial result is mainly accounted for by interest on the long-term financing of the fleet (USD -36.6 million in 2012 compared USD -43.9 million in 2011).

EXMAR Group realized a consolidated result after tax of USD 54.6 million in 2012 (USD -34.0 million in 2011).

The net book value of the LPG fleet (USD 455.1 million) decreased as a result of depreciations and the sale of the ***CHACONIA***, ***TIELRODE*** and ***ELVERSELE***. The value of the LNG fleet at 31 December 2012 amounted to USD 531.4 million, an increase by USD 26.4 million compared to 2011 due to the first instalment of the FLSRU in Colombia (USD 44.6 million) and to the depreciation of the fleet. The offshore fleet shows a decrease of the net book value because of the depreciation recorded.

Other non-current receivables accounted in 2011 represent the balance of the sale price of the ***OPTI-EX®*** which has been fully paid by LLOG early 2012.

The net cash position (cash and cash equivalents excluding bank overdraft) at 31 December 2012 amounted to USD 183.4 million (USD 129.0 million in 2011), of which USD 65.0 million free cash.

Shareholders' equity amounted to USD 367.0 million at 31 December 2012, and was positively influenced by the result for 2012 (USD 54.6 million) and negatively by the dividend payment of EUR 0.50 per share in May 2012 (USD -37.1 million).

The net financial debt (financial liabilities excluding cash and cash equivalents) totalled USD 594.0 million at 31 December 2012. The net financial debt decreased by USD 272.4 million compared to 2011, of which USD 154.5 million as early repayment of borrowings following the sale of vessels, prepayment of debt outstanding on the ***OPTI-EX®*** and the balance by improved cash position.

The negative market value of financial instruments was USD 106.2 million at 31 December 2012, which is a decrease compared to 2011 (USD 127.1 million).

RISK FACTORS

In accordance with the provisions of the Companies Code, the Board of Directors informs the shareholders of the main risk factors for the Group, as described in the Corporate Governance Statement.

NOTIFICATIONS

Application of Article 523 of the Companies Code

Extract from the minutes of the meeting of the Board of Directors of EXMAR NV, held on 29 November 2012.

Remuneration:
Prior to discussion of this agenda item and in compliance with Art 523 of the Code of Companies Nicolas Saverys and Patrick De Brabandere inform the other board members that they have a pecuniary interest that conflicts with that of the Company. Nicolas Saverys and Patrick De Brabandere will not participate in the discussion or voting on the recommendations of the committee. Both gentlemen will inform the auditors in writing in compliance with Art 523 of the Code of Companies.

Miguel de Potter, CFO, and Karel Stes, company secretary, are reminded by the chairman that they cannot participate in the discussion on this item.
There were no conflicts of interest as far as the Executive Committee is concerned.

STAFF

On 31 December 2012, EXMAR employed 1,677 people worldwide, including 1,389 seagoing staff.

ACQUISITION AND TRANSFER OF OWN SHARES

On 31 December 2012, EXMAR held 3,315,578 own shares, representing 5.57% of the total number of issued shares.

On 15 May 2009, the Extraordinary General Meeting authorized the Board of Directors of EXMAR NV to acquire own shares within a well-defined price range during a period of 5 years.

On 17 May 2012, the Extraordinary General Meeting renewed the authorization of the Board of Directors to proceed, in case of a takeover bid for the securities of EXMAR NV, to a capital increase in accordance to the provisions and within the limits of Article 607 of the Companies Code. The Board of Directors is authorised to apply these measures if the notice of a takeover bid is given by the Financial Services and Markets Authority to the Company, not later than three years after the date of the abovementioned Extraordinary General Meeting.
The Board of Directors is also authorised, for a period of three years expiring on 16 October 2015, to acquire or to transfer shares of the Company, in the event that such action is required in order to safeguard the Company from serious and imminent harm.

STOCK OPTION PLAN

So far, the Board of Directors has decided on seven occasions to offer options on existing shares to a number of employees of the EXMAR Group.

DATE OF OFFER	NUMBER OF OUTSTANDING OPTIONS	EXERCISE PERIOD	EXERCISE PRICE IN EUROS
15.12.2004	149,264	Between 01.04.2008 and 15.10.2017 (*)	6.54 (°)
09.12.2005	312,463	Between 01.01.2009 and 15.10.2018 (*)	11.46 (°)
15.12.2006	404,802	Between 01.01.2010 and 15.10.2019 (*)	17.04 (°)
04.12.2007	229,519	Between 01.01.2011 and 15.10.2020 (*)	15.63 (°)
19.12.2008	301,973	Between 01.01.2012 and 18.12.2016	6.32 (°)
29.12.2009	584,255	Between 01.01.2013 and 28.12.2017	5.18 (°)
09.12.2010	462,424	Between 01.01.2014 and 28.12.2018	5.03 (°)

(*) The Board of Directors meeting of 23 March 2009 decided to extend the original exercise period for the first four option plans by five years, by virtue of the decision by the Belgian Government to extend the Act of 26 March 1999, in particular regarding stock option plans.
(°) As a result of the capital increase of November 2009, the dilution protection and extra ordinary dividend of May 2012, the number and exercise price of the stock options was modified.

BRANCHES

Besides the Head Office in Antwerp (Belgium), EXMAR also has offices in Hong Kong, Houston, London, Limassol, Luxembourg, Mumbai, Paris and Singapore. EXMAR has four branches: in Shanghai, Luanda, Tripoli and Buenos Aires.

KEY EVENTS AFTER CLOSING OF THE FINANCIAL YEAR

In February 2013, EXMAR and Teekay LNG Partners successfully closed their 50/50 LPG joint venture: EXMAR LPG BVBA.

The joint venture has placed an order for up to 8 Midsize gas carriers with Hanjin Heavy Industries Corporation with the vessels to be built at Subic Bay in the Philippines. The first four vessels are firm orders with delivery foreseen between April 2015 and June 2016.
EXMAR LPG will sell the ***DONAU*** (1985 built - 30,000m³) in April for recycling.

OTHER INFORMATION

All information which pursuant to Article 96(2) of the Companies Code must be included in the present annual report, more particularly the corporate governance statement and the requirements of Article 34 of the Royal Decree of 14 November 2007, is shown under the chapter 'Corporate Governance Statement', under the chapter 'Risk Factors', and by reference thereto included in the present annual report.

OUTLOOK FOR 2013

The majority of the LPG fleet has been contributed to a joint venture (EXMAR LPG) with Teekay LNG (ticker: TGP) in February 2013. EXMAR realized a capital gain of approximately USD 56 million on this transaction that will be recorded in the first Quarter 2013. EXMAR LPG will continue to enjoy a stable and diversified coverage portfolio. EXMAR LPG has ordered up to eight additional Midsize Gas Carriers at Hanjin (Korea) for delivery as from April 2015. This brings up to twelve the number of Midsize Gas Carriers ordered by EXMAR LPG and it further contributes to the renewal of the existing fleet. In this strategy, EXMAR LPG will sell the ***DONAU*** (1985 built - 30,000m³) in April for recycling. This will generate a capital gain of USD 0.9 million.
The LNG fleet is expected to perform as per the underlying time charter contracts. The Offshore division will continue to perform as expected under its long-term charter contracts with the accommodation barges ***OTTO 5*** and ***NUNCE***. The ***KISSAMA*** will be redelivered from its current charterers in July and additional employment in West Africa is being actively discussed. The ***FSO LUXEMBOURG*** is expected to be fully employed until mid-2013 and will be redelivered to its owner at the end of the charter period.

BOARD OF DIRECTORS AND COMMITTEES

The General Assembly will be requested to grant us discharge from our mandates.

The Board of Directors notes that the mandates of Mr Jens Ismar (independent director), Mr François Gillet (independent director), Mr Guy Verhofstadt (independent director), and Mr Leo Cappoen (non-executive director) will expire immediately after the forthcoming General Meeting.

Mr Jens Ismar, Mr François Gillet and Mr Guy Verhofstadt are seeking re-election.

The General Meeting is requested to deliberate on their reappointment as directors for a new term of three years

The Nomination Committee formulated their answer to the proposed reappointments at its meeting of 26 March 2013.

The Board of Directors
Antwerp, 26 March 2013

CORPORATE GOVERNANCE STATEMENT

South Pacific Islands

In accordance with the Belgian Corporate Governance Code for listed companies published in 2004 and the publication of the Belgian Corporate Governance Code 2009, the Board of Directors has decided to use the Corporate Governance Code 2009 as a reference code.

In this chapter, the Board of Directors elaborate on the main aspects of EXMAR's policy regarding corporate governance, such as the management structure and the functioning of respective committees, including a description of the main features of the internal control and risk management systems and the remuneration report. If applicable, an explanation is given why the Company deviates from some provisions in the Code in the light of a specific situation.

The Code also describes the measures applied by EXMAR to comply with the Belgian rules on market abuse, including a description of the Code of Conduct.

The Company's Corporate Governance Charter was last updated on 31 March 2011, and can be consulted on the website.

THE COMPANY – CAPITAL – SHAREHOLDERS

Registered office

De Gerlachekaai 20, 2000 Antwerp.
VAT BE 0860 409 202 RPR Antwerp.

Establishment date and modification of articles of association

The Company was established by notarial deed on 20 June 2003, published in the appendix of the Belgian Official Gazette of 30 June 2003, reference 03072972, and of 4 July 2003, reference 03076338.
The articles of association were amended for the last time by deed of the civil law notary Patrick Van Ooteghem in Temse on 15 May 2012, published in the appendix of the Belgian Official Gazette (Moniteur Belge), reference 12124807, dated 16 July 2012.

Issued capital

The issued share capital amounts to USD 88,811,667, and is represented by 59,500,000 shares without nominal value. The capital is paid up in full. In order to comply with the Belgian Company Law, the reference value is established at EUR 72,777,924.85.

Authorised capital

By decision of the General Shareholders' Meeting held on 15 May 2012, the Board of Directors has been authorised to increase the share capital of the Company once or multiple times, with a total maximum amount of USD twelve million (reference value EUR 7,703,665.66) over a period of five years as from the date of publication of such decision.

The special report of the Board of Directors was drawn up in accordance with the provisions of Article 604 of the Belgian Company Code.

Articles of association, General Shareholders' Meetings, admission and exercise of the voting rights

According to the articles of association, the Annual Shareholders' Meeting takes place on the third Tuesday of May at 2.30 p.m.
The rules governing the convening, admission to meetings, their functioning and exercising of voting rights, modification of the articles of association, the nomination of the members of the Board of Directors and its committees can be found in the coordinated articles of association, the Corporate Governance Charter of the Company, which are available on the Company's website.

http://www.exmar.be/en/webpage/126/articles-of-association.aspx?via=41

Shares and shareholders

EXMAR shares are quoted on NYSE Euronext Brussels included in the Bel Mid Index (Euronext: EXM).

In conformity with the law of 27 December 2012, the VVPR strips that were quoted on NYSE Euronext Brussels since 10 December 2009, are no longer benefiting reduced withholding taxes.

In the course of 2012 EXMAR NV did not receive any notification in accordance with the transparency legislation (Law of 2 May 2007).

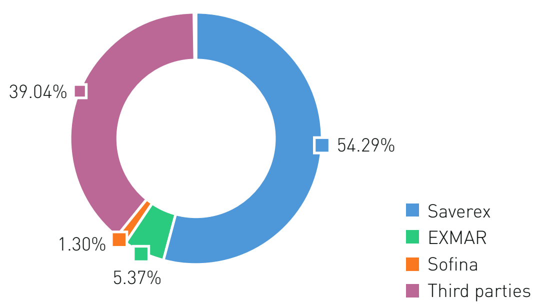
In accordance with Article 74.6 of the law on takeover bids, Saverex NV notified the FSMA on 15 October 2007 (update on 27 August 2012) that it holds more than 30% of the securities with voting rights in EXMAR, a stock listed company.

All legal information is published on the website: www.exmar.be

On 19 May 2009, the Extraordinary General Meeting of Shareholders authorised the Board of Directors of EXMAR NV to acquire own shares within a well-defined price range over a period of five years.

On 26 March 2013, EXMAR NV holds 5.37% of its own shares. This represents 3,199,316 shares.

Shareholders' structure as per 26 March, 2013.



The Company has no knowledge of any agreements made between shareholders.
There are no statutory restrictions for transfer of shares.

BOARD OF DIRECTORS AND COMMITTEES

Board of Directors

The Board of Directors is composed of members from diverse professional backgrounds who have a wide range of experience.
The Board of Directors consists of a sufficient number of directors to ensure correct functioning, taking into account the specificities of the Company.

Regarding the presence of women in the Board of Directors in listed companies, Article 7 of the Law of 28 July 2011, defines this as an exception, and the rules only apply as of 1 January 2019 (instead of 2017), for listed companies with a free float less than 50%.
In the Shareholders' Meeting held on 15 May 2012, two women were nominated as company director.
The Nomination and Remuneration Committee will follow up on recommendations for greater gender diversity with regards to future appointments within the Board of Directors, in order to comply as from 1 January 2019 with the imposed quotas at Board level.

The Board of Directors investigates and evaluates its own performance as described in the Corporate Governance Charter. The Board of Directors formulates and evaluates the requirements regarding independence, skills and qualifications at regular intervals, with the assistance of the Nomination and Remuneration Committee.

On 31 December 2012, the Board of Directors of EXMAR NV was composed of 11 members.

NAME	FUNCTION AND NATURE OF MANDATE	END OF MANDATE
Baron Philippe Bodson	Chairman (Non-executive Director)	2015
Nicolas Saverys	CEO (Executive Director)	2015
Leo Cappoen	Non-executive Director	2013
Ludwig Criel	Non-executive Director	2014
Patrick De Brabandere	COO (Executive Director)	2015
François Gillet	Independent Director	2013
Jens Ismar	Independent Director	2013
Mrs Ariane Saverys	Non-executive Director	2015
Mrs Pauline Saverys	Non-executive Director	2015
Guy Verhofstadt	Independent Director	2013
Baron Philippe Vlerick	Non-executive Director	2014

Independent directors

NAME	
François Gillet	Independent since 15 May 2007
Jens Ismar	Independent since 18 May 2010
Guy Verhofstadt	Independent since 18 May 2010

All independent directors meet the independent criteria as set out in Article 526ter of the Code of Companies and Appendix A of the Corporate Governance Code 2009.

Functioning of the Board of Directors

The Corporate Governance Charter states that the Board of Directors holds four planned meetings every year. Additional meetings are held if specifically required. Additional meetings are convened in due time and the Directors receive a work file as preparation on every occasion.

Five meetings were held in 2012; each chaired by Mr Bodson.

A total of two apologies were received at the Board meeting of 15 May 2012, namely from Mr Jens Ismar and Saverex NV.

Aside from the subjects prescribed by law – closing of the accounts, the annual and the half year report, preparing press releases or preparing the Annual General Meetings – EXMAR's Board deliberated, among other things, on the following items: company strategy and structure, budgets, interim results and forecasts, survey of the day-to-day affairs of the major subsidiaries, investments and disinvestments in fixed assets and participating interests, portfolio and cash flow, fleet and acquisition and sale of own shares, and the strategy and developments per division.
More specifically, during the Board meetings of the last financial year, the directors decided to enter the LNG project in Colombia, on the sale of a part of the older LPG fleet, on the joint venture with Teekay LNG Partners for the Midsize and VLGC fleet, on the new build contracts for the Midsize vessels and on the license fee for the ***OPTI TOO***® design.

The directors timely receive a file containing all information on the items on the agenda of meeting.

All decisions taken by the Board are taken in accordance with Article 22 of the by-laws, which inter alia states that the chairman has a casting vote in case of a deadlock. Until now this has not been necessary.

Evaluation process

The effectiveness of the Board of Directors is crucial to the success of the Group, and therefore the Board of Directors will carry out an in-depth evaluation of its functioning and the functioning of the Committees, as well as evaluating the interaction with the Executive Committee.
The effectiveness of the Board of Directors is critical to the success of the Group.

At the meeting of the Board of Directors held on 1 December 2010, it was decided to from then on organise a discussion with the non-executive directors at every meeting of the Board of Directors, in the absence of the CEO and other executive directors, in order to evaluate the communication with the executive directors and the members of the Executive Committee.

The Board of Directors installed an evaluation process in 2011 in order to assess the effectiveness of the Board and of the Committees, whereby the Chairman of the Board of Directors will organise an evaluation based on an elaborate individual questionnaire. The questionnaire will address both the collective performance of the Board and the individual contributions of the directors.

Part of the questionnaire is intended to analyse the Committees.

The questionnaire includes at least the following elements:

- the effectiveness of Board of Directors/Committees;
- the information provided to the Board of Directors/ Committees;
- self-evaluation (individual);
- mutual relations with the various Committees.

The evaluation will be summarised in a report, to be then discussed at meetings of the Board of Directors.

In the course of 2014, the Board of Directors will conduct a new evaluation of the Board of Directors and its Committees with regard to the size, the composition and the performance. The purpose of the evaluation is to improve the effectiveness of the Board as a whole.

Audit Committee

The Audit Committee of EXMAR NV complies with Article 526bis of the Companies Code.

The Audit Committee of EXMAR NV was on 31 December 2012, composed of four members, of whom at least one is an independent director.

NAME	FUNCTION AND NATURE OF MANDATE	END OF MANDATE
Ludwig Criel	Chairman Non-executive Director	2014
Baron Philippe Bodson	Non-executive Director	2015
François Gillet	Independent Director	2013
Baron Philippe Vlerick	Non-executive Director	2014

Because of their position and careers in various multinational groups, all members are considered to possess the necessary expertise with regard to accounting and auditing.

The Corporate Governance Code stipulates that at least half of the members of the Audit Committee are independent. Article 526bis of the Code of Companies foresees that at least one member is independent.

Due to the fact that all members of the Audit Committee are experienced in financial reporting, accountancy standards and risk, on the basis of their careers and current professional activities, the Board of Directors believes that the composition of the Audit Committee meets the purpose of the law.

Functioning of the Audit Committee

The specific responsibilities are set out in an audit charter. This audit charter was approved by the Board of Directors on 31 March 2011.

Four meetings were called in 2012, each one attended by all of the members. The statutory auditor was present at two meetings. The internal auditors were present at two meetings.
The quarterly, half-yearly and annual figures were analysed and discussed at these meetings, before they were presented to the Board of Directors.
Furthermore, the Audit Committee looked closely into specific financial matters and recommendations to the Board of Directors, as well as the application of Article 523 of the Code of Companies.
Other points on the agenda included follow-up of the internal audit, valuation rules and cash flow projections.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee meets the requirements of Article 526 quater of the Code of Companies.

On 31 December 2012, the Nomination and Remuneration Committee of EXMAR NV was composed of three members, of whom at least half are independent directors.

NAME	FUNCTION AND NATURE OF MANDATE	END OF MANDATE
Baron Philippe Bodson	Chairman Non-executive Director	2015
Guy Verhofstadt	Independent Director	2013
Jens Ismar	Independent Director	2013

All members of the Nomination and Remuneration Committee have the necessary expertise in the domain of remuneration policy based on their position and their careers.

Functioning of the Nomination and Remuneration Committee

The specific responsibilities were detailed in the Charter of the Nomination and Remuneration Committee, as approved by the Board of Directors held on 29 November 2011. The recommendation procedure for the nomination/reappointment of Board Members and Members of the Executive Committee was approved in the same meeting.

The Nomination and Remuneration Committee met three times during the past year. All members were present at every meeting.

With respect to the remuneration, following items were discussed:
- the remuneration policy and the share option plans;
- the review of the annual remuneration of the non-executive directors, members of the Executive Committee and employees;
- recommendations regarding the bonus plan for the members of the Executive Committee and the employees;
- draft version of the remuneration report.

With respect to the nominations, following items were discussed:
- making recommendations with respect to the nomination or reappointment of the members of the Board;
- issues related to succession planning.

Furthermore, the composition of the Board of Directors and of the Committees, as well as the independence criteria, were evaluated. Due consideration was given to succession planning.

Executive Committee - CEO

The Board of Directors has delegated its management powers to an Executive Committee in accordance with Article 524bis of the provisions of the Company Code.

As on 31 December 2012 the Executive Committee consisted of 9 members.

NAME	FUNCTION AND NATURE OF MANDATE
Nicolas Saverys	Chief Executive Officer (CEO)
Patrick De Brabandere	Chief Operating Officer (COO)
Pierre Dincq	Managing Director Shipping
Miguel de Potter	Chief Financial Officer (CFO)
Paul Young	Chief Marketing Officer
Marc Nuytemans	CEO EXMAR Shipmanagement
Bart Lavent	Managing Director LNG Infrastructure
David Lim	Managing Director EXMAR Offshore
Didier Ryelandt	Executive Vice President EXMAR Offshore

Functioning of the management committee

The specific responsibilities were laid out in a charter, approved by the Board of Directors on 29 November 2011. The Executive Committee meets on a regular basis. The CEO chairs the meetings of the Executive Committee.

The role of EXMAR's Executive Committee consists of leading EXMAR according to the values, strategies, policies, timetables and budgets set by the Board of Directors. Within the framework of the execution of their role, the day-to-day management is responsible for compliance with all relevant legislation and regulations.

Supervision

Secretary/Compliance Officer

Mr Karel Stes, appointed on 1January 2009.

External audit

The Company's statutory auditors are KPMG company auditors CVBA, represented by Mr Filip De Bock. The statutory auditor conducts the external audit (of both consolidated and statutory figures) of EXMAR NV, and reports to the Board of Directors twice a year.

The statutory auditor was reappointed at the Ordinary General Meeting of held on 15 May 2012 for a new period of three years, which will end at the General Meeting in 2015.

Internal audit

The Company is assisted by Ernst & Young for its internal audit activities. These internal auditors were reappointed by the Audit Committee meeting on 31 March 2010 for a new period of three years, ending with the Audit Committee meeting in March 2013.

In the meeting of the Audit Committee of 29 November 2012, it was decided to propose to the Board of Directors to reappoint the internal auditors.

TRANSACTIONS BETWEEN PARTIES AND CONFLICTS OF INTEREST

Transactions between related parties

Each director and each member of the Executive Committee is encouraged to organise his personal and business interests in such a way that there is no direct or indirect conflict of interest with the Company.
The Company's Corporate Governance Charter requires that every transaction between the Company (or any of its subsidiaries) and any director or member of the Executive Committee must first be approved by the Board of Directors, regardless of whether such a transaction is or is not subject to the applicable statutory regulations. Such a transaction is only possible on the basis of conditions in accordance with market practices.

Conflicts of interest and directors

In accordance with Article 523 of the Belgian Companies Code, the Board of Directors is required to adhere to a special procedure if one or more directors potentially have a conflict of interest with one or more decisions or transactions within the decision terrain of the Board of Directors.

The provisions of the Companies Code shall apply in the event of a conflict of interest.

EXMAR has no knowledge of any potential conflict of interest among the Board members and the members of the Executive Committee, whilst exercising their duties within the Company and their private or other duties, excluding those described in het annual report of the Board of Directors.

Transactions with related companies

Article 524 of the Belgian Companies Code provides for a special procedure applicable to transactions within a group or transactions with related companies. This procedure applies to decisions and transactions between the Company and related companies that are not subsidiaries of the Company.

The provisions of the Companies Code shall apply in the event of transactions with related companies.

Currently, Saverbel NV and Saverex NV, companies controlled by Nicolas Saverys, CEO, provide administrative services to the EXMAR Group. These services are charged at cost and are at arms' length.

MARKET ABUSE

EXMAR's Board of Directors has approved a Share Dealing Code that applies to transactions with EXMAR shares for members of the Board of Directors, members of the Executive Committee, higher management and employees who may have access to confidential, rate-sensitive information because of their position within the Company. This dealing code is included in the Corporate Governance Charter (annex 3).

The purpose of this Dealing Code is to remind the directors of the Company and its managers, employees and other service providers, of the principal elements of the regulations on sensitive information, insider trading, and to notify them of the orders EXMAR deems necessary to draw up in connection to this.

EXMAR NV has appointed a supervisor charged with monitoring compliance with this dealing code. The supervisor is the Secretary/Compliance Officer of the Company.

All persons with supervisory responsibilities (members of the Board of Directors and of the Executive Committee), as well as persons connected to them, must inform the FSMA of transactions in EXMAR shares, derivatives and all financial instruments related to these.

Moreover, the law obliges EXMAR to compile lists of the persons who have or could have access to inside information directly or indirectly relating to EXMAR on the basis of their employment relations on a regular or occasional basis. The Secretary/Compliance Officer is charged with compiling these lists. The persons appearing on these lists will be informed thereof.

CODE OF CONDUCT

Integrity, ethics and values such as trust and loyalty are deeply rooted in the EXMAR corporate culture.

The purpose of the Code of Conduct is to clearly set out the values we abide by. This code is intended as a reference, so that everyone knows what is expected from each EXMAR employee. It applies to all employees, regardless of where they work or their position.

Our business ethics code offers rules concerning individual responsibility and towards colleagues, and responsibilities in relation to our employees, clients, shareholders and other stakeholders. Guidelines are based on the idea of respect for each other, for the law, local customs and the environment, and describes how to deal with confidential information and conflicts of interest.

EXMAR expects all employees in the Group to adhere to the principles set out in this Code and that everyone – from the Board of Directors and the Executive Committee to every individual employee – will follow the Code of Conduct whenever taking decisions, and will respect the stated values and put them into practice.

REMUNERATION REPORT

General

The Remuneration Report describes EXMAR's remuneration policy as detailed in the legislation of 6 April 2010 in relation to Corporate Governance.

The remuneration policy and the individual scheme for members of the Board of Directors and members of the Executive Committee is in line with the aforementioned legislation.

Description of the procedures to develop the remuneration policy as well as to determine the remuneration of individual directors and members of the Executive Committee

The Nomination and Remuneration Committee is responsible for determining the procedure for developing a remuneration policy.
The remuneration amounts for non-executive directors were last revised and approved by the shareholders meeting in 2006.

The nature and the amounts of the remuneration paid to executive directors and the members of the Executive Committee are decided by the Board of Directors on the basis of recommendations from the Nomination and Remuneration Committee.
The Board of Directors decides on the plans for granting stock options, on the basis of recommendations from the Nomination and Remuneration Committee.

Remuneration policy

General principle

EXMAR strives for remuneration which will attract, retain and motivate the members of the Board of Directors and members of the Executive Committee, while also guaranteeing and promoting the Company's interests in the medium and longer term.

With this policy, EXMAR attempts to ensure that the members of the Board of Directors and members of the Executive Committee do not act in their own interests, and do not take risks that do not fit in with the Company's strategy and risk profile.

Application

Non-executive directors

The remuneration of non-executive directors consists of a fixed non performance-related annual remuneration, which is linked to the director's position and positions on the various committees, in accordance with the Company's remuneration policy. Non-executive directors do not receive any variable remuneration and do not benefit from additional pension plans or share-related incentives. The Nomination and Remuneration Committee regularly checks the remuneration of non-executive directors for compliance with market practices.

Executive directors

The mandate of executive directors who are members of the Executive Committee is remunerated according to the remuneration criteria for the Executive Committee following recommendations from the Nomination and Remuneration Committee.

Executive Committee

The remuneration of the members of the Executive Committee including the CEO consists of a fixed and a variable component.

The scale of the fixed remuneration for members of the Executive Committee, including the executive directors, depends on their position and the responsibilities related to their position.

The variable payment depends on the Company's results, as well as on other factors, such as the performance of the individual, future prospects, the market situation, exceptional contribution(s) and/or special projects.

The remuneration is determined on the basis of the remunerations of a reference group, consisting of a number of comparable enterprises in the maritime industry.
The Nomination and Remuneration Committee can, if necessary, call on an independent external consultant.

Once a year, the various compensation components for the members of the Executive Committee (including the CEO) are evaluated by the Nomination and Remuneration Committee and tested against conditions in the market.

Remunerations:

The following information concerns the remuneration policy valid up to and including 31 December, 2012.

Board of Directors

The non-executive directors receive a fixed annual remuneration of EUR 50,000. Because of his role and responsibility, the chairman receives a higher annual fixed remuneration of EUR 100,000. Mr Leo Cappoen has waived this remuneration with effect from 18 May 2010.
No variable remunerations, share options, additional pension plans, loans or advance payments were granted to the non-executive and independent directors.

Audit Committee

The members of the Audit Committee receive a fixed annual remuneration of EUR 10,000. The chairman receives a remuneration of EUR 20,000.

Nomination and remuneration committee

The members of the Nomination and Remuneration Committee receive a fixed annual remuneration of EUR 10,000.

Executive Committee

Seven members of the Executive Committee (including the CEO) have self-employed status. Except for Lara Consult BVBA, represented by Mr Bart Lavent, and Chirmont NV, represented by Mr Miguel de Potter, they have no entitlement to any form of redundancy payment in the event of termination of their appointment. The length of the notice period for Lara Consult BVBA and Chirmont NV complies with statutory provisions.
Mr Paul C. Young and Mr David Lim are employed with an employment agreement under United States law.

The remuneration package of the members of the Executive Committee consists of:

Basic salary:
The basic salary is the key component in the remuneration package and depends on responsibility and competencies. It serves as a yardstick for determining the short- and long-term remuneration.

Performance-related short-term remuneration
The short-term remuneration (annual bonus) rewards members of the Executive Committee for achieving performance criteria and the amount is expressed as a percentage of the fixed annual remuneration. The evaluation period is the financial year.

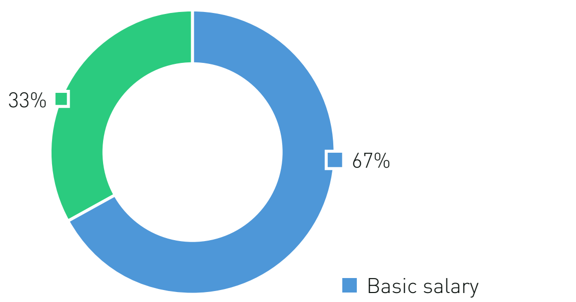
The variable remuneration is linked for 60% to developments in the results, where various weights are used for the recurrent and the non-recurrent parts of the results. The remaining 40% is linked to the specific evaluation and the performance of each individual.
The Board of Directors can deviate from this and decide to award a bonus to a member of the Executive Committee on the basis of other objective criteria.

The Extraordinary Shareholders' Meeting held on 17 May 2011 decided on the application of the provision of Article 520ter of the Code of Companies and waived the staggering of the payment of the variable remuneration of the members of the Executive Committee.
The decision on the application of this dispensation was delegated by the shareholders' meeting to the Board of Directors.

If the result deviates substantially from the basis on which the variable remuneration of the members of the Executive Committee is calculated, the Board of Directors can decide to revise the variable part of the remuneration and if need be to reclaim that part.

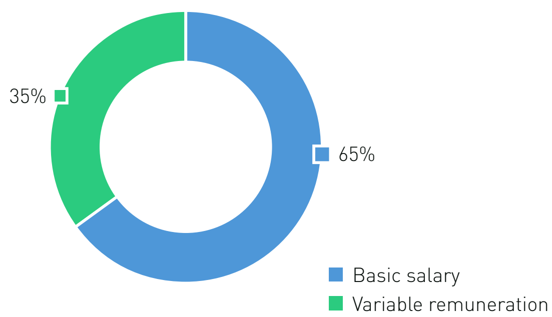
The ratio between the fixed and variable part of the remuneration for members of the Executive Committee was as follows in 2012:

Chairman of the Executive Committee (CEO)



Polynesia

Other members of the Executive Committee



Performance-related long-term remuneration
EXMAR works towards creating sustainable economic value by means of long-term remuneration. This ensures that the interests of the members of the Executive Committee are more in line with those of shareholders and that they remain bound to the Company.
The long-term remuneration consists of a share option plan for existing EXMAR shares.
The options can only be exercised after a period of 3 years. In the event that a member of the Executive Committee resigns or is dismissed for compelling reasons by EXMAR, the right to exercise the options lapses.

The Extraordinary Shareholders' Meeting held on 17 May 2011, decided on the dispensation for the provisions of Article 520ter of the Code of Companies concerning the definite acquisition of shares and share options by a director or member of the Executive Committee.

The decision on the application of this dispensation was delegated by the Shareholders' Meeting to the Board of Directors.

Article 29 of the articles of association was adjusted accordingly.

Insurance package
The members of the Executive Committee with self-employed or employed status benefit from group insurance (type individual pension benefits for the self-employed), as well as guaranteed income insurance, accident insurance, hospitalisation insurance and travel insurance.

Other compensation components
The members of the Executive Committee receive a company car, a cell phone and meal vouchers.

No loans or advance payments were awarded to the members of the Executive Committee in 2012.

INFORMATION ABOUT THE REMUNERATION PER INDIVIDUAL DIRECTOR ON A CONSOLIDATED BASIS FOR 2012

IN EUROS		FIXED REMUNERATION	REMUNERATION AS MEMBER OF AUDIT COMMITTEE	REMUNERATION AS MEMBER OF REMUNERATION COMMITTEE	TOTAL
Baron Philippe Bodson	Chairman	100,000	10,000	10,000	120,000
Nicolas Saverys	CEO	-			0
Patrick De Brabandere	COO	-			0
Leo Cappoen	Non-executive director	-			0
Ludwig Criel	Non-executive director	50,000	20,000	3,700	73,700
François Gillet	Independent director	50,000	10,000		60,000
Jens Ismar	Independent director	50,000		10,000	60,000
Philippe van Marcke de Lummen	Independent director	18,600			18,600
Baron Philippe Vlerick	Non-executive director	50,000	10,000		60,000
NV Saverex	Non-executive director	18,600			18,600
Pauline Saverys	Non-executive director	31,400			31,400
Ariane Saverys	Non-executive director	31,400			31,400
Guy Verhofstadt	Independent director	50,000		6,300	56,300
Total		**450,000**	**50,000**	**30,000**	**530,000**

OVERVIEW OF THE REMUNERATION OF THE CHAIRMAN OF THE EXECUTIVE COMMITTEE (CEO)

IN EUROS	YEAR	BASIC SALARY	VARIABLE REMUNERATION	VALUE OF SHARE OPTIONS	INSURANCE PACKAGE*	OTHER BENEFITS**	TOTAL REMUNERATIONS
Nicolas Saverys	2012	660,180	350,000	-	51,776	pm	1,061,956
	2011	660,180	30,000	-	51,795	pm	741,975
	2010	660,000	400,000	69,000	53,082	pm	1,182,082

OVERVIEW OF THE REMUNERATION OF THE OTHER MEMBERS OF THE EXECUTIVE COMMITTEE

IN EUROS		YEAR	BASIC SALARY	VARIABLE REMUNERATION	VALUE OF SHARE OPTIONS	INSURANCE PACKAGE*	OTHER BENEFITS**	TOTAL REMUNERATIONS
Average persons	8	2012	2,636,877	1,565,000	0	246,291	pm	4,448,168
	8	2011	2,521,403	361,376	0	249,514	pm	3,132,293
	6	2010	2,137,123	792,500	218,500	159,079	pm	3,307,202

** Managers insurance, guaranteed income insurance, accident insurance,hospitalisation insurance, travel insurance*
*** Car and cell phone*

Greece

Tokelau

Shares, share options and other rights in connection with shares

The members of the Executive Committee benefit from the share option plans as previously approved by the Board of Directors.
On the basis of the recommendations of the Nomination and Remuneration Committee, the Board of Directors decided not to award share options for the year 2012.

The total number of options awarded to members of the Executive Committee since 15 December 2004, is as follows:

The share options were issued in accordance with the provisions of the Law of 26 March 1999 regarding the Belgian Employment Action Plan for 1998 and laying down miscellaneous provisions, as amended by the Programme Law of 24 December 2002

Remuneration policy 2013-2014

No significant changes are expected to the remuneration policy in 2013 and 2014.

	OUTSTANDING AS PER 31/12/2011	EXERCISED IN 2012	OUTSTANDING AS PER 31/12/2012
Nicolas Saverys	231.352	0	231.352
Patrick De Brabandere	163.942	0	163.942
Miguel de Potter	30.552	0	30.552
Pierre Dincq	107.718	0	107.718
David Lim	59.360	6.772	52.588
Paul Young	110.258	0	110.258
Didier Ryelandt	88.925	10.158	78.767
Marc Nuytemans	64.546	0	64.546
Bart Lavent	53.788	0	53.788
	910.441	**0**	**893.511**

INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

The responsibilities of the Board of Directors include developing a framework for internal control and risk management systems and assessing the implementation of this framework, while taking into account the recommendations of the Audit Committee.

It is up to the Board of Directors to decide on the values and strategy of the Company, with the assistance of the Executive Committee, which verifies and manages these systems. The EXMAR control and risk management system covers policy, identification processes, evaluation, management and follow-up of business and financial risks.

Description of Components of the risk management and internal control systems

The control environment

The main features of the control and risk management systems can be summarised as follows:

- defining business ethics and the various objectives;
- protecting the Company's assets;
- ensuring the accuracy and reliability of the accounts;
- optimising the efficiency of the various operations;
- safeguarding follow-up of policy decisions;
- guaranteeing the reliability and completeness of the information system;
- permanent monitoring of activities, operating results and financial positions;
- following up exchange risks and interest risks;
- discussing rules to prevent market abuse and assure compliance with the Compliance Officer;
- establishing the Company's policies and procedures for compliance with applicable legislation and regulations;
- providing guidance on Anti-Fraud and Anti-Corruption Policies, Anti-Trust Policies and Anti-Money Laundering Policies.

The risk management process and control activities

The internal controls and risk management systems are constantly updated and have been designed, among other things, to uncover, eliminate and prevent errors and anomalies in the financial accounts. Although risks can never be entirely excluded, the internal control and risk management systems are meant to offer sufficient certainty that material errors and anomalies will be detected.
The Board of Directors is assisted in this respect by:

The Compliance Officer

The Compliance Officer is appointed for and charged with monitoring and ensuring compliance with the policy regarding insider trading and market manipulation by Directors and members of the Executive Committee, as well as other persons who have access to inside information, as well as monitoring of the Anti-Fraud and Anti-Corruption Policies.

The Audit Committee

The Audit Committee, set up within the Board of Directors, checks on the accuracy of the financial information published by the Company. It also audits and manages the control and risk management systems set up by the Executive Committee.
The Committee ensures that the external audit reflects the needs of the Group and guarantees compliance with the policy on independence of external auditors.
The Committee is also responsible for the follow-up of questions and recommendations emanating from the external auditors.
The Committee is the point of contact for both the internal and the external audits.

Internal audit

The internal auditors have the following objectives:
- ensuring the effectiveness and efficiency of the operational activities, for example, compliance with restrictions on authorities;
- reliability of financial reporting, both internal and external;
- compliance with statutory provisions and regulations.

An internal audit system has been developed to examine these policies on a regular basis.
Such a system needs to be continuously managed and adjusted when an organisation operates in an environment with variable risk factors.
The internal auditors need to flag shortcomings and report these to the management, so that the necessary measures can be taken.The internal auditors report to the Audit Committee, which verifies and guarantees the effectiveness and independence of the auditors.
The EXMAR Group has appointed Ernst & Young as the Group's internal auditors.

Auditors - External auditors

As required by law, the external auditors verify the financial results of the Company, the annual accounts and compliance with Belgian legislation.
The external auditors report directly to the Audit Committee and to the Board of Directors. They are directly in contact with the Chairman of the Audit Committee and, if need be, with the Chairman of the Board of Directors.
At least twice every year they will issue a report to the Audit Committee in which they will present their findings on the financial results or any irregularities.

The external auditors are invited to attend every General Meeting of shareholders, where they present their report on the annual accounts as well as any other report required by law in the case of certain transactions or under certain circumstances.
The Audit Committee monitors the external auditors in the performance of their duties. They must moreover comply with Belgian company laws and the relevant Royal Decrees, the International Audit Standards, the rules of the Belgian Institute of Auditors and all other applicable laws and regulations.

Communication and fine-tuning

EXMAR operates in a dynamic environment with variable risk factors, so the internal audit process is constantly managed and finetuned. Shortcomings that could impact the achievement of the Company's objectives are flagged and reported to the Executive Committee, to ensure the right measures can be taken.

The Audit Committee has important responsibilities in relation to assessing the effectiveness of the internal risk and control system, the findings of internal investigations and the findings of the Executive Committee when weaknesses are identified.
The effectiveness of the control system set up by the Executive Committee is assessed at least once a year.

The Audit Committee investigates whether the necessary policy measures have been implemented to ensure that risks affecting the Company are identified.
To be able to correctly execute this responsibility, the Audit Committee receives the necessary information from the Executive Committee in relation to the risks, policy measures, procedures and checks concerning the integrity of the financial reporting.
The Audit Committee has a good understanding of the control system so it can make recommendations to the Board of Directors in relation to weaknesses in controls.
All important aspects and improvements are discussed and reported to the Board of Directors. Moreover, the Audit Committee regularly reports to the Board of Directors.

Financial reporting

The main features of the internal control and risk management in relation to financial reporting are as follows:

Periodic closing and the existing reporting checklist, which guarantees the following items:
- communication of timelines;
- clear distribution and assignment of tasks and responsibilities.

The existence of financial and accounting instructions for the various accounting sections;

An accounting team that is responsible for compiling figures (closing entries, reconciliations, etc.) while the management checks the figures for their values, based on:
- consistency tests by means of comparisons with historical and budget figures;
- random samples of transactions depending on their material relevance.

Monthly reporting and providing the dashboard to the Executive Committee and the Board of Directors;

Periodic reporting to the Audit Committee on all material areas in the financial statements concerning critical accounting assessments and accounting uncertainties.

Main risks for EXMAR Group

EXMAR faces risks that in broad terms can be categorized as follows:
- STRATEGIC: including risks related to macro-economic conditions, corporate reputation, political and legislative environment.
- OPERATIONAL: including risks related to our customers, our suppliers, human resources, IT infrastructure, health, safety and environment.
- FINANCIAL: including risks related to treasury, tax, forecasting and budgeting, accuracy and timeliness of reporting, compliance with accounting standards, hedging…

Strategic risks

Risks concerning market dynamics

The worldwide transportation of gas (either LNG or LPG) or of any other products that are carried on board the EXMAR fleet entails a certain risk, either due to the nature of the goods being transported or to the potential implications of the overall political environment in foreign countries.

The LPG transportation industry in which EXMAR operates, is competitive, especially with respect to the negotiation of long-term charters. Competition arises primarily from other LPG carrier's owners and new competitors investing in our segments through consolidation and acquisitions of second hand or new builds.

EXMAR's activities are situated in a worldwide context. The LPG and LNG loads are transported from and to politically unstable regions. Changing economic, legal and political circumstances in some countries, including political, civil and military conflicts, from time to time result in attacks on ships, and disruption to waterways and shipping due to mines, piracy, terrorism and other activities. Terrorist acts, regional hostilities or other political instability may disrupt LPG and LNG trading patterns, resulting in reduced income or increased costs. EXMAR may also be obliged to incur additional or unexpected expenses in order to comply with changed laws or regulations in countries where our ships are active.

Market risks

EXMAR's operating results depend on whether or not profitable time charters and journey charters can be concluded and/or renewed. Notwithstanding significant cargo coverage, EXMAR is exposed to the volatility of the markets for the transportation of LPG and ammonia as well as underlying freight tariffs. Moreover, these markets affect the value of the fleet, which is a key element supporting some of EXMAR's financing through Asset Protection clauses. As per 31 December 2012, EXMAR is in compliance with these clauses. The carrying values of our vessels may not represent their fair market value since the market prices of second-hand vessels tend to fluctuate with changes in charter rates and the cost of new builds. Historically, both charter rates and vessel values tend to be cyclical.
While the LPG rates (mainly for VLGC's) in the recent past have been volatile, the Company is of the opinion that the cash flows generated from the continuing use of the fleet, calculated using internal models and assumptions, continue to support the carrying values as at the date of this report. Although management believes that these calculations provide a reliable basis for their current assessment, there are many factors that are outside the control of the Company which may influence future profitability if the market conditions would deteriorate.
EXMAR will continue to closely monitor the market evolution in the different segments in which it operates in order to assess whether a deterioration of the market conditions would impact the book value of its fleet.

Operational risks

Risks regarding operations of LPG and LNG carriers and Offshore assets

The operation of ocean-going vessels entails inherent risks. These risks include the possibility of:
- disaster at sea;
- piracy;
- environmental accidents; and
- work interruptions caused by mechanical defects, human error, war, terrorism, political actions in various countries, strikes and bad weather.

Any of these circumstances or events could result in increased costs or loss of income.


Greece

The involvement of one of our ships in an environmental disaster could harm our reputation as a reliable operator of LPG and LNG ships.
If our ships incur damage they must be urgently repaired. The costs of repair are unpredictable and can be very high. Costs that are not covered by an insurance policy have to be paid. The loss of income during the repair period as well as the costs of repairs themselves may result in decreased operating profits.

Increased operating expenses
Operating expenses for our ships and capital expenditure for dry docks depend on various factors such as costs of manning, provisions, deck and machinery parts, lubricants, insurance, maintenance and repairs, costs of shipyards, etc. These costs are difficult to control, given that they are determined externally. Such costs have an impact on the entire shipping industry. Normally we do not bear the costs of fuel if our ships are used for a time charter contract. Nevertheless, fuel costs are significant during periods when a ship is not in use or if it is being repositioned for a time charter contract.

As a ship ages, the cost of keeping the ship in optimum sailing condition increases. The bunkering costs are at the charterer's expense. Because older ships generally consume more fuel, they are more expensive to operate than more modern ships featuring technological improvements. Charterers generally opt to use newer ships for that reason. Official regulations, including environmental regulations, safety and other equipment in relation to the age of ships, may result in expenses to upgrade ships or result in restrictions on the type of transportation for which a ship can be used. Some vessels of our fleet are ageing. The expenses that have to be incurred to keep these vessels profitable for the rest of their lifespan may not be justifiable.

Financial risks

Counterparty risks
EXMAR receives a considerable part of its income from a limited number of clients and the loss of a client, a time charter or other revenues can lead to a significant loss of income and cash flows. In the LNG segment, EXMAR is particularly dependent on the performance of its most important client, Excelerate Energy. With the exception of one LNG vessel, the entire EXMAR LNG fleet is deployed under long-term charters with Excelerate Energy.

EXMAR has currently several LPG new builds under construction at Korean shipyards and one FLSRU under construction at a Chinese shipyard. Advanced payments have been made under these contracts and are secured by refund guarantees from first class banks. In the event shipyards do not perform under these contracts and EXMAR is unable to enforce the refund guarantees, EXMAR might lose all or part of its investment. Failure to construct or deliver the vessels by the shipyards as per contract or in case of significant delays in delivering the vessels could influence the EXMAR results.

Financing
As a company that uses financial leveraging to a considerable extent, EXMAR is subject to restrictions on credit agreements, such as financial covenants, audit changes and restrictions on opportunities for EXMAR and its subsidiaries to take on further debts, to sell capital shares in subsidiaries, undertake certain investments, sell ships or make sales without the consent of its lenders. As of 31 December 2012, EXMAR complies with all the applicable financial conditions of its loan agreements.

With a view to funding future purchases of vessels and other future projects, enhancing working capital or other capital expenditure, EXMAR may be obliged to utilise its available cash, to contract new loans or generate cash by selling assets.

The use of cash from operational activities for future investments may reduce the amount available for dividends. EXMAR's capacity to obtain funds from financial institutions or its access to the financial markets for any future debts could be limited by adverse market conditions as a result, among other things, of general economic conditions and risks and uncertainties outside of EXMAR's control.

Some of our committed investments are not financed yet. While EXMAR believes that it will be able to arrange financing for the full amount of the new build program, the completion of these new builds could be delayed or EXMAR could suffer financial loss, in case we do not timely obtain the necessary financing.

Interest rates and exchange rates

The long-term vision that is typical of EXMAR's activities is accompanied by long-term financing and therefore also exposure to underlying rates of interest. EXMAR actively manages this exposure by means of various instruments to cover rising interest rates for a significant part of its debt portfolio.

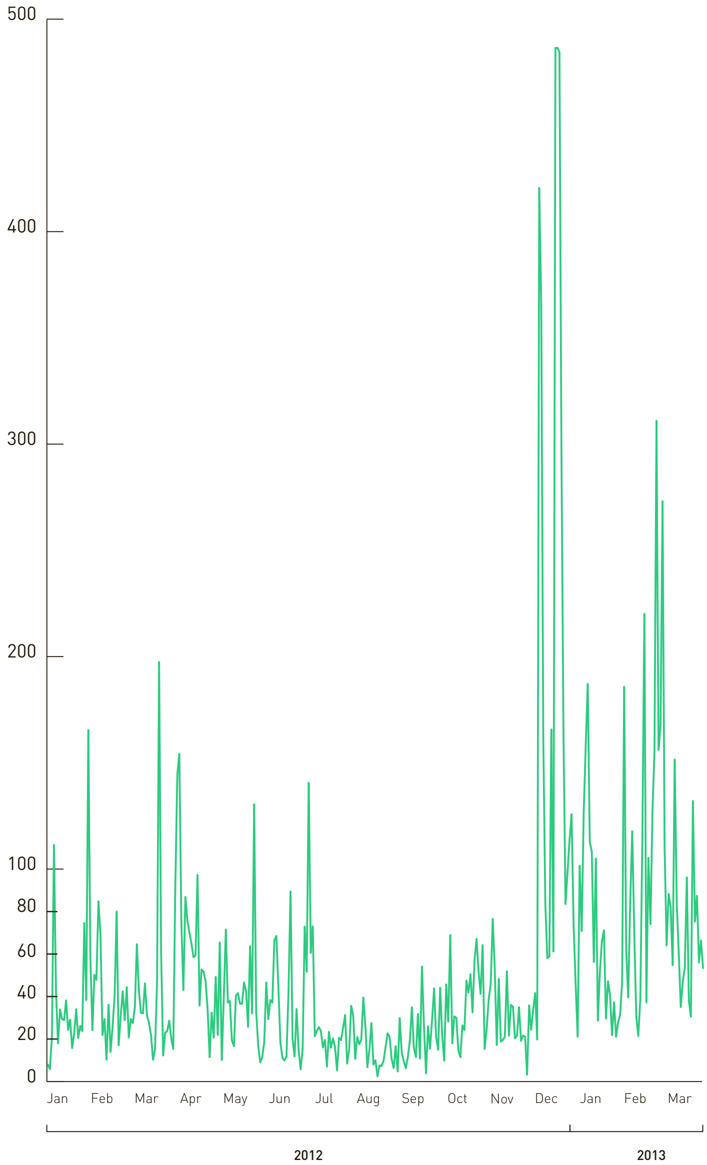
The agreements regarding interest rate hedging require that the risk over and above a predetermined limit is guaranteed by cash collateral on an escrow account with the counterparty. This cash collateral amounted to USD 71.53 million on 31 December 2012. A fall in long-term USD interest rates will require additional guarantees.

EXMAR operates in USD but has to settle certain annual costs in Euros. At the date of this report, EXMAR has no cover of EUR/USD exposure. The EUR/USD exposure is managed by means of hedging instruments if deemed necessary. A weakening of USD could therefore negatively influence the results.

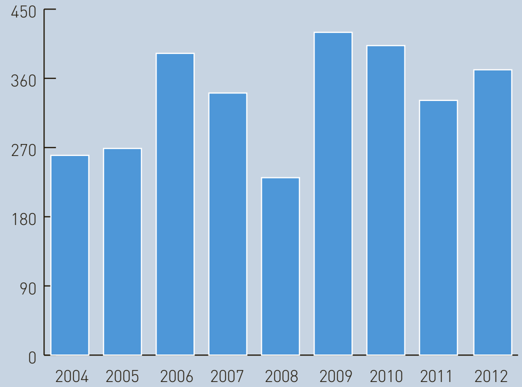
THE EXMAR SHARE

The EXMAR share is listed on the NYSE Euronext Brussels and has formed part of the Bel Mid index (Euronext: EXM) since 23 June 2003. EXMAR's capital stands at USD 88,811,667 and is represented by 59,500,000 shares without nominal value.

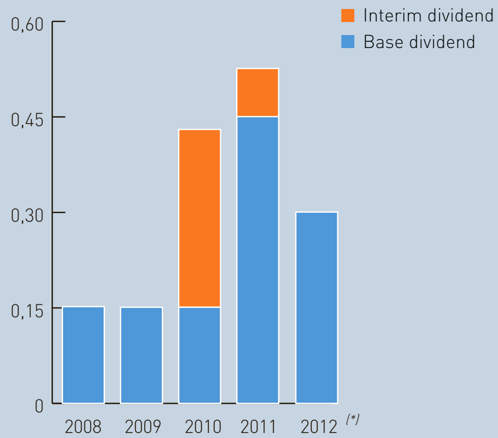
TRADING VOLUME 2012



EVOLUTION OF THE CONSOLIDATED EQUITY (USD)



EVOLUTION OF THE EXMAR DIVIDEND (EUR)



(*) To be approved by the General Shareholders' meeting 21 May 2013.

EVOLUTION OF THE SHARE CAPITAL

The share capital of EXMAR stands at USD 88,811,667 and is represented by 59,500,000 shares without nominal value.

Since the constitution of the company (due to partial demerger) the following amendments to the capital and shares have taken place:

DATE	SHARE CAPITAL USD	SHARE PREMIUM USD	NUMBER OF SHARES
23/06/2003 constitution	48,519,000		7,350,000
11/05/2004 conversion of the capital in USD			7,350,000
28/11/2005 withdrawal of shares			6,700,000
16/05/2006 withdrawal of shares and split			32,500,000
10/11/2006 capital increase Within the authorised capital	53,287,000	91,545,904	35,700,000
10/12/2009 capital increase	88,811,667	112,096,261	59,500,000

EVOLUTION OF THE SHARE PRICE (EUR)

Board of Directors

Baron Philippe Bodson – Chairman
Nicolas Saverys – Managing Director/CEO
Leo Cappoen
Ludwig Criel
Patrick De Brabandere – COO
François Gillet
Jens Ismar
Guy Verhofstadt
Ariane Saverys
Pauline Saverys
Baron Philippe Vlerick

Executive Committee

Nicolas Saverys – Chief Executive Officer
Patrick De Brabandere – Chief Operating Officer
Miguel de Potter – Chief Financial Officer
Pierre Dincq – Managing Director Shipping
David Lim – Managing Director Offshore
Didier Ryelandt – Executive Vice president Offshore
Paul Young – Chief Marketing Officer
Marc Nuytemans – CEO EXMAR Shipmanagement
Bart Lavent – Managing Director LNG infrastructure

Auditor

KPMG – auditors
represented by Mr Filip De Bock.

Colophon

EXMAR NV
De Gerlachekaai 20
2000 Antwerp
Tel.: +32(0)3 247 56 11
Fax: +32(0)3 247 56 01

Business registration number:
0860 409 202 RPR Antwerp
Website: www.exmar.be
E-mail: corporate@exmar.be

Contact

- All EXMAR press releases can be consulted on the website: www.exmar.be
- Questions can be asked by telephone at +32(0)3 247 56 11 or by e-mail to corporate@exmar.be, for the attention of Patrick De Brabandere (COO), Miguel de Potter (CFO) or Karel Stes (Secretary).
- In case you wish to receive our annual or halfyear report please mail: corporate@exmar.be

The Dutch version of this annual report must be considered to be the official version.

MIX
Paper from responsible sources
FSC® C008551
FSC www.fsc.org

Design and production: www.dms.be

FINANCIAL REPORT

2012

EXMAR

CONTENTS

1. CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(IN THOUSANDS OF USD)

	NOTE	31/12/2012	31/12/2011
ASSETS			
Non-current assets		**1,042,302**	**1,275,615**
Vessels		1,013,537	1,042,421
LPG - operational	8	445,484	504,765
LNG - operational	8	486,779	504,903
Offshore - operational	8	27,134	32,753
Vessels under construction	8	54,140	0
Other property, plant and equipment	9	9,640	11,239
Intangible assets	10	2,584	2,945
Investment property	11	13,049	12,684
Investments in equity accounted investees	12	1,946	2,508
Other investments	14	1,546	2,420
Other receivables	15	0	201,398
Current assets		**328,032**	**322,656**
Assets classified as held for sale	16	0	0
Available-for-sale financial assets	17	26,992	37,131
Derivative financial instruments	29	0	0
Trade and other receivables	18	116,371	130,523
Current tax assets	19	1,280	3,149
Cash and cash equivalents	21	183,389	151,853
TOTAL ASSETS		**1,370,334**	**1,598,271**
EQUITY AND LIABILITIES			
Total equity		**366,973**	**342,823**
Equity attributable to owners of the Company		366,785	342,674
Share capital	22	88,812	88,812
Share premium	22	209,902	209,902
Reserves	22	13,478	77,954
Result for the period	22	54,593	-33,994
Non-controlling interest	22	188	149
Non-current liabilities		**691,997**	**1,027,505**
Borrowings		578,134	894,655
Banks	24	461,503	771,356
Finance leases	24	110,364	117,625
Other loans	24	6,267	5,674
Employee benefits	26	4,818	3,177
Provisions	27	2,860	3,348
Derivative financial instruments	29	106,185	126,325
Current liabilities		**311,364**	**227,943**
Borrowings		199,294	123,622
Banks	24	190,414	92,069
Finance leases	24	8,880	8,653
Bank overdrafts	21/24	0	22,900
Trade debts and other payables	28	109,082	102,163
Provisions	27	0	60
Derivative financial instruments	29	0	807
Current tax liability	19	2,988	1,291
TOTAL EQUITY AND LIABILITIES		**1,370,334**	**1,598,271**

The notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (IN THOUSANDS OF USD)

	NOTE	01/01/2012 - 31/12/2012	01/01/2011 - 31/12/2011
INCOME STATEMENT			
Revenue		462,757	450,156
Capital gain on sale of assets	3	38,553	45,376
Other operating income	3	7,782	4,438
OPERATING INCOME		**509,092**	**499,970**
Goods and services		-296,610	-316,519
Personnel expenses	5	-44,937	-41,646
Depreciations, amortisations & impairments losses	8/9/10/11	-73,338	-102,716
Provisions	27	515	402
Capital loss on disposal of assets		-1,783	-11
Other operating expenses	4	-5,831	-1,876
RESULT FROM OPERATING ACTIVITIES		**87,108**	**37,604**
Interest income	6	654	11,497
Interest expenses	6	-36,561	-43,922
Other finance income	6	12,373	8,025
Other finance expenses	6	-6,081	-44,006
RESULT BEFORE INCOME TAX AND SHARE OF RESULT OF EQUITY ACCOUNTED INVESTEES		**57,493**	**-30,802**
Share of result of equity accounted investees	12	-645	-1,705
RESULT BEFORE INCOME TAX		**56,848**	**-32,507**
Income tax expense	7	-2,220	-1,471
RESULT FOR THE PERIOD		**54,628**	**-33,978**
Attributable to:			
Non-controlling interest		35	16
Owners of the Company		54,593	-33,994
Result for the period		**54,628**	**-33,978**
BASIC EARNINGS PER SHARE (IN USD)	23	**0.97**	**-0.61**
DILUTED EARNINGS PER SHARE (IN USD)	23	**0.97**	**-0.61**
STATEMENT OF COMPREHENSIVE INCOME			
RESULT FOR THE PERIOD		**54,628**	**-33,978**
Other comprehensive result			
Foreign currency translation differences for foreign operations		1,300	-1,300
Net change in fair value of cash flow hedges transferred to profit and loss		563	628
Net change in fair value of cash flow hedges - hedge accounting		118	-497
Net change in fair value of available-for-sale financial assets		3,828	-5,248
OTHER COMPREHENSIVE RESULT FOR THE PERIOD		**5,809**	**-6,417**
TOTAL COMPREHENSIVE RESULT FOR THE PERIOD		**60,437**	**-40,395**
Attributable to:			
Non-controlling interest		39	11
Owners of the Company		60,398	-40,406
Total comprehensive result for the period		**60,437**	**-40,395**

The notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

(IN THOUSANDS OF USD)

	NOTE	01/01/2012 - 31/12/2012	01/01/2011 - 31/12/2011
OPERATING ACTIVITIES			
Result for the period		54,628	-33,978
Share of result of equity accounted investees	12	645	1,705
Depreciations, amortisations and impairment loss	8/9/10/11/16	73,338	102,716
Changes in the fair value of derivative financial instruments	6	-18,086	35,121
Net interest income/expenses	6	33,335	32,425
Income tax expense	7	2,220	1,471
Net gain on sale of assets	3	-36,830	-45,365
Dividend income	6	-75	-2,653
Unrealised exchange difference		-51	-317
Equity settled share-based payment expenses (option plan)	25	684	1,128
GROSS CASH FLOW FROM OPERATING ACTIVITIES		**109,808**	**92,253**
Decrease/increase of trade and other receivables		216,450	-15,064
Increase/decrease of trade and other payables		7,728	686
Increase/decrease in provisions and employee benefits		1,092	-163
CASH GENERATED FROM OPERATING ACTIVITIES		**335,078**	**77,712**
Interest paid		-37,986	-43,502
Interest received		3,260	11,991
Income taxes paid/received		1,152	355
NET CASH FROM OPERATING ACTIVITIES		**301,504**	**46,556**
INVESTING ACTIVITIES			
Acquisition of intangible assets	10	-130	-290
Acquisition of vessels and other property, plant and equipment	8/9/11/16	-104,751	-17,257
Proceeds from the sale of intangible assets		9	74
Proceeds from the sale of vessels and other property, plant and equipment (incl held for sale)		100,573	148,520
Acquisition of available-for-sale financial assets		-32	0
Proceeds from available-for-sale financial assets		14,024	688
Acquisition of / proceeds from the sale of subsidiaries, associates and other investments	14/34	61	-9
NET CASH USED IN / FROM INVESTING ACTIVITIES		**9,754**	**131,726**
FINANCING ACTIVITIES			
Dividends paid	22	-37,109	-20,521
Dividends received	6	75	2,653
Proceeds from treasury shares	22	142	0
Proceeds from new borrowings	24	2,317	88,575
Repayment of borrowings	24	-222,592	-239,907
NET CASH USED IN FINANCING ACTIVITIES		**-257,167**	**-169,200**
NET INCREASE / DECREASE IN CASH AND CASH EQUIVALENTS		**54,091**	**9,082**
RECONCILIATION OF NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS			
Net cash and cash equivalents at 1 January		128,953	120,189
Net increase/decrease in cash and cash equivalents		54,091	9,082
Exchange rate fluctuations on cash and cash equivalents		345	-318
NET CASH AND CASH EQUIVALENTS AT 31 DECEMBER	21	**183,389**	**128,953**

The notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	NOTE	Share capital	Share premium	Retained earnings
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS PER 31 DECEMBER 2011				
1 January 2011		**88,812**	**209,902**	**173,470**
Comprehensive result for the period				
Result for the period				**-33,994**
Foreign currency translation differences	6			
Net change in fair value of cash flow hedges transferred to profit and loss	6			
Net change in fair value of cash flow hedges - hedge accounting	6			
Net change in fair value of available-for-sale financial assets	6			
Total other comprehensive result		**0**	**0**	**0**
TOTAL COMPREHENSIVE RESULT FOR THE PERIOD		**0**	**0**	**-33,994**
Transactions with owners of the Company				
Dividends paid	22			-20,521
Acquisition additional non-controlling interest	34			
Share-based payments	25			
TOTAL TRANSACTIONS WITH OWNERS OF THE COMPANY		**0**	**0**	**-20,521**
31 DECEMBER 2011		**88,812**	**209,902**	**118,955**
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS PER 31 DECEMBER 2012				
1 January 2012		**88,812**	**209,902**	**118,955**
Comprehensive result for the period				
Result for the period				**54,593**
Foreign currency translation differences	6			
Net change in fair value of cash flow hedges transferred to profit and loss	6			
Net change in fair value of cash flow hedges - hedge accounting	6			
Net change in fair value of available-for-sale financial assets	6			
Total other comprehensive result		**0**	**0**	**0**
TOTAL COMPREHENSIVE RESULT FOR THE PERIOD		**0**	**0**	**54,593**
Transactions with owners of the Company				
Dividends paid	22			-37,110
Treasury shares sold				
Acquisition additional non-controlling interest	34			
Share-based payments	25			
TOTAL TRANSACTIONS WITH OWNERS OF THE COMPANY		**0**	**0**	**-37,110**
31 DECEMBER 2012		**88,812**	**209,902**	**136,438**

The notes are an integral part of these consolidated financial statements.

(IN THOUSANDS OF USD)

Reserve for treasury shares	Translation reserve	Fair value reserve	Hedging reserve	Share-based payments reserve	Total	Non-controlling interest	Total equity
-72,234	**-5,829**	**6,921**	**-7,519**	**8,952**	**402,474**	**148**	**402,622**
					-33,994	**16**	**-33,978**
	-1,295				-1,295	-5	-1,300
			628		628		628
			-497		-497		-497
		-5,248			-5,248		-5,248
0	**-1,295**	**-5,248**	**131**	**0**	**-6,412**	**-5**	**-6,417**
0	**-1,295**	**-5,248**	**131**	**0**	**-40,406**	**11**	**-40,395**
					-20,521		-20,521
	-1				-1	-10	-11
				1,128	1,128		1,128
0	**-1**	**0**	**0**	**1,128**	**-19,394**	**-10**	**-19,404**
-72,234	**-7,125**	**1,673**	**-7,388**	**10,080**	**342,674**	**149**	**342,823**

Reserve for treasury shares	Translation reserve	Fair value reserve	Hedging reserve	Share-based payments reserve	Total	Non-controlling interest	Total equity
-72,234	**-7,125**	**1,673**	**-7,388**	**10,080**	**342,674**	**149**	**342,823**
					54,593	**35**	**54,628**
	1,296				1,296	4	1,300
			563		563		563
			118		118		118
		3,828			3,828		3,828
0	**1,296**	**3,828**	**681**	**0**	**5,805**	**4**	**5,809**
0	**1,296**	**3,828**	**681**	**0**	**60,398**	**39**	**60,437**
					-37,110		-37,110
142					142		142
					0		0
				684	684		684
142	**0**	**0**	**0**	**684**	**-36,284**	**0**	**-36,284**
-72,092	**-5,829**	**5,501**	**-6,707**	**10,764**	**366,785**	**188**	**366,973**

1. ACCOUNTING POLICIES

EXMAR NV ("the Company") is a company domiciled in Belgium whose shares are publicly traded. The consolidated financial statements of the Group comprise the Company, its subsidiaries, and the Group's interest in associates and jointly controlled entities (referred to as "the Group"). The Group is active in the industrial shipping business.

(a) Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

A number of new standards, amendments to standards and interpretations that have been issued but are not yet effective for the year ended 31 December, 2012 have not been applied in preparing these consolidated financial statements:

- IFRS 10 Consolidated financial statements and IFRS 12 Disclosure of interests in other entities. IFRS 10 revises the definition of control and provides guidance relating to potential voting rights, de facto control and principal/agent relationships. IFRS 12 requires enhanced disclosures of interests in consolidated and unconsolidated entities. These standards become mandatory for the Group's 2014 financial statements. The Group does not plan to adopt this standard early and the change is not expected to have a significant impact on the consolidated financial statements.

- Amendments to IAS 1 Presentation of the financial statements require separate presentation of items of other comprehensive income that will be reclassified through profit and loss from those items that will not be reclassified through profit and loss. The amendments which become mandatory for the Group's 2013 consolidated financial statements are not expected to have a significant impact on the consolidated financial statements.

- IFRS 11 Joint arrangements limits the types of joint arrangements to either joint operations or joint ventures and requires the use of the equity method of accounting for joint ventures (no proportionate consolidation). The standard becomes effective for annual periods beginning on or after 1 January, 2014. In accordance with the EXMAR accounting policies, the joint ventures are currently consolidated using proportionate consolidation. We refer to note 35 in which we disclose the interests in joint ventures and their contribution to the main sections of the consolidated income statement and the consolidated statement of financial position for 2012 and 2011.

- IFRS 13 Fair value measurement establishes a single framework for measuring fair value. This standard becomes mandatory for the Group's 2013 financial statements. The Group does not plan to adopt this standard early and the change is not expected to have a significant impact on the consolidated financial statements.

- Amendment to IAS 19 Employee benefits which eliminates the option to defer and amortize actuarial gains and losses over a future period. The amendments which become mandatory for the Group's 2013 consolidated financial statements are not expected to have a significant impact on the consolidated financial statements.

- Amendment to IAS 12 Income taxes which provides an exception for measuring deferred tax for investment property measured at fair value. The amendment which become mandatory for the Group's 2013 consolidated financial statements are not expected to have a significant impact on the consolidated financial statements.

The consolidated financial statements were approved and were authorised for issue by the board of directors on 26 March, 2013.

(b) Basis of preparation

The consolidated accounts are presented in USD in accordance with the deviation granted by the Financial Services and Markets Authority (FSMA) by letter of 2 July 2003, and all values are rounded to the nearest thousand. They are prepared on the historical cost basis except for the following material assets and liabilities that have been measured at fair value: derivative financial instruments, financial assets at fair value through profit and loss and available-for-sale financial assets. Assets held for sale are stated at the lower of carrying amount and fair value less cost to sell.

The preparation of the consolidated financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, income and expenses. The estimates and related assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision only affects that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

Preparing the consolidated financial statements, the Group has made estimates and assumptions for the definition of the fair value for the share options, the employee benefit plans, provisions and contingencies and the classification of new lease commitments. On a yearly basis the residual value and the economic life of the vessels is reviewed.
The carrying values of the vessels may not represent the fair market value at any point in time since the market prices of second-hand vessels tend to fluctuate with changes in charter rates and the cost of newbuildings. Historically, both charter rates and vessel values tend to be cyclical. The carrying amounts of each specific fleet are reviewed for potential impairment whenever events or changes in circumstances indicate that the carrying amount of a specific fleet may not be fully recoverable. In such instances, an impairment charge would be recognised if the estimate of the future cash flows expected to result from the use of the fleet or its eventual disposition is less than the fleet's

carrying amount. In developing estimates of future cash flows, we must make assumptions about future charter rates, ship operating expenses, the estimated remaining useful lives of the fleet and the WACC. These assumptions are based on historical trends as well as future expectations. Although management believes that the assumptions used to evaluate potential impairment are reasonable and appropriate, such assumptions are highly subjective.
The accounting policies have been applied consistently to all periods presented in these consolidated financial statements and they have been applied consistently by Group entities.

(c) Basis of consolidation

Subsidiaries

Subsidiaries are those entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account.
The financial statements of subsidiaries are fully consolidated from the date that control commences until the date that control ceases. The accounting policies of the subsidiaries have been changed when necessary to align them with the policies adopted by the Group. All intra-Group balances, income and expenses, unrealised gains and losses and dividends resulting from intra-Group transactions are eliminated in full.

Loss of control

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, and non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit and loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date the control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

Associates

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 and 50% of the voting power.

Investments in associates are accounted for using the equity method and are recognised initially at cost. The cost of the investment includes transaction costs.

The Group's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The consolidated financial statements include the Group's share of the income and expenses and equity movements of equity accounted investees, from the date that significant influence commences until the date that significant influence ceases. The accounting policies of the subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

When the share of the Group in the losses exceeds its interest in an equity accounted investee, the carrying amount of that interest is reduced to zero, and the recognition of future losses is discontinued, except to the extent that the Group has an obligation or has made payments on behalf of the investee.
All intra-Group balances, income and expenses, unrealised gains and losses resulting from intra-Group transactions are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extend of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extend that there is no evidence of impairment.

Jointly controlled entities

Jointly controlled entities or joint ventures are those entities over whose activities the Group has joint control, established by contractual agreement. The Group recognises its interest in the joint venture using the proportionate consolidation method. All elements of the assets and liabilities of the joint ventures, together with the income statement, are, line by line, included into the consolidated financial statements in proportion to the Group's interest, from the date that joint control commences until the date that joint control ceases. The accounting policies of the jointly controlled entities have been changed when necessary to align them with the policies adopted by the Group. The Group's share of intra-Group balances, income and expenses and unrealised gains and losses on transactions between the Group and its jointly controlled entity are eliminated.

(d) Foreign currency

Foreign currency transactions

Foreign currency transactions are converted to USD at the exchange rate applicable at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to USD at the exchange rate applicable at that date. The non-monetary assets and liabilities that are measured in terms of historical cost, are translated to USD at the exchange rate at the date of the initial transactions. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date the fair value was determined. Foreign exchange differences arising on translation are recognised in the income statement, except for differences arising on the retranslation of available-for-sale equity instruments or qualified cash flow hedges, which are recognised in other comprehensive income.

Financial statements of foreign operations

Assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to USD using the closing rate at reporting date.
The income and expenses of the foreign operations are converted to USD at the exchange rate at the date of the transaction (the average exchange rate during the relevant period is used in case the date of transaction approximates this average rate).
Foreign currency differences are recognised directly in other comprehensive income. These foreign currency differences are presented within the translation reserve. However, if the operation is a non-wholly-owned subsidiary, then the relevant portion proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit and loss as part of the

gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit and loss.

(e) Financial instruments

Non-derivative financial assets

Loans and receivables and deposits are initially recognised on the date that they are originated. All other financial assets are recognised initially on the transaction date. The Group derecognises a financial asset when the contractual rights to the cash flow from the assets expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substancially all risks and rewards of ownership are transferred.

Financial assets and liabilities are offset when and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Financial assets at fair value through profit and loss

A financial asset is classified at fair value through profit and loss if it is classified as held for trading. Upon initial recognition attributable transaction costs are recognised in the income statement as incurred. Financial assets at fair value through profit and loss are measured at fair value and changes therein are recognised in the income statement.

Held-to maturity financial assets/other investments

If the Group has the positive intent and ability to hold debt securities to maturity, then such financial assets are classified as held-to-maturity. Held-to-maturity financial assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition held-to-maturity financial assets are measured at amortised cost, using the effective interest method, less any impairment losses.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value (normally equals transaction price) plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortised cost, using the effective interest method, less any impairment losses.

Available-for-sale financial assets

Available-for-sale financial assets include equity securities, which are not classified as held for trading, designated at fair value through profit and loss or held to maturity. Available-for-sale financial assets are, subsequent to initial recognition, measured at fair value and changes therein, other than impairment losses, are recognised in other comprehensive income and presented within the fair value reserve. When an investment is derecognised, the cumulative gain or loss in other comprehensive income is transferred to the income statement.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of the cash flows.

Non-derivative financial liabilities

The Group initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities are recognised initially at trade date at which the Group becomes a party to the contractual provisions of the instrument. The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Group has the following non-derivative financial liabilities: loans and borrowings, bank overdrafts and trade and other payables. Such financial liabilities are recognised initially at fair value (normally equals the transaction price for trade and other payables) plus any directly attributable transaction costs for loans and borrowings. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of tax effects. When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, is recognised as a deduction from equity. When treasury shares are sold, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is transferred to/from retained earnings.

Derivative financial instruments & hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures.

Embedded derivatives are separated from the host contract and accounted for separately if the economic characteristics and risks of the host contract and the embedded derivative are not closely related, a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative and the combined instrument is not measured at fair value through profit and loss.

On initial designation of the hedge, the Group formally documents the relationship between the hedging instrument(s) and the hedged item(s), including the risk management objectives and strategy in undertaking the hedge transaction, together with the methods that will be used to assess the effectiveness of the hedging relationship. The Group makes an assessment, both at the inception of the hedge relationship as well as on an ongoing basis, whether the hedging instruments are expected to be "highly effective" in offsetting the changes in the fair value or cash flows of the respective hedged items during the period for which the hedge is designated, and whether the actual results of each hedge are within the range of 80-125%.

Derivatives are recognised initially at fair value; attributable transaction costs are recognised in the income statement as incurred. Subsequently they are measured at fair value. Changes in fair value are accounted for as follows:
When a derivative is designated as the hedging instrument in a hedge of the variability in cash flows attributable to a particular risk associated with a recognised asset or liability, the effective

portion of changes in the fair value of the derivative is recognised in other comprehensive income and presented in the hedging reserve in equity. The amount recognised in other comprehensive income is removed and included in the income statement in the same period as the hedged cash flows affect the income statement under the same line item as the hedged item. Any ineffective portion of changes in fair value of the derivative is recognised immediately in the income statement. If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated, exercised, or the designation is revoked, then the hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in other comprehensive income remains there until the forecast transaction affects the income statement.

(f) Intangible assets

Goodwill

Goodwill arising upon the acquisition of subsidiaries is included in intangible assets.

For acquisitions on or after 1 January 2010, the Company measures goodwill at the acquisition date as: the fair value of the consideration transferred; plus the recognised amount of any non-controlling interests in the acquiree; plus if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed. When the excess is negative, a bargain purchase gain is recognised immediately in the statement of comprehensive income. The consideration transferred does not include amounts related to the settlement of preexisting relationships. Such amounts are generally recognised in the statement of comprehensive income. Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Company incurs in connection with a business combination are expensed as incurred. Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in the statement of comprehensive income.

For acquisitions prior to 1 January 2010, goodwill represents the excess of the cost of the acquisition over the Company's interest in the recognised amount (generally fair value) of the identifiable assets, liabilities and contingent liabilities of the acquiree. When the excess was negative, a bargain purchase gain was recognised immediately in the statement of comprehensive income. Transaction costs, other than those associated with the issue of debt or equity securities, that the Company incurred in connection with business combinations were capitalised as part of the cost of the acquisition.

Subsequently goodwill is measured at cost less accumulated impairment losses. In respect of equity accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted investee.

Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss as incurred. Development activities involve a plan or design for the production of new or substantially new improved products and processes. Development cost is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

Other intangible assets

Other intangible assets (e.g. software,…) acquired by the Group that have finite useful lives are measured at cost less accumulated amortisations and accumulated impairment losses. The amortisation is recognised in the income statement, and is spread over the useful life of the relevant intangible assets following the straight-line depreciation method. The depreciation starts from the date that they are available for use. The estimated useful lives for the current and comparative periods is 5 years. Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Intangible assets with an indefinite useful life or that are not yet available for use, are subject to an annual impairment test.

(g) Property, plant and equipment

Owned assets

Items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use and capitalised borrowing costs.

Subsequent expenses associated with items of property, plant and equipment are capitalised only if a future economic advantage will result from this expenditure and its cost can be measured reliably. If a part of an item of property, plant and equipment is replaced, the replacement cost is capitalised and the carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the income statement as incurred.

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

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

The vessels are presented on a separate line in the statement of financial position given their importance.
The vessels are depreciated on a straight-line basis to their residual value over their expected economic life in the Group.

Gas vessels LPG:	30 years
Gas vessels LNG:	30 years
Accommodation platform, second hand:	10 years
Accommodation platform, newbuild;	
- Hull, machinery & deck outfitting	20 years
- Accommodation	10 years

Dry-docking expenses are capitalised when they occur and depreciated over a period until the next dry-dock.

Other property, plant and equipment are depreciated over their estimated useful life using the straight-line depreciation method. Land is not depreciated.
The estimated depreciation percentages of the various types of assets are as follows:

Buildings:	3%
Leased real estate:	3%
Plant and equipment:	20%
Furniture:	10%
Cars:	20%
Airplane:	10%
IT equipment:	33%

The method of depreciation, the residual value, and the useful life values are reviewed at each financial year-end and adjusted if appropriate.

Leased assets
Lease agreements substantially assigning all risks and rewards inherent to ownership to the Group, are classified as finance leases. Upon recognition, the leased assets measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments at inception of the lease, reduced by the accumulated depreciation and possible impairment losses. The depreciation period matches the useful life or the lease term. If there is uncertainty with respect to the transfer of ownership to the Group at the end of the contract, the asset is fully depreciated over the shorter of the lease term and its useful life.

The Group entered into long-term time charter agreements for certain LNG vessels. In respect of lease classification, it was judged that substantially all risks and rewards remain with the Group. Based on qualitative factors it was concluded that these agreements qualify for operating leases.

(h) Investment property
Investments property is measured at the historical cost less accumulated depreciation and accumulated impairment losses. The depreciation is recognised in the income statement on a straight-line basis over the estimated useful lives of the investment properties.

(i) Impairment of assets
Financial assets
A financial asset not carried at fair value through profit and loss is assessed each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.
An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in the income statement. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit and loss.

Impairment losses on available-for-sale investment securities are recognised by transferring the cumulative loss that has been recognised in other comprehensive income and presented in the fair value reserve in equity to profit and loss.

Non-financial assets
The carrying value of non-financial assets, other than deferred tax assets and inventories, are reviewed at each balance sheet date to determine whether there is an indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

For goodwill and intangible assets that have indefinite lives or that are not yet available for use the recoverable amount is estimated on each balance sheet date.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. All impairment losses are recognised in the income statement.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

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

(j) Assets held for sale
Non-current assets, or disposal groups comprising assets and liabilities, that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets (or components of a disposal group) are remeasured in accordance with the Group's accounting policies. Thereafter the assets (or disposal group) are measured at the lower of their carrying amount and fair value less cost to sell. Intangible assets and property, plant and equipment once classified as held for sale or distribution are not amortised or depreciated. In addition,

equity accounting of equity-accounted investees ceases once classified as held for sale or distribution.

(k) Employee benefits

Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement as incurred.

Defined benefit plans

The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine the present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. This discount rate is the yield at balance sheet date on AAA credit rate bonds that have maturity dates approximating the terms of the Group's obligations. The calculation is performed by a qualified actuary using the projected unit credit method.

Actuarial gains and losses are immediately recognised in the income statem ent. When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised in profit or loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognised immediately in profit or loss.

Share-based payment transactions

The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the options. The amounts recognised as an expense is adjusted to reflect the actual number of options for which the related service and non-market vesting conditions are met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market performance conditions at vesting date.

(l) Provisions

A provision is recognised in the balance sheet when the Group has a legal or constructive obligation as result of a past event, that can be estimated reliably and it is probable that an outflow of benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Restructuring provisions

Provisions for restructuring are recognised when the Group has approved a detailed and formal restructuring plan, and the restructuring has either commenced or has been announced publicly. Future operating costs are not provided for.

Onerous contracts

A provision from onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

(m) Revenues

Goods sold and services rendered

Revenue from the sale of goods is recognised in the income statement when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Revenue from services rendered is recognised in the income statement in proportion to the stage of completion of the transaction at the balance sheet date. The stage of completion is assessed by reference to surveys of work performed.

Rental income from investment property is recognised in the income statement on a straight-line basis over the term of the lease term.

Finance income consists of interests received, dividend income, gains on the disposal of available-for-sale financial assets, changes in the fair value of financial assets at fair value through profit or loss, and gains on hedging instruments that are recognised in profit or loss and exchange rate gains. Interest income is recognised in the income statement as it accrues, taking into account the effective yield on the asset. Dividend income is recognised in the income statement on the date that the dividend is declared.

Government grants are recognised initially as deferred income at fair value when there is a reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant and are then recognised in profit and loss as other income on a systematic basis over the useful live of the asset. Grants that compensate for costs that have already been made are entered consistently in the income statement (other income) for the period in which the expenses were recognised.

(n) Expenses

Operating lease payments

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease.

Finance lease

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Finance expenses consist of interest expense on borrowings, unwinding of the discount on provisions, changes in the fair value of financial assets at fair value through profit or loss, impairment losses recognised on financial assets, and losses on hedging instruments that are recognised in profit or loss.

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

(o) Taxes
Income tax expense consist of current and deferred taxes. Current and deferred tax are recognised in the income statement, except when they relate to items that are recognised directly in equity.

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

Deferred tax is recognised on all temporary differences between the carrying amounts of assets and liabilities for reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax liabilities related to the results of subsidiaries that the Group will not distribute in the foreseeable future are not recognised. Deferred tax assets are recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.
Deferred tax assets are reduced in value when it is no longer probable that the related tax benefits will be realised.

Tonnage tax is not accounted for as income taxes in accordance with IAS 12 and is not presented as part of income tax expense in the income statement but is shown under other operating expenses.

(p) Segment reporting
An operating segment is a compound of the Group that engages the business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other segments. All operating segments' operating results are reviewed regularly by management to make decisions about resources to be allocated to the segment and assess its performance.

The result for each segment includes all income and expenses generated directly by this segment, as well as part of the income and expenses that can reasonably be allocated to this segment. The assets and liabilities of a segment include the assets and liabilities that belong directly to the segment, and the assets and liabilities that can reasonably be allocated to this segment.

Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment and intangible assets other than goodwill.

All intersegment transactions are supplied on an arm's length basis.

(q) Earnings per share
The Group presents basic and diluted earnings per share for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for treasury shares held. Diluted earnings per share is determined by adjusting the profit and loss attributable to ordinary shareholders and the weighted average of ordinary shares outstanding, adjusted for treasury shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(r) Discontinued operations
A discontinued operation is a component of the Group's business that represents a separate major line of business of geographical area of operations that has been disposed of or is held for sale. Classification of a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative income statement is re-persented as if the operation had been discontinued from the start of the comparative period.

Greenland

2. SEGMENT REPORTING

The Group has 4 reportable segments. These segments offer different products and services and are managed separately. The LPG segment includes transportation of Liquid Petroleum Gas, ammonia and other petrochemical gases through the Midsize, VLGC and pressurized fleet. Transportation of Liquefied Natural Gas is comprised in the LNG segment. The activities in the offshore industry through the supply of services and the lease of equipment are allocated to the Offshore segment. The segment Services includes the specialised supporting services to the oil and gas industry such as shipmanagement services, insurance brokerage and a travel agency. The Company's internal and management structure does not distinguish any geographical segments.
Major LNG client Excelerate Energy Llc represents 69% (76% in 2011) of the revenue of the LNG segment revenue and 14% (16% in 2011) of the EXMAR Group revenue in 2012.

SEGMENT REPORTING 2012	**LPG**	**LNG**	**OFFSHORE**	**SERVICES**	**ELIMI-NATIONS**	**TOTAL**
INCOME STATEMENT						
Revenue third party	204,471	92,691	98,469	65,948		461,579
Revenue intra-segment	1,062	1	460	13,121	-14,644	0
Total revenue	205,533	92,692	98,929	79,069	-14,644	461,579
Revenue on property rental third party				1,360		1,360
Revenue on property rental intra-segment				182	-182	0
Total revenue on property rental	0	0	0	1,542	-182	1,360
Capital gain on sale of assets	14,592		23,898	63		38,553
Other operating income	2,592	-306	4,795	732	-31	7,782
OPERATING INCOME	**222,717**	**92,386**	**127,622**	**81,406**	**-14,857**	**509,274**
Operating result before depreciation and amortisation charges (EBITDA)	**70,528**	**51,605**	**35,805**	**4,434**	**0**	**162,372**
Depreciations, amortisations and impairment loss	-43,046	-21,333	-6,122	-1,846		-72,347
OPERATING RESULT (EBIT)	**27,482**	**30,272**	**29,683**	**2,588**	**0**	**90,025**
Interest income/expenses (net)	-12,928	-22,780	-974	-262	14	-36,930
Other finance income/expenses (net)	2,166	-380	-98	-210	-14	1,464
Share of result of equity accounted investees			-663	18		-645
Income tax expense	-497	-12	-293	-1,415		-2,217
SEGMENT RESULT FOR THE PERIOD	**16,223**	**7,099**	**27,655**	**719**	**0**	**51,697**
Unallocated overhead expenses and finance result						2,931
RESULT FOR THE PERIOD						**54,628**
Non-controlling interest						35
Attributable to owners of the Company						54,593

To be continued on page 18

SEGMENT REPORTING 2011	LPG	LNG	OFFSHORE	SERVICES	ELIMI-NATIONS	TOTAL
INCOME STATEMENT						
Revenue third party	199,050	92,286	89,384	67,970		448,690
Revenue intra-segment	1,538	19	286	14,329	-16,172	0
Total revenue	200,588	92,305	89,670	82,299	-16,172	448,690
Revenue on property rental third party				1,466		1,466
Revenue on property rental intra-segment				219	-219	0
Total revenue on property rental	0	0	0	1,685	-219	1,466
Capital gain on sale of assets	4,217		41,151	8		45,376
Other operating income	1,218	1,964	16	1,248	-8	4,438
OPERATING INCOME	**206,023**	**94,269**	**130,837**	**85,240**	**-16,399**	**499,970**
Operating result before depreciation and amortisation charges (EBITDA)	**52,938**	**52,516**	**31,582**	**5,387**	**0**	**142,423**
Depreciations, amortisations and impairment loss	-72,626	-21,777	-6,124	-2,064		-102,591
OPERATING RESULT (EBIT)	**-19,688**	**30,739**	**25,458**	**3,323**	**0**	**39,832**
Interest income/expenses (net)	-14,045	-22,418	2,675	-254	16	-34,026
Other finance income/expenses (net)	-9,754	-23,794	-4,049	273	-16	-37,340
Share of result of equity accounted investees			-1,612	-93		-1,705
Income tax expense	-135	-35	-578	-723		-1,471
SEGMENT RESULT FOR THE PERIOD	**-43,622**	**-15,508**	**21,894**	**2,526**	**0**	**-34,710**
Unallocated overhead expenses and finance result						732
RESULT FOR THE PERIOD						**-33,978**
Non-controlling interest						16
Attributable to owners of the Company						-33,994

To be continued on page 19

SEGMENT REPORTING 2012	LPG	LNG	OFFSHORE	SERVICES	ELIMI-NATIONS	TOTAL
STATEMENT OF FINANCIAL POSITION						
ASSETS						
Vessels	455,054	531,351	27,134			1,013,539
Other property, plant and equipment	4,558	58	803	4,011		9,430
Intangible assets			2,346	238		2,584
Investment property				13,049		13,049
Cash and cash equivalents	7,716	49,361	10,512	12,146		79,735
Total segment assets	**467,328**	**580,770**	**40,795**	**29,444**	**0**	**1,118,337**
Unallocated other property plant and equipment						211
Unallocated available-for-sale financial assets						26,991
Unallocated trade and other receivables						116,370
Unallocated cash						103,653
Other unallocated assets						4,772
TOTAL ASSETS						**1,370,334**
Equity and liabilities						
Non-current borrowings	93,489	469,174	11,000	4,471		578,134
Current borrowings	170,677	25,714	2,000	903		199,294
Derivative financial instruments	23,996	81,134	871	184		106,185
Total segment liabilities	**288,162**	**576,022**	**13,871**	**5,558**	**0**	**883,613**
Unallocated equity						366,973
Unallocated trade and other payables						109,081
Unallocated other liabilities						10,667
Total equity and liabilities						**1,370,334**
CASH FLOW STATEMENT						
Cash from operating activities	-41,318	69,842	88,346	2,403		119,273
Cash from investing activities	21,032	-47,771	23,280	-557		-4,016
Cash used in financing activities	50,964	-11,346	-115,350	-1,437		-77,169
Unallocated cash flow						53,037
Dividends paid/received						-37,033
	30,678	**10,725**	**-3,724**	**409**	**0**	**54,092**
ADDITIONAL INFORMATION						
Capital expenditures	-54,194	-47,771	-820	-2,009		-104,794
Proceeds from disposals	75,226		23,984	1,367		100,577
Unallocated cash flow						-82

SEGMENT REPORTING 2011	LPG	LNG	OFFSHORE	SERVICES	ELIMI-NATIONS	TOTAL
STATEMENT OF FINANCIAL POSITION						
ASSETS						
Vessels	504,765	504,903	32,753			1,042,421
Other property, plant and equipment	5,129	67	288	5,517		11,001
Intangible assets			2,628	317		2,945
Investment property				12,684		12,684
Receivable related to sale OPTI-EX®			237,802			237,802
Cash and cash equivalents	6,527	42,152	18,435	11,479		78,593
Total segment assets	**516,421**	**547,122**	**291,906**	**29,997**	**0**	**1,385,446**
Unallocated other property plant and equipment						238
Unallocated available-for-sale financial assets						37,131
Unallocated trade and other receivables						93,619
Unallocated cash						73,260
Other unallocated assets						8,577
TOTAL ASSETS						**1,598,271**
Equity and liabilities						
Non-current borrowings	298,697	490,433	99,750	5,775		894,655
Current borrowings	46,109	24,993	28,600	1,020		100,722
Derivative financial instruments	32,562	83,684	10,700	186		127,132
Total segment liabilities	**377,368**	**599,110**	**139,050**	**6,981**	**0**	**1,122,509**
Unallocated equity						342,823
Unallocated bank overdrafts						22,900
Unallocated trade and other payables						102,163
Unallocated other liabilities						7,876
Total equity and liabilities						**1,598,271**
CASH FLOW STATEMENT						
Cash from operating activities	41,290	47,972	-44,604	1,340		45,998
Cash from investing activities	30,122	-488	102,290	-526		131,398
Cash used in financing activities	-77,743	-23,580	-48,650	-1,215		-151,188
Unallocated cash flow						742
Dividends paid/received						-17,868
	-6,331	**23,904**	**9,036**	**-401**	**0**	**9,082**
ADDITIONAL INFORMATION						
Capital expenditures	-12,694	-447	-3,460	-946		-17,547
Proceeds from disposals	42,980		105,460	154		148,594

3. OTHER OPERATING INCOME

(IN THOUSANDS OF USD)

CAPITAL GAIN ON THE DISPOSAL OF ASSETS	2012	2011
Profit on the sale of OPTI-EX® offshore unit (*)	23,897	41,151
Profit on the sale of LPG vessels Chaconia & Tielrode	14,592	4,217
Other	64	8
	38,553	**45,376**

(*) In July 2011 EXMAR delivered the OPTI-EX offshore unit at the installation site and fulfilled the closing conditions of the sales agreement with LLOG Deepwater Company LLC ("LLOG"). Part of the consideration was paid by LLOG upon delivery and the remainder of the consideration would be paid over a 62 months period following the installation. On January 27, 2012, EXMAR and LLOG reached a settlement and termination agreement resulting in the accelerated and full & final settlement of the outstanding receivable from LLOG (KUSD 237,802). The settlement and termination resulted in an additional gain of KUSD 23,897, recognised upon contractual closing of the settlement and termination agreement, being January 2012. EMAR partially used the funds received to early repay the outstanding loan facility (KUSD 113,350) and to settle the interest rate swap related to the loan facility (KUSD 9,669) for the OPTI-EX® on January 31, 2012.

OTHER	2012	2011
Contribution of third parties in the results realised on the vessel EXCEL	324	1,964
License fee OPTI	4,768	0
Other	2,690	2,474
	7,782	**4,438**

4. OTHER OPERATING EXPENSES

(IN THOUSANDS OF USD)

OTHER	2012	2011
Non-income based taxes	-4,436	-691
Other	-1,395	-1,185
	-5,831	**-1,876**

5. PERSONNEL EXPENSES

(IN THOUSANDS OF USD)

PERSONNEL EXPENSES	2012	2011
Salaries and wages	-36,003	-33,149
Social security charges	-5,926	-6,002
Defined benefit plan	-2,325	-1,367
Share option plan	-684	-1,128
	-44,937	**-41,646**
NUMBER OF PERSONNEL (IN FULL TIME EQUIVALENT)		
Seagoing (*)	1,389	1,293
Staff	288	278
	1,677	**1,574**

(*) The personnel expenses for the seagoing personnel are included in the 'services and other goods'.

6. FINANCE INCOME / EXPENSES

(IN THOUSANDS OF USD)

	2012	2011
INTEREST INCOME AND EXPENSES		
Interest income		
Interest income on cash and cash equivalents	654	288
Interest income on receivable towards LLOG for sale OPTI-EX® (see note 3)	0	11,209
	654	**11,497**
Interest expenses		
Interest expenses on borrowings	-21,488	-25,485
Interest expenses on instruments	-15,073	-18,437
	-36,561	**-43,922**
OTHER FINANCE INCOME AND EXPENSES		
Other finance income		
Realised exchange gains	1,522	1,220
Unrealised exchange gains	319	2,884
Change in the fair value of financial instruments - forward exchange contracts	4,425	0
Dividend income from non-consolidated companies	2,485	2,653
Gain on sale available-for-sale financial assets	3,079	524
Other	543	744
	12,373	**8,025**
Other finance expenses		
Realised exchange losses	-968	-4,410
Unrealised exchange losses	-1,539	-134
Withdrawal from the hedging reserve	-563	-628
Change in the fair value of financial instruments	-1,665	-34,493
Interest rate swaps	-1,665	-29,947
Forward exchange contracts	0	-1,149
Cross currency contracts	0	-3,397
Letter of credit commission fees	-181	-322
Banking fees	-660	-3,524
Other	-505	-495
	-6,081	**-44,006**
FINANCE INCOME/EXPENSE RECOGNISED DIRECTLY IN EQUITY		
Foreign currency translation differences	1,300	-1,300
Net change in fair value of cash flow hedges transferred to profit and loss	563	628
Net change in fair value of cash flow hedges - hedge accounting	118	-497
Net change in fair value of available-for-sale financial assets	3,828	-5,248
	5,809	**-6,417**
Recognised in:		
Fair value reserve	3,828	-5,248
Translation reserve	1,305	-1,295
Hedging reserve	681	131
Non-controlling interest	-5	-5
	5,809	**-6,417**

7. INCOME TAXES

(IN THOUSANDS OF USD)

INCOME TAXES		2012		2011
Income taxes				
Taxes current period		-1,686		-1,359
Prior year adjustments		-534		-112
		-2,220		**-1,471**
Deferred income taxes		**0**		**0**
Total income taxes		**-2,220**		**-1,471**

RECONCILIATION OF THE EFFECTIVE TAX RATE				
Result after net finance costs		**57,493**		**-30,802**
TAX AT DOMESTIC TAX RATE	**-33.99%**	**-19,542**	**-33.99%**	**10,470**
Increase/decrease resulting from:				
Effects of tax rates in foreign jurisdictions		10,464		10,350
Tax exemptions		411		3,161
Non-deductible expenses		-3,896		-763
Use of tax losses carried forward, tax credits and other tax benefits		19,060		-8,167
Temporary differences for which no deferred tax has been recognised		3,163		-540
Current year losses carried forward for which no deferred tax asset has been recognised		-11,346		-15,870
Adjustments in respect of prior years		-534		-112
	-3.9%	**-2,220**	**4.8%**	**-1,471**

Mauritius

8. VESSELS

	LPG		
	Operational	Under construction	Total LPG
COST 2011			
Balance as per 1 January 2011	933,783	0	933,783
Changes during the financial year			
Vessel acquisition	101,500		101,500
Component acquisition (drydock)	12,694		12,694
Vessel disposal	-25,966		-25,966
Component disposal (drydock)	-16,124		-16,124
Transfer to assets classified as held for sale	-186,490		-186,490
BALANCE AS PER 31 DECEMBER 2011	**819,397**	**0**	**819,397**
COST 2012			
Balance as per 1 January 2012	819,397	0	819,397
Changes during the financial year			
Vessel acquisition (*)	27,436	9,569	37,005
Component acquisition (drydock)	16,143		16,143
Vessel disposal (**)	-45,753		-45,753
Component disposal (drydock)	-28,122		-28,122
Transfer to assets classified as held for sale (***)	-44,795		-44,795
BALANCE AS PER 31 DECEMBER 2012	**744,306**	**9,569**	**753,875**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2011			
Balance as per 1 January 2011	331,665	0	331,665
Changes during the financial year			
Depreciations	44,578		44,578
Vessel disposal	-22,203		-22,203
Component disposal (drydock)	-16,124		-16,124
Transfer to assets classified as held for sale	-23,284		-23,284
BALANCE AS PER 31 DECEMBER 2011	**314,632**	**0**	**314,632**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2012			
Balance as per 1 January 2012	314,632	0	314,632
Changes during the financial year			
Depreciations	41,736		41,736
Vessel disposal (**)	-20,722		-20,722
Component disposal (drydock)	-24,406		-24,406
Transfer to assets classified as held for sale (***)	-12,418		-12,418
BALANCE AS PER 31 DECEMBER 2012	**298,822**	**0**	**298,822**
NET BOOK VALUE			
NET BOOK VALUE AS PER 31 DECEMBER 2011	504,765	0	504,765
NET BOOK VALUE AS PER 31 DECEMBER 2012	445,484	9,569	455,053

(*) The vessel acquisitions relate to the purchase of the remaining 50% in the Brugge Venture and Touraine, the first instalment paid for the Floating Liquefaction Regasification & LNG storage unit ("FLRSU") and the first instalments paid for the 4 ordered LPG vessels.
(**) The vessel disposal relates to the sale of the Chaconia and the Tielrode.
(***) The transfer to assets classified as held for sale consists of the LPG vessel Elversele.

(IN THOUSANDS OF USD)

LNG			OFFSHORE			TOTAL
Operational	Under construction	Total LNG	Operational	Under construction	Total Offshore	
618,172	0	618,172	64,145	0	64,145	1,616,100
81		81			0	101,581
365		365			0	13,059
		0			0	-25,966
-531		-531			0	-16,655
		0			0	-186,490
618,087	**0**	**618,087**	**64,145**	**0**	**64,145**	**1,501,629**
618,087	0	618,087	64,145	0	64,145	1,501,629
	44,571	44,571			0	81,576
3,189		3,189			0	19,332
		0			0	-45,753
-4,124		-4,124			0	-32,246
		0			0	-44,795
617,152	**44,571**	**661,723**	**64,145**	**0**	**64,145**	**1,479,743**
92,072	0	92,072	25,766	0	25,766	449,503
21,643		21,643	5,626		5,626	71,847
		0			0	-22,203
-531		-531			0	-16,655
		0			0	-23,284
113,184	**0**	**113,184**	**31,392**	**0**	**31,392**	**459,208**
113,184	0	113,184	31,392	0	31,392	459,208
21,313		21,313	5,619		5,619	68,668
		0			0	-20,722
-4,124		-4,124			0	-28,530
		0			0	-12,418
130,373	**0**	**130,373**	**37,011**	**0**	**37,011**	**466,206**
504,903	0	504,903	32,753	0	32,753	**1,042,421**
486,779	44,571	531,350	27,134	0	27,134	**1,013,537**

ADDITIONAL INFORMATION	2012	2011
Net book value of the vessels under finance lease contract (*)		
LPG	64,108	66,965
LNG	54,864	58,199
	118,972	**125,164**
Amount of mortgage as guarantee for debts and liabilities (original deposits)		
LPG	493,588	596,973
LNG	725,806	725,806
Offshore (including mortgage for loan OPTI-EX unit)	23,000	245,076
	1,242,394	**1,567,855**

(*) For some of the finance lease contracts EXMAR has a purchase option. The lease agreements don't impose restrictions such as those concerning dividends, further leasing, additional debt... The finance expense related to the finance lease contracts amounts to KUSD 7,124 (KUSD 7,555 in 2011).

9. OTHER PROPERTY, PLANT AND EQUIPMENT

(IN THOUSANDS OF USD)

	Land and buildings	Machinery and equipment	Furniture and movables	Other	Assets under con-struction	Total
COST 2011						
Balance as per 1 January 2011	6,013	2,015	7,884	14,182	0	30,094
Changes during the financial year						
Acquisitions		65	587	4		656
Disposals	-49	-36	-1,125			-1,210
Translation differences	-137	-59	-69	-57		-322
BALANCE AS PER 31 DECEMBER 2011	**5,827**	**1,985**	**7,277**	**14,129**	**0**	**29,218**
COST 2012						
Balance as per 1 January 2012	5,827	1,985	7,277	14,129	0	29,218
Changes during the financial year						
Acquisitions		522	1,771	52		2,345
Disposals	-2,845	-36	-1,399			-4,280
Transfer		-64	146	-146		-64
Translation differences	888	36	86	84		1,094
BALANCE AS PER 31 DECEMBER 2012	**3,870**	**2,443**	**7,881**	**14,119**	**0**	**28,313**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2011						
Balance as per 1 January 2011	1,633	1,528	5,226	7,841	0	16,228
Changes during the financial year						
Depreciations	258	190	1,374	1,245		3,067
Disposals	-49	-36	-1,044			-1,129
Translation differences	-53	-56	-34	-44		-187
BALANCE AS PER 31 DECEMBER 2011	**1,789**	**1,626**	**5,522**	**9,042**	**0**	**17,979**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2012						
Balance as per 1 January 2012	1,789	1,626	5,522	9,042	0	17,979
Changes during the financial year						
Depreciations	162	196	926	1,540		2,824
Disposals	-1,200	-37	-1,250			-2,488
Transfer		-62	-121	183		0
Translation differences	273	36	59	-10		358
BALANCE AS PER 31 DECEMBER 2012	**1,024**	**1,759**	**5,136**	**10,755**	**0**	**18,673**
NET BOOK VALUE						
NET BOOK VALUE AS PER 31 DECEMBER 2011	4,038	359	1,755	5,087	0	11,239
NET BOOK VALUE AS PER 31 DECEMBER 2012	**2,846**	**684**	**2,745**	**3,364**	**0**	**9,640**

10. INTANGIBLE ASSETS

(IN THOUSANDS OF USD)

	Concessions, patents, licences	Client portfolio	Other	Total
COST 2011				
Balance as per 1 January 2011	2,196	4,387	3,500	10,083
Changes during the financial year				
Acquisitions	290			290
Disposals	-615			-615
Translation differences	-78			-78
BALANCE AS PER 31 DECEMBER 2011	**1,793**	**4,387**	**3,500**	**9,680**
COST 2012				
Balance as per 1 January 2012	1,793	4,387	3,500	9,680
Changes during the financial year				
Acquisitions	130			130
Disposals	-241			-241
Translation differences	42			42
BALANCE AS PER 31 DECEMBER 2012	**1,724**	**4,387**	**3,500**	**9,611**
AMORTISATIONS AND IMPAIRMENT LOSSES 2011				
Balance as per 1 January 2011	1,893	4,387	543	6,823
Changes during the financial year				
Depreciations	168		350	518
Disposals	-541			-541
Translation differences	-65			-65
BALANCE AS PER 31 DECEMBER 2011	**1,455**	**4,387**	**893**	**6,735**
AMORTISATIONS AND IMPAIRMENT LOSSES 2012				
Balance as per 1 January 2012	1455	4,387	893	6,735
Changes during the financial year				
Depreciations	142		350	492
Disposals	-237			-237
Translation differences	37			37
BALANCE AS PER 31 DECEMBER 2012	**1397**	**4, 387**	**1,243**	**7,027**
NET BOOK VALUE				
NET BOOK VALUE AS PER 31 DECEMBER 2011	**338**	**0**	**2,607**	**2,945**
NET BOOK VALUE AS PER 31 DECEMBER 2012	**327**	**0**	**2,257**	**2,584**

11. INVESTMENT PROPERTY

(IN THOUSANDS OF USD)

	Investment property
COST 2011	
Balance as per 1 January 2011	18,542
Changes during the financial year	
Translation differences	-495
BALANCE AS PER 31 DECEMBER 2011	**18,047**
COST 2012	
Balance as per 1 January 2012	18,047
Changes during the financial year	
Acquisitions	628
Transfer	64
Translation differences	314
BALANCE AS PER 31 DECEMBER 2012	**19,053**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2011	
Balance as per 1 January 2011	4,943
Changes during the financial year	
Depreciations	578
Translation differences	-158
BALANCE AS PER 31 DECEMBER 2011	**5,363**
DEPRECIATIONS AND IMPAIRMENT LOSSES 2012	
Balance as per 1 January 2012	5,363
Changes during the financial year	
Depreciations	549
Translation differences	91
BALANCE AS PER 31 DECEMBER 2012	**6,003**
NET BOOK VALUE	
NET BOOK VALUE AS PER 31 DECEMBER 2011	**12,684**
NET BOOK VALUE AS PER 31 DECEMBER 2012	**13,050**
FAIR VALUE (*)	
FAIR VALUE AS PER 31 DECEMBER 2011	**28,253**
FAIR VALUE AS PER 31 DECEMBER 2012	**28,560**

(*) The fair value is based upon a valuation made by a qualified broker.

12. EQUITY ACCOUNTED INVESTEES

(IN THOUSANDS OF USD)

EQUITY ACCOUNTED INVESTEES	Equity accounted investees
BALANCE AS PER 1 JANUARY 2011	**4,258**
Gross amount	4,258
Accumulated impairment losses(-)	0
Changes during the financial year	
Share in the profit/loss(-)	-1,705
Share in dividend	0
Translation differences	-45
BALANCE AS PER 31 DECEMBER 2011	**2,508**
Gross amount	2,508
Accumulated impairment losses(-)	0
Changes during the financial year	
Share in the profit/loss(-)	-645
Translation differences	83
BALANCE AS PER 31 DECEMBER 2012	**1,946**
Gross amount	1,946
Accumulated impairment losses(-)	0

13. ASSOCIATED COMPANIES

(IN THOUSANDS OF USD)

		Share	
SHARE IN EQUITY ACCOUNTED INVESTEES	Country	2012	2011
Marpos NV	Belgium	45%	45%
Bexco NV	Belgium	27%	27%

FINANCIAL INFORMATION - 100%	Assets	Liabilities	Equity	Revenue	Profit / Loss(-)
2012					
Marpos NV	953	295	658	1,337	39
Bexco NV	16,306	10,232	6,074	17,211	-2,439
	17,259	**10,527**	**6,732**	**18,548**	**-2,400**
2011					
Marpos NV	1,269	663	606	1,486	-206
Bexco NV	17,265	8,866	8,398	18,343	-6,057
	18,534	**9,529**	**9,004**	**19,829**	**-6,263**

14. OTHER INVESTMENTS

(IN THOUSANDS OF USD)

OTHER INVESTMENTS	Other investments	Other receivables	Total
BALANCE AS PER 1 JANUARY 2011	**1,034**	**1,383**	**2,417**
Gross amount	1,272	1,383	2,655
Accumulated impairment losses(-)	-238	0	-238
Changes during the financial year			
Investments		5	5
Translation differences	-2		-2
BALANCE AS PER 31 DECEMBER 2011	1,032	1,388	2,420
Gross amount	1,270	1,388	2,658
Accumulated impairment losses(-)	-238	0	-238
Changes during the financial year			
Investments	7		7
Impairments	-881		-881
BALANCE AS PER 31 DECEMBER 2012	**158**	**1,388**	**1,546**
Gross amount	1,277	1,388	2,665
Accumulated impairment losses(-)	-1,119	0	-1,119

15. NON-CURRENT OTHER RECEIVABLES

(IN THOUSANDS OF USD)

OTHER INVESTMENTS	2012	2011
Non-current receivable on joint venture partner	0	500
Receivable on sale OPTI-EX® (see note 3)	0	200,898
	0	**201,398**

16. ASSETS CLASSIFIED AS HELD FOR SALE

(IN THOUSANDS OF USD)

	2012	2011
COST		
Balance as per 1 January	0	304,628
Changes during the financial year		
Transfer from vessels	44,795	186,490
Acquisitions	0	3,460
Sale of the asset classified as held for sale	-44,795	-494,578
BALANCE AS PER 31 DECEMBER	**0**	**0**
DEPRECIATIONS AND IMPAIRMENT LOSSES		
Balance as per 1 January	0	5,977
Changes during the financial year		
Transfer from vessels	12,418	23,284
Impairment loss	1,382	26,706
Sale of the asset classified as held for sale	-13,800	-55,967
BALANCE AS PER 31 DECEMBER	**0**	**0**
NET BOOK VALUE		
NET BOOK VALUE AS PER 31 DECEMBER	**0**	**0**
FAIR VALUE		
FAIR VALUE AS PER 31 DECEMBER	**0**	**0**

17. AVAILABLE-FOR-SALE FINANCIAL ASSETS

(IN THOUSANDS OF USD)

	2012	2011
SHARES AVAILABLE FOR SALE		
Quoted shares (*)	26,992	37,131
Unquoted shares	0	0
	26,992	**37,131**

(*) The quoted shares include the 643.490 shares of Teekay (ISIN code MHY8564M1057) quoted at USD 37,78 (KUSD 24.311) and the 57.000 shares of Telenet (ISIN code BE0003826436) quoted at EUR 36,65 (KUSD 2.681).

18. TRADE AND OTHER RECEIVABLES

(IN THOUSANDS OF USD)

TRADE AND OTHER RECEIVABLES	2012	2011
Trade receivables	**79,628**	**56,239**
Cash guarantees	817	814
Other receivables (*)	14,165	59,654
Deferred charges (**)	14,252	10,107
Accrued income (**)	7,509	3,709
	116,371	**130,523**
Of which financial assets (note 29)	**94,190**	**113,422**

(*) See note 3 for impact settlement with LLOG regarding the sale of the OPTI-EX .
(**) 'Deferred charges' comprise expenses already invoiced relating to the next accounting year, e.g. hire, insurances, commissions, bunkers,... 'Accrued income' comprises uninvoiced revenue related to the current accounting period, e.g. interests,...
The Group's exposure to credit and currency risks and impairment losses related to trade and other receivables is disclosed in note 29.

19. CURRENT TAX ASSETS AND LIABILITIES

(IN THOUSANDS OF USD)

CURRENT TAX ASSETS AND LIABILITIES	2012	2011
Current tax assets	**1,280**	**3,149**
Current tax liabilities	**2,988**	**1,291**

20. DEFERRED TAX ASSETS AND LIABILITIES

(IN THOUSANDS OF USD)

	31 December 2012		31 December 2011	
	Assets	Liabilities	Assets	Liabilities
DEFERRED TAX ASSETS AND LIABILITIES IN DETAIL				
Property, plant and equipment	85		115	
Intangible assets			3	
Provisions	649		831	
Employee benefits	4,896		4,112	
Other	620		620	
Investments in subsidiaries				-117
TAX ASSETS / LIABILITIES (-)	**6,250**		**5,681**	**-117**
Set off of tax assets / liabilities			-117	117
Tax assets not recognised (*)	-6,250		-5,564	
NET TAX ASSET / LIABILITY (-)	**0**	**0**	**0**	**0**
DEFERRED TAX ASSETS AND LIABILITIES NOT RECOGNISED				
Deductible temporary differences (33.99%)	6,250		5,564	
Unused tax losses and investment tax credits (**)	150,786		146,858	
	157,036	**0**	**152,422**	**0**
Set off of tax assets / liabilities	0		0	
NET DEFERRED TAX ASSETS / LIABILITIES NOT RECOGNISED (*)	**157,036**	**0**	**152,422**	**0**

(*) These deferred tax assets have not been recognised because no taxable profits are to be expected in the coming years.
(**) The unused tax losses and the main part of the investment tax credits do not expire in time.

21. CASH AND CASH EQUIVALENTS

(IN THOUSANDS OF USD)

CASH AND CASH EQUIVALENTS	2012	2011
Bank	60,805	29,335
Cash in hand	167	148
Short-term deposits (*)	122,417	122,370
	183,389	**151,853**
Less:		
Bank overdrafts	0	-22,900
Net cash and cash equivalents	**183,389**	**128,953**

(*) Includes reserved cash related to credit facilities and financial instrument agreements for an amount of KUSD 118,385 for 2012 (KUSD 117,717 for 2011).

22. SHARE CAPITAL AND RESERVES

(IN THOUSANDS OF USD)

Share capital and share premium

NUMBER OF ORDINARY SHARES	2012	2011
Issued shares as per 1 January	59,500,000	59,500,000
Issued shares as per 31 December - paid in full	**59,500,000**	**59,500,000**

The issued shares do not mention a nominal value. The holders of ordinary shares are entitled to dividends and are entitled to one vote per share during the general shareholders' meetings of the Company.

Dividends

The final dividend for 2011 of 0.5 EUR per share was approved by the general shareholders' meeting in May 2012. These dividends were recognised as a distribution to owners of the Company during 2012.

DIVIDEND PAID	2012	2011
Gross interim dividend/share (in EUR)	0.00	0.15
Rate used:		1.4450
Interim dividend payment (in thousands of USD)	**0**	**12,174**
Dividend payment (in thousands of USD)	**37,110**	**8,347**
TOTAL DISTRIBUTION TO OWNERS OF THE COMPANY (IN THOUSANDS OF USD)	**37,110**	**20,521**

After the balance sheet date the board of directors made a dividend proposal for 2012 of 0.40 EUR per share. The dividend has not yet been approved by the general shareholders' meeting, and has not been processed in the statement of financial position.

PROPOSED DIVIDEND	2012	2011
Gross dividend/share (in EUR)	0.40	0.50
Rate used:	1.3194	1.2939
Proposed dividend payment (in thousands of USD)	**31,402**	**38, 494**

Treasury shares

The reserve for treasury shares comprises the cost of the Company's shares held by the Group.

CASH AND CASH EQUIVALENTS	2012	2011
Number of treasury shares held as of 31 December	3,315,578	3,332,642
Bookvalue of treasury shares held (in thousands USD)	72,092	72,234
Average cost price per share (in EUR)	15.3537	15.3537

Translation reserve

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations and the financial statements of consolidated companies not reporting in USD as functional currency.

Fair value reserve

The fair value reserve includes the cumulative net change in the fair value of available-for-sale financial assets until derecognition.

Hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to the hedged transactions that have not yet occurred.

23. EARNINGS PER SHARE

BASIC EARNINGS PER SHARE		2012	2011
Result for the period (in USD)		54,593,137	-33,993,818
Issued ordinary shares as per 31 December		59,500,000	59,500,000
Effect of treasury shares		-3,332,036	-3,332,642
Weighted average number of ordinary shares as per 31 December		56,167,964	56,167,358
BASIC EARNINGS PER SHARE IN USD		**0.97**	**-0.61**
DILUTED EARNINGS PER SHARE			
Result for the period (in USD)		54,593,137	-33,993,818
Weighted average number of ordinary shares as per 31 December		56,167,964	56,167,358
Average closing rate of one ordinary share during the year (in EUR)	(a)	5,82	
Average exercise price for shares under option during the year (in EUR)	(b)	5,30	
- Option plan 6: EUR 5.18 for 584,255 shares under option			
- Option plan 7: EUR 5.46 for 462,424 shares under option			
Number of shares under option	(c)	1,046,679	
Number of shares that would have been issued at average market price: (c*b) / a		-953,827	
Weighted average number of ordinary shares during the year including options		56,260,816	56,167,358
DILUTED EARNINGS PER SHARE (IN USD) (*)		**0.97**	**-0.61**

(*) As option plan 1, 2, 3, 4 and 5 are anti-dilutive as per 31 December 2012, they are not included in the calculation of the diluted earnings per share.

24. BORROWINGS

(IN THOUSANDS OF USD)

	Finance lease debts	Bank loans	Other loans	Total
BORROWINGS AS PER 31 DECEMBER 2011				
AS OF 1 JANUARY 2011	136,464	1,004,972	7,404	1,148,840
New loans		88,063	512	88,575
Scheduled repayments	-8,247	-108,954	-2,211	-119,412
Early repayments		-120,495		-120,495
Translation differences	-1,939	-161	-31	-2,131
AS OF 31 DECEMBER 2011	**126,278**	**863,425**	**5,674**	**995,377**
More than 5 years	52,682	340,532		393,214
Between 1 and 5 years	64,943	430,824	5,674	501,441
More than 1 year	**117,625**	**771,356**	**5,674**	**894,655**
Less than 1 year	8,653	92,069		100,722
AS OF 31 DECEMBER 2011	**126,278**	**863,425**	**5,674**	**995,377**
LPG	59,650	285,156		344,806
LNG	65,931	443,856	5,639	515,426
Offshore		128,350		128,350
Services	697	6,063	35	6,795
AS OF 31 DECEMBER 2011	**126,278**	**863,425**	**5,674**	**995,377**
BORROWINGS AS PER 31 DECEMBER 2012				
AS OF 1 JANUARY 2012	**126,278**	**863,425**	**5,674**	**995,377**
New loans		1,741		1,741
Scheduled repayments	-8,651	-59,364	575	-67,440
Early repayments (*)	-545	-153,978		-154,523
Translation differences	2,163	92	19	2,274
AS OF 31 DECEMBER 2012	**119,245**	**651,916**	**6,268**	**777,429**
More than 5 years	51,696	297,542		349,238
Between 1 and 5 years	58,669	163,960	6,268	228,897
More than 1 year	**110,365**	**461,502**	**6,268**	**578,134**
Less than 1 year	8,880	190,414		199,294
AS OF 31 DECEMBER 2012	**119,245**	**651,916**	**6,268**	**777,429**
LPG	53,491	210,674		264,165
LNG	65,754	422,921	6,215	494,890
Offshore		13,000		13,000
Services		5,321	53	5,374
AS OF 31 DECEMBER 2012	**119,245**	**651,916**	**6,268**	**777,429**

(*) The early repayments consist of the repaid bank loans following the sale of 3 LPG vessels and the repaid bank loan following the settlement with LLOG for the Opti-ex as discussed in note 3.

	2012	2011
CURRENT BORROWINGS		
Current portion of long-term loans	199,294	100,722
Bank overdrafts and credit lines used		22,900
	199,294	**123,622**

	2012			2011		
	Minimum lease payments	Interest payments	Principal	Minimum lease payments	Interest payments	Principal
FINANCE LEASE OBLIGATIONS						
More than 5 years	70,530	18,835	51,695	74,656	21,974	52,682
Between 1 and 5 years	75,494	16,825	58,669	85,382	20,439	64,943
Less than 1 year	15,538	6,658	8,880	15,871	7,218	8,653
	161,562	**42,318**	**119,244**	**175,909**	**49,631**	**126,278**

Information in connection with guarantees and securities given on above mentioned borrowings (see note 8).

	2012	2011
UNUSED CREDIT FACILITIES		
Unused credit facilities	34,304	15,917
	34,304	**15,917**

25. SHARE BASED PAYMENTS

(IN THOUSANDS OF USD)

The Group established a share option plan program that entitles the participants to register for a number of shares.

The fair value of services received in return for share options granted are measured by reference to the exercise price of the granted share options. The estimated fair value of the services received is measured based on a binomial lattice model. The contractual life of the option is used as an input into this model. Expectations of early exercise are also incorporated into the binomial lattice model.

	Option plan 7	Option plan 6	Option plan 5	Option plan 4	Option plan 3	Option plan 2	Option plan 1
GRANT DATE FAIR VALUE OF SHARE OPTIONS AND ASSUMPTIONS AT INCEPTION							
Number of options granted, outstanding at year-end (*)	462,424	584,255	301,973	229,519	404,802	312,463	149,264
Fair value at grant date (in EUR)	1.35	2.29	1.63	5.64	7.38	5.25	2.50
Share price (in EUR)	5.28	5.75	7.85	16.80	23.84	18.47	9.24
Exercise price at inception (in EUR) (*)	5.03	5.18	6.32	15.63	17.04	11.46	6.54
Expected volatility (**)	39.70%	38.16%	30.43%	25.78%	31.10%	24.50%	24.21%
Option life at inception (***)	8 years	8 years	8 years	8 years	8 years	8 years	8 years
Expected dividends	0.4 eur/year	0.49 eur/year	0.43 eur/year	0.50 eur/year	0.66 eur/year	0.66 eur/year	0.19 eur/year
Risk-free interest rate	3.61%	3.22%	3.75%	4.29%	3.85%	3.90%	3.27%

(*) The number of options granted and the exercise prices for option plan have been adjusted due to the dilutive effect of the capital increase (adjustment ratio of 0.794) of November 2009 and extraordinary dividend distribution (adjustment ratio of 0.929) of May 2012. The number of options granted and the exercise price mentioned above reflect the adjusted amounts.

(**) The expected volatility is based on the historical volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility due to publicly available information.

(***) The board of directors of 23 March 2009 decided to extend the exercise period for option plans 1 - 4 by 5 years, in virtue of the decision by the Belgian Government to extend the Act of 26 March 1999 regarding stock options. At modification date additional fair value calculations were made based on the remaining and extented life time of the options.

	2012		2011	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
RECONCILIATION OF OUTSTANDING SHARE OPTIONS				
Outstanding at 1 January	**2,362,959**	**9.80**	**2,058,482**	**10.99**
Changes during the year				
Options granted	0	0	437,650	5.41
Options revaluation	160,048			
Options exercised	-27,494			
Options forfeited	-50,813	9.23	-133,173	13.84
Outstanding at 31 December	**2,444,700**	**9.12**	**2,362,959**	**9.80**
Exercisable at 31 December	**1,398,021**	**12.12**	**1,052,053**	**14.75**

		2012	2011
SHARE OPTIONS			
Total number of share options outstanding		**2,444,700**	**2,362,959**
Included in personnel expenses	option plan 5		225
	option plan 6	452	626
	option plan 7	232	277
		684	**1,128**

26. EMPLOYEE BENEFITS - DEFINED BENEFIT PLAN (IN THOUSANDS OF USD)

Liability for defined benefit plan and similar liabilities

The Group provides pension benefits for most of its employees, either directly or through a contribution to an independent fund. The pension benefits for management staff employed before 1 January 2008 are provided under a defined benefit plan. For the management staff employed as from 1 January 2008, the management staff promoted to management as from 1 January 2008 and the management staff who reached the age of 60, the pension benefits are provided under a defined contribution plan. The actuarial profits and losses related to the closed defined benefit plan pension obligations are immediately recognised in the income statement. For the defined contribution plan, the contributions are recognised in the income statement (2012: KUSD 457 and 2011: KUSD 413) and no liability is recorded.

Employee benefits

EMPLOYEE BENEFITS	2012	2011	2010	2009	2008
Present value of funded obligations	-13,594	-11,119	-12,321	-13,157	-12,098
Fair value of the defined plan assets	8,776	7,942	9,382	9,836	8,903
Present value of net obligations	-4,818	-3,177	-2,939	-3,321	-3,195
Total employee benefits	**-4,818**	**-3,177**	**-2,939**	**-3,321**	**-3,195**

Defined benefit plan

	2012	2011
CHANGES IN LIABILITY DURING THE PERIOD		
Liability as per 1 January	11,119	12,321
Distributions	-638	-2,738
Interest cost	494	660
Current service cost	667	766
DBO gain/loss	1,684	432
Translation differences	268	-322
LIABILITY AS PER 31 DECEMBER	**13,594**	**11,119**
CHANGES OF FAIR VALUE OF PLAN ASSETS		
Plan assets as per 1 January	7,941	9,382
Contributions	1,077	1,180
Distributions	-638	-2,738
Return on plan assets	224	319
Translation differences	171	-201
PLAN ASSETS AS PER 31 DECEMBER (*)	**8,776**	**7,941**
EXPENSE RECOGNISED IN THE INCOME STATEMENT		
Current service expenses	-515	-766
Interest obligation	-494	-660
Expected return on defined benefit plan	325	415
Recognition of actuarial gains and losses	-1,785	-528
Contributions	144	172
TOTAL PENSION COST RECOGNISED IN THE INCOME STATEMENT (SEE NOTE 5)	**-2,326**	**-1,368**
MOST SIGNIFICANT ASSUMPTIONS, EXPRESSED IN WEIGHTED AVERAGES		
Discount rate at 31 December	2.90%	4.45%
Expected return on assets at 31 December	4.00%	4.00%
Future salary increases (including inflation)	(salary scales)	(salary scales)
Mortality tables	Belgian (MR/FR)	Belgian (MR/FR)
Inflation	2%	2%

To be continued on page 40

EXPECTED NEXT YEAR CONTRIBUTIONS	2012	2011
Best estimate of contributions expected to be paid during next year	1,124	1,101

DETAIL PLAN ASSETS INVESTMENTS		
Shares	6%	7%
Bonds & loans	85%	83%
Property investments	6%	7%
Cash	3%	3%

(*) The plan assets do not include any shares issued by EXMAR or property occupied by EXMAR.

27. PROVISIONS

(IN THOUSANDS OF USD)

PROVISIONS	Claimes	Total
Long-term provisions	3,815	3,815
Short-term provisions	0	0
AS PER 1 JANUARY 2011	**3,815**	**3,815**
Reversal of unused provisions	-467	-467
New provisions	60	60
AS PER 31 DECEMBER 2011	**3,408**	**3,408**
Long-term provisions	3,408	3,408
Short-term provisions	0	0
AS PER 1 JANUARY 2012	**3,408**	**3,408**
Reversal of unused provisions (*)	-548	-548
AS PER 31 DECEMBER 2012	**2,860**	**2,860**
Long-term provisions	2,860	2,860
Short-term provisions	0	0
AS PER 31 DECEMBER 2012	**2,860**	**2,860**

(*) Due to the partial demerger from CMB, EXMAR provided for 39% of the PSA claim against CMB. In 2012 the provision was reduced with KUSD 548 as a result of reduced risk (2011: KUSD 467). The amount and timing of possible outflows related to this provision are uncertain.

28. TRADE AND OTHER PAYABLES

(IN THOUSANDS OF USD)

TRADE AND OTHER PAYABLES	2012	2011
Trade payables	60,818	63,841
Other payables	11,045	8,367
Accrued expenses (*)	8,556	9,400
Deferred income (*)	28,663	20,555
	109,082	**102,163**
Of which financial liabilities (note 29)	**71,773**	**71,838**

(*) 'Accrued charges' comprise expenses not invoiced yet, but to be allocated to the current accounting year, e.g. commissions, port expenses, interests,...
'Deferred income' comprises already invoiced revenue, related to the next accounting year, e.g. freight, hire,...

29. FINANCIAL RISKS AND FINANCIAL INSTRUMENTS (IN THOUSANDS OF USD)

During the normal course of its business, EXMAR is exposed to market and financial risks as described in more detail in the report of the board of directors. EXMAR is exposed to credit, interest, market and currency risks and in order to hedge this exposure, EXMAR uses various financial instruments such as bunkerhedges, exchange rate and interest rate hedges. EXMAR applies hedge accounting for all hedging relations which meet the conditions to apply hedge accounting (formal documentation and high effectiveness at inception and on an ongoing basis). Financial instruments are recognised initially at fair value. Subsequent to initial recognition, the effective portion of changes in fair value of the financial instruments qualifying for hedge accounting, is recognised in other comprehensive income.
Any ineffective portion of changes in fair value and changes in fair value of financial instuments not qualifying for hedge accounting are recognised immediately in profit or loss.

Derivative financial instruments

	2012	2011
ASSETS		
Current		
Forward exchange contracts	0	0
	0	**0**
Total assets	**0**	**0**
LIABILITIES		
Non-current		
Interest rate swaps	86,761	102,786
Cross currency interest rate contract	19,424	23,539
	106,185	**126,325**
Current		
Forward exchange contracts	0	807
	0	**807**
Total liabilities	**106,185**	**127,132**

Credit risk

Credit risk policy

Creditworthiness controls are carried out if deemed necessary. At year-end no significant creditworthiness problems were noted.

Exposure to risk

	2012	2011
CARRYING AMOUNTS OF FINANCIAL ASSETS		
Available-for-sale financial assets	26,992	37,131
Held-to-maturity investments	1,546	2,420
Trade and other reveivables	94,190	314,320
Cash and cash equivalents	183,389	151,853
	306,117	**505,724**

The carrying amounts of the financial assets represent the maximum credit exposure.

Impairment losses

As past due outstanding receivable balances are immaterial, no aging analysis is disclosed. No impairment losses have occured and at reporting date, no allowance for impairment has been recorded.

Interest risk

Interest risk policy

Most of EXMAR's time-charter income is based on a fixed rate component calculation, while the interest-bearing loans are mainly negotiated with variable interest rates. In order to monitor this interest risk, the Group uses a variety of interest hedging instruments available on the market (i.a. IRS,CAPS, floors and collars). The Group applies hedge accounting when the conditions to apply hedge accounting are met. In case no hedge accounting is applied the changes in fair value are recorded in the income statement.

INTEREST RATES SWAPS	2012	2011
Nominal amount of interest rate swaps	392,808	502,794
Net fair value of interest rate swaps	-106,185	-126,325
Maximum maturity date	2024	2024

Exposure to risk

EXPOSURE TO INTEREST RATE RISK	2012	2011
Total borrowings	777,429	995,377
with fixed interest rate	-184,633	-206,243
with variable interest rate: **gross exposure**	**592,796**	**789,134**
Neutralised through time-charter contract (*)	-154,277	-159,671
Neutralised through capitalised interest expense (**)	0	0
Interest rate swaps (nominal amount)	-392,808	-502,794
Net exposure	**45,711**	**126,669**

(*) The time-charter income calculation takes into account changes in interest rates (back-to-back) and therefore neutralises changes in interest expenses.
(**) Change in interest rate does not affect the income statement as the interest expense is capitalised for vessels under construction.

Sensitivity analysis

In case the interest rate would increase/decrease with 50 basis points, the financial statements would be impacted with the following amounts (assuming that all other variables remain constant):

	2012		2011	
SENSITIVITY ANALYSIS	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp
Interest-bearing loans (variable interest rate)	-2,964	1,838	-3,946	3,946
Time-charter contract	772	-478	798	-798
Capitalised interest				0
Interest rate swaps	8,919	-9,741	10,184	-12,368
Sensitivity (net)	**6,727**	**-8,381**	**7,036**	**-9,220**
Impact in profit and loss	6,486	-8,167	6,652	-8,835
Impact in equity	241	-214	384	-385
Total impact	**6,727**	**-8,381**	**7,036**	**-9,220**

Currency risk

Currency risk policy

The Group's currency risk is mainly affected by the EUR/USD ratio for manning its fleet, paying salaries and all other personnel-related expenses. In order to monitor the EUR currency risk, the Group uses a varied range of foreign currency rate hedging instruments. As per 31 December 2012, forward exchange contracts are outstanding for a nominal amount of KUSD 0 (2011: KUSD 16,500). The net fair value of the currency hedging contracts amounts to KUSD 0 (2011: KUSD -807) at year end.

Exposure to risk

Exposure to currency risk, based on notional amounts in thousands of foreign currency:

	2012			2011		
	EUR	SGD	CNY	EUR	GBP	JPY
Receivables	13,355	71	2,697	15,543	642	15,342
Payables	-17,303	-2,611		-13,502	-140	-27,939
Interest-bearing loans	-5,063			-5,938		
Balance sheet exposure	**-9,011**	**-2,540**	**2,697**	**-3,897**	**502**	**-12,597**
In thousands of USD	**-11,889**	**-2,080**	**433**	**-5,042**	**778**	**-163**

Sensitivity analysis

As per 31 December 2012 an increase in the year-end USD/EUR rate of 10% at 31 December would effect the income statement with KUSD -1,354 in 2012 (KUSD -504 for 2011), excluding the effect on forward exchange contracts. A 10% decrease of the USD/EUR rate would impact the income statement with the same amount (opposite sign).

Liquidity risk

Liquidity risk policy

The Group manages the liquidity risk in order to meet financial obligations as they fall due. The risk is managed through a continuous cash flow projection follow-up, monitoring balance sheet liquidity ratio's against internal and regulatory requirements and maintaining a diverse range of funding sources with adequate back-up facilities.

Maturity analysis of financial liabilities

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

					Contractual cash flows					
MATURITY OF FINANCIAL LIABILITIES	**Currency**	**Interest rates**	**Maturity**	**Carrying amount**	**Total**	**0-12 mths**	**1-2 years**	**2-5 years**	**5-10 years**	**> 10 years**
AS PER 31 DECEMBER 2012										
Non-derivative financial liabilities:										
Bank loans (*)	USD	libor + 0.7%	2013	102,053	101,515	101,515				
Bank loans	USD	libor + 2.25%	2013	56,188	57,416	57,416				
Bank loans	USD	libor + 1%	2018-2019	47,625	51,380	270	676	4,098	46,336	
Bank loans	USD	libor + 2%	2019-2020	43,008	48,020	4,561	4,498	12,988	25,973	
Bank loans	USD	libor + 1.1%	2014	44,150	45,303	5,070	40,233			
Bank loans	USD	5.19%	2017	23,963	27,112	6,510	6,236	14,366		
Bank loans	USD	libor + 1.25%	2017	16,100	17,404	303	285	16,816		
Bank loans	USD	5.515%	2018	42,500	50,224	9,360	8,964	24,520	7,380	
Bank loans	USD	libor + 0.9%	2020-2021	258,009	280,649	9,525	9,802	31,493	229,829	
Bank loans	USD	libor + 1.4%	2019	13,000	13,731	2,207	2,173	6,312	3,039	
Bank loans	EUR	euribor + 1.15%	2018	5,321	5,448	938	926	2,706	878	
Finance lease debts	USD	5.75%	2015	27,850	31,344	4,598	4,598	22,148		
Finance lease debts	USD	5.35%	2015	25,641	28,162	4,636	4,526	19,000		
Finance lease debts	GBP	5.79%	2028	32,465	52,915	3,113	3,113	9,338	15,563	21,788
Finance lease debts	GBP	6.03%	2028	33,289	54,280	3,193	3,192	9,579	15,965	22,351
Finance lease debts	EUR			696	122	48	33	41		
Other loans	USD			6,267	6,267		6,267			
Trade and other payables	USD			48,943	48,943	48,943				
Trade and other payables	EUR			22,830	22,830	22,830				
				849,898	**943,065**	**285,036**	**95,522**	**173,405**	**344,963**	**44,139**
Derivative financial instruments (net):										
Interest rate swaps	USD			86,761	107,877	14,838	14,751	38,984	34,781	4,523
Cross currency interest rate contract	USD			19,424	24,232	3,596	3,380	8,098	6,715	2,443
				106,185	**132,109**	**18,434**	**18,131**	**47,082**	**41,496**	**6,966**

MATURITY OF FINANCIAL LIABILITIES	Currency	Interest rates	Maturity	Carrying amount	Contractual cash flows					
					Total	0-12 mths	1-2 years	2-5 years	5-10 years	> 10 years
AS PER 31 DECEMBER 2011										
Non-derivative financial liabilities:										
Bank loans (*)	USD	libor + 0.7%	2013	147,018	150,364	20,387	129,977			
Bank loans	USD	libor + 2.25%	2013	76,198	79,657	17,227	62,430			
Bank loans	USD	libor + 2.7%	2014	4,875	5,129	1,646	1,593	1,890		
Bank loans	USD	libor + 1%	2018-2019	46,950	52,218	60	403	3,612	48,143	
Bank loans	USD	libor + 2%	2019-2020	46,615	53,412	4,780	4,697	13,526	30,409	
Bank loans	USD	libor + 1.1%	2014	48,388	50,540	5,020	5,183	40,337		
Bank loans	USD	5.19%	2017	29,288	33,920	6,808	6,510	17,869	2,733	
Bank loans	USD	libor + 1.25%	2017	16,100	17,918	306	334	1,009	16,269	
Bank loans	USD	5.515%	2018	49,583	59,988	9,764	9,360	25,708	15,156	
Bank loans	USD	libor + 0.9%	2020-2021	263,998	295,423	9,767	10,195	32,421	243,040	
Bank loans	USD	libor + 3%	2012	113,350	122,583	30,305	29,387	62,891		
Bank loans	USD	libor + 1.4%	2019	15,000	16,130	2,282	2,241	6,482	5,125	
Bank loans	EUR	euribor + 1.15%	2018	6,062	6,518	997	973	2,792	1,756	
Finance lease debts	USD	5.75%	2015	30,742	35,954	4,610	4,598	26,746		
Finance lease debts	USD	5.35%	2015	28,908	32,920	4,758	4,636	23,526		
Finance lease debts	GBP	5.79%	2028	32,837	52,915	3,113	3,113	9,338	15,563	21,788
Finance lease debts	GBP	6.03%	2028	33,095	54,280	3,193	3,192	9,579	15,965	22,351
Finance lease debts	EUR			696	934	224	227	483		
Other loans	USD			5,674	5,746		5,746			
Trade and other payables	USD			54,368	54,368	54,368				
Trade and other payables	EUR			17,470	17,470	17,470				
				1,067,215	**1,198,387**	**197,085**	**284,795**	**278,209**	**394,159**	**44,139**
Derivative financial instruments (net):										
Interest rate swaps	USD			102,786	137,726	17,478	15,762	44,695	50,660	9,131
Foreign currency	EUR			807	807	807				
Cross currency interest rate contract	USD			23,539	25,717	3,530	3,323	7,935	7,111	3,818
				127,132	**164,250**	**21,815**	**19,085**	**52,630**	**57,771**	**12,949**

(*) Bank loans include a revolver credit facility for which the cash flows are included, based on the amount withdrawn at year-end. The cash flows will differ from those included in this scheme in case of additional withdrawals/repayments in the future.

Fair values

CARRYING VALUES VERSUS FAIR VALUES	Fair value hierarchy(*)	2012 Carrying amount	2012 Fair value	2011 Carrying amount	2011 Fair value
Available-for-sale financial assets	1	26,992	26,992	37,131	37,131
Derivative financial instruments assets	2	0	0	0	0
Trade and other receivables		94,190	94,190	314,320	314,320
Cash and cash equivalents		183,389	183,389	151,853	151,853
Interest-bearing loans		-777,429	-859,535	-995,377	-1,229,356
Trade and other payables		-71,773	-71,773	-71,838	-71,838
Derivative financial instruments liabilities	2	-106,185	-106,185	-127,132	-127,132
Bank overdrafts		0	0	-22,900	-22,900
		-650,816	**-732,922**	**-713,943**	**-947,922**

(*) The financial assets and liabilities carried at fair value are analysed and a hierarchy in valuation method has been defined: level 1 being quoted bid prices in active markets for identical assets or liabilities, level 2 being inputs in other than quoted prices included in level 1 that are observable for the assets and liabilities, either directly or indirectly, level 3 being inputs for the asset or liability that are not based on observable market data.

Basis for determining fair values:

Available-for-sale financial assets:	quoted closing bid price at reporting date
Derivative financial instruments:	present value of future cash flows, discounted at the market rate of interest at reporting date
Loans and receivables:	present value of future cash flows, discounted at the market rate of interest at reporting date
Other interest-bearing borrowings:	present value of future principal and interest cash flows, discounted at the market rate of interest at reporting date

Capital management

The board's policy is to maintain a strong capital base as to maintain investor, creditor and market confidence and to sustain future development of the business. The balance between a higher return that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position is monitored on a continuing basis. The board monitors the return on capital and the level of dividends to ordinary shareholders.

30. OPERATING LEASES

(IN THOUSANDS OF USD)

Lease obligations

EXMAR leases a number of its vessels using operating lease agreements. The agreements don't impose restrictions such as additional debt and further leasing. The expense for 2012 relating to the operational leases amounts to KUSD 43,522 (KUSD 32,283 for 2011) and no payments for non-cancellable subleases were received. The future minimum lease payments are as follows:

OPERATING LEASE OBLIGATIONS	2012	2011
Less than 1 year	28,245	19,736
Between 1 and 5 years	57,188	56,506
More than 5 years	57,948	71,960
	143,381	**148,202**

The average duration of the lease agreements amounts to 5.3 years. The Group has for some of the leased vessels purchase options, some contracts foresee a possible extension at the end of the lease agreement.

Lease rights

EXMAR lets a number of its vessels using operating lease agreements. The income in 2012 relating to operating leases amounts to KUSD 261,036 (KUSD 255,349 for 2011). The future minimum rental receipts are as follows:

OPERATING LEASE RIGHTS	2012	2011
Less than 1 year	205,270	190,351
Between 1 and 5 years	446,301	520,255
More than 5 years	636,185	876,515
	1,287,756	**1,587,121**

The average duration of the lease agreements amounts to 4.1 years. The Group has granted for some of these vessels purchase options, some contracts foresee a possible extension at the end of the lease agreement.

31. CAPITAL COMMITMENTS

(IN THOUSANDS OF USD)

As per 31 December 2012 the capital commitments amount to KUSD 449,489 and relates to the 4 ordered LPG vessels and the "FLSRU". The payments of these commitments will be spread over the next 3 years.

32. CONTINGENCIES

(IN THOUSANDS OF USD)

Several of the Group's companies are involved in a number of minor legal disputes arising from their daily management. The directors do not expect the outcome of these procedures to have any material effect on the Group's financial position.

33. RELATED PARTIES

(ALL AMOUNTS ARE IN EUR)

Identity of related parties

The Company has a related party relationship with its subsidiaries and joint ventures (note 35) and with its directors and executive officers.

Transactions with majority shareholders

Saverbel NV & Saverex NV, controlled by Mr. Nicolas Saverys (CEO of EXMAR) charged EUR 249,218 to the Group (2011: EUR 246,234) for services provided during 2012. All services are supplied on an arm's length basis.

Parent company

Saverex NV, the major shareholder of EXMAR NV prepares financial statements available in Belgium.

Transactions with key management personnel

Board of directors

BOARD OF DIRECTORS (IN EUR)	2012	2011
Chairman	100,000	100,000
Other members	50,000	50,000
Total paid (*)	450,000	450,000
	136,718	**148,202**

(*) The total amount paid to the members of the board of directors represents the total payments to all non-executive and independent directors for the activities as members of the board of directors. The directors who are member of the executive committee and were paid accordingly, have foregone the director's payment. No share options, loans or advances were granted to them.

Audit committee

AUDIT COMMITTEE (IN EUR)	2012	2011
Chairman	20,000	20,000
Other members	10,000	10,000
Total paid	50,000	50,000

Nomination and remuneration committee

NOMINATION AND REMUNERATION COMMITTEE (IN EUR)	2012	2011
Members	10,000	10,000
Total paid	30,000	30,000

Executive committee

The remuneration of the members of the executive committee is determined annually by the board of directors on the basis of a proposal of the nomination and remuneration committee. In 2012 the Executive Committee, excluding the CEO, counts 8 members on average, compared to an average of 8 members in 2011. 7 members of the executive committee have a self-employed status. In the event of termination of their appointment, they have no right to any form of severance compensation, except for the agreement with Lara Consult NV represented by Bart Lavent and the agreement with Chirmont NV represented by Miguel de Potter. Paul Young and David Lim are employed through an agreement under United States law. The remuneration consists of a fixed component and a variable component. The variable component is partly determined in function of the financial result of the Group.

EXECUTIVE COMMITTEE, EXCLUDING CEO (IN EUR)	2012	2011
Total fixed remuneration	2,883	2,771
of which for insurance and pension plan	246	250
Total variable remuneration	1,565	361

CEO (IN EUR)		
Total fixed remuneration	712	712
of which for insurance and pension plan	52	52
Total variable remuneration	350	30

No loans or advances were granted to the members of the executive committee in 2012.

The members of the executive committee are among the beneficiaries of the 7 share option plans approved by the board of directors. The accumulated number of options (plan 1 - 7) allocated to the members of the executive committee are as follows:

NUMBER OF SHARES ALLOCATED (*)	2012	2011
Nicolas Saverys	231,352	215,061
Patrick De Brabandere	163,942	152,397
Pierre Dincq	107,718	100,133
Paul Young	110,258	102,494
Didier Ryelandt	78,767	82,663
Marc Nuytemans	64,546	60,000
Bart Lavent	53,788	50,000
Miguel de Potter	30,552	28,400
David Lim	52,588	55,180
	893,511	**846,328**

(*) The number of options granted and the exercise prices for option plan have been adjusted due to extraordinary dividend distribution (adjustment ratio of 0.929) of May 2012.

34. GROUP ENTITIES

	Country of incorporation	Company id	Consolidation method	2012	2011
				Ownership	
CONSOLIDATED COMPANIES					
Joint ventures					
Best Progress International Ltd	Hong Kong		Proportionate	50.00%	50.00%
Blackbeard Shipping Limited	Hong Kong		Proportionate	50.00%	50.00%
Croxford Ltd	Hong Kong		Proportionate	50.00%	50.00%
Estrela Limited	Hong Kong		Proportionate	50.00%	50.00%
Excelerate NV	Belgium	0870.910.441	Proportionate	50.00%	50.00%
Excelsior BVBA	Belgium	0866.482.687	Proportionate	50.00%	50.00%
EXMAR Excalibur Shipping Company Ltd	Great-Britain		Proportionate	50.00%	50.00%
Explorer NV	Belgium	0896.311.177	Proportionate	50.00%	50.00%
Express NV	Belgium	0878.453.279	Proportionate	50.00%	50.00%
Farnwick Shipping Ltd	Liberia		Proportionate	50.00%	50.00%
Fertility Development Co Ltd	Hong Kong		Proportionate	50.00%	50.00%
Glory Transportation Ltd	Hong Kong		Proportionate	50.00%	50.00%
Hallsworth Marine Co	Liberia		Proportionate	50.00%	50.00%
Laurels Carriers Inc.	Liberia		Proportionate	50.00%	50.00%
Monteriggioni Inc.	Liberia		Proportionate	50.00%	50.00%
Palliser Shipping Inc.	Liberia		Proportionate	50.00%	50.00%
Reslea NV	Belgium	0435.390.141	Proportionate	50.00%	50.00%
Solaia Shipping llc	Liberia		Proportionate	50.00%	50.00%
Splendid Limited	Hong Kong		Proportionate	50.00%	50.00%
Talmadge Investments Ltd	British Virgin Islands		Proportionate	50.00%	50.00%
Universal Crown Ltd	Hong Kong		Proportionate	50.00%	50.00%
Vine Navigation co	Liberia		Proportionate	50.00%	50.00%
Equity accounted investees					
Bexco NV	Belgium	0412.623.251	Equity method	27.17%	26.62%
Marpos NV	Belgium	0460.314.389	Equity method	45.00%	45.00%

To be continued on page 50

	Country of incorporation	Company id	Consolidation method	2012 Ownership	2011 Ownership
CONSOLIDATED COMPANIES					
Subsidiaries					
Belgibo NV	Belgium	0416.986.865	Full	100.00%	100.00%
B.R.M. NV	Belgium	0456.620.867	Full	0.00%	100.00%
DV Offshore sas	France		Full	100.00%	100.00%
ECOS srl	Italy		Full	60.00%	60.00%
Electra Offshore Ltd	Hong Kong		Full	100.00%	-
EXMAR Gas Shipping Ltd	Hong Kong		Full	100.00%	100.00%
EXMAR Holdings Limited	Liberia		Full	100.00%	100.00%
EXMAR Hong Kong Limited	Hong Kong		Full	100.00%	100.00%
EXMAR LNG Holdings NV	Belgium	0891.233.327	Full	100.00%	100.00%
EXMAR LNG Hong Kong Ltd	Hong Kong		Full	100.00%	100.00%
EXMAR LNG Investments Ltd	Liberia		Full	100.00%	100.00%
EXMAR LPG BVBA	Belgium	0501.532.758	Full	100.00%	-
EXMAR Lux SA	Luxembourg		Full	100.00%	100.00%
EXMAR Marine NV	Belgium	0424.355.501	Full	100.00%	100.00%
EXMAR (Monteriggioni) Shipping Cy. Ltd	Great-Britain		Full	100.00%	100.00%
EXMAR Netherlands BV	Netherlands		Full	100.00%	-
EXMAR NV	Belgium	0860.409.202	Full	100.00%	100.00%
EXMAR Offshore Company	USA		Full	100.00%	100.00%
EXMAR Offshore Limited	Bermuda		Full	100.00%	100.00%
EXMAR Offshore Services SA	Luxembourg		Full	100.00%	100.00%
EXMAR Offshore NV	Belgium	0882.213.020	Full	100.00%	100.00%
EXMAR Opti Ltd	Hong Kong		Full	100.00%	100.00%
EXMAR Qeshm Private Limited	Iran		Full	100.00%	100.00%
EXMAR Singapore Pte Ltd	Singapore		Full	100.00%	100.00%
EXMAR Shipmanagement NV	Belgium	0442.176.676	Full	100.00%	100.00%
EXMAR Shipmanagement India Private limited	India		Full	100.00%	60.00%
EXMAR Shipping NV	Belgium	0860.978.334	Full	100.00%	100.00%
EXMAR Shipping USA Inc.	USA		Full	100.00%	100.00%
EXMAR (UK) Shipping Company Limited	Great-Britain		Full	100.00%	100.00%
EXMAR VLGC NV	Belgium	0847.316.675	Full	100.00%	-
Export LNG Ltd	Hong Kong		Full	100.00%	-
Exview Hong Kong Ltd	Hong Kong		Full	100.00%	-
Franship Offshore Lux SA	Luxembourg		Full	100.00%	100.00%
Good Investment Ltd	Hong Kong		Full	100.00%	100.00%
Internationaal Maritiem Agentschap NV(*)	Belgium	0404.507.915	Full	99.03%	99.03%
Kellett Shipping Inc.	Liberia		Full	100.00%	100.00%
Seana Shipping & Trading, transport Company	Iran		Full	66.00%	66.00%
Springmarine Nigeria Limited	Nigeria		Full	100.00%	-
Tecto Cyprus Limited	Cyprus		Full	100.00%	100.00%
Tecto Luxembourg SA	Luxembourg		Full	100.00%	100.00%
Travel Plus NV	Belgium	0442.160.147	Full	100.00%	100.00%

(*) In 2012 the Group acquired an additional 40% in EXMAR Shipmanagement India Private Limited for KUSD 62, increasing the ownership to 100%.

35. INTEREST IN JOINT VENTURES

(IN THOUSANDS OF USD)

The Group has various interests in joint ventures. The following items are included in the consolidated annual accounts, which are in accordance with the Group's interest in the assets and liabilities, income/expenses arising from joint ventures.

	2012	2011
INCOME STATEMENT		
Operating income	108,902	113,482
Operting expenses	-64,499	-64,135
Operating profit	**44,403**	**49,347**
Net finance cost including change in fair value of financial instruments	-19,719	-41,801
Income taxes	-18	-295
Aggregated profit joint ventures	**24,666**	**7,251**
STATEMENT OF FINANCIAL POSITION		
Vessels	588,708	639,315
Other non-current assets	13,220	13,445
Non-current assets	**601,928**	**652,760**
Cash and cash equivalents	52,591	50,489
Other current assets	28,925	30,271
Current assets	**81,516**	**80,760**
Non-current borrowings	532,468	564,400
Financial instruments	57,010	60,447
Non-current liabilities	**589,478**	**624,847**
Current borrowings	33,132	33,979
Other current liabilities	19,089	20,817
Current liabilities	**52,221**	**54,796**

36. MAJOR EXCHANGE RATES USED

	2012	2011	2012	2011
	Closing rates		Average rates	
EXCHANGE RATES				
USD	1.3194	1.2939	1.2909	1.4035
GBP	0.8161	0.8353	0.8135	0.8734
HKD	10.2260	10.0510	10.0150	10.9239

All exchange rates used are expressed with reference to the EURO.

37. FEES STATUTORY AUDITOR

(IN THOUSANDS OF USD)

The worldwide audit and other fees in respect of services provided by KPMG Bedrijfsrevisoren or companies or persons related to the auditors, can be detailed as follows:

FEES STATUTORY AUDITOR	2012	2011
Audit services	320	344
Audit related services	36	17
Tax services	102	97
	458	**458**

38. SUBSEQUENT EVENTS

EXMAR NV closed in February 2013 with TEEKAY LNG PARTNERS L.P. their 50/50 LPG joint venture. In addition, the EXMAR LPG BVBA joint venture has placed an order for up to 8 MGC's with Hanjin Heavy Industries Corporation and successfully secured financing for its fleet (including the 4 newbuildings under construction) under a USD 355 million facility, co-arranged by Nordea and DNB.
EXMAR LPG will sell the DONAU (30,000 m^3 - 1985 built) in April for recycling.

STATEMENT ON THE TRUE AND FAIR VIEW OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE FAIR OVERVIEW OF THE MANAGEMENT REPORT

The board of directors, represented by Nicolas Saverys and Patrick De Brabandere, and the executive committee, represented by Nicolas Saverys and Miguel de Potter, hereby confirm that, to the best of their knowledge, the consolidated financial statements for the twelve months period ended 31 December 2012, which have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the assets, liabilities, financial position and profit or loss of the company and the entities included in the consolidation as a whole, and that the consolidated management report includes a fair overview of the development and performance of the business and the position of the company and the entities included in the consolidation, together with a description of the principal risks and uncertainties which they are exposed to.

REPORT OF THE STATUTORY AUDITOR

Statutory auditor's report to the general meeting of EXMAR NV for the year ended 31 December 2012

In accordance with the legal requirements, we report to you on the performance of our mandate of statutory auditor. This report includes our report on the consolidated financial statements for the year ended 31 December 2012, as defined below, as well as our report on other legal and regulatory requirements.

Report on the consolidated financial statements

We have audited the consolidated financial statements of EXMAR NV ("the Company") and its subsidiaries (jointly "the Group"), prepared in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium. These consolidated financial statements comprise the consolidated statement of financial position as at 31 December 2012 and the consolidated income statement and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information. The total of the consolidated statement of financial position amounts to KUSD 1.370.334 and the consolidated statement of comprehensive income shows a profit for the year of KUSD 54,628.

Board of directors' responsibility for the preparation of the consolidated financial statements

The board of directors is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium, and for such internal control as the board of directors determines, is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Statutory auditor's responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the statutory auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the statutory auditor considers internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the board of directors, as well as evaluating the overall presentation of the consolidated financial statements. We have obtained from the company's officials and the board of directors the explanations and information necessary for performing our audit.

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

Unqualified Opinion

In our opinion, the consolidated financial statements give a true and fair view of the Group's equity and consolidated financial position as at 31 December 2012 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

Report on other legal and regulatory requirements

The board of directors is responsible for the preparation and the content of the annual report on the consolidated financial statements.

In the framework of our mandate our responsibility is, in all material aspects, to verify compliance with certain legal and regulatory requirements. On this basis, we provide the following additional comment which does not modify our opinion on the consolidated financial statements:

- The annual report on the consolidated financial statements includes the information required by law, is consistent, in all material aspects, with the consolidated financial statements and does not present any material inconsistencies with the information that we became aware of during the performance of our mandate.

Kontich, 12 April 2013
KPMG Réviseurs d'Entreprises
Statutory auditor
represented by

Filip De Bock
Réviseur d'Entreprises / Bedrijfsrevisor

2. STATUTORY ACCOUNTS

STATUTORY ACCOUNTS

(IN THOUSANDS OF USD)

The statutory accounts of EXMAR NV are disclosed hereafter in summarised version. The full version will be filed with the National Bank of Belgium and are available on the Company's website (www.exmar.be). In his audit report, the statutory auditor did not express any reservations in respect of the statutory accounts of EXMAR NV.

Balance sheet

	31/12/12	31/12/11
ASSETS		
FIXED ASSETS	**772,138**	**604,931**
Tangibles assets	211	238
Financial assets	771,927	604,693
CURRENT ASSETS	**285,771**	**343,746**
Amounts receivable after one year	64,115	71,625
Amounts receivable within one year	61,694	137,667
Investments	137,947	132,206
Cash and cash equivalents	21,187	1,341
Accrued income and deferred charges	828	907
TOTAL ASSETS	**1,057,909**	**948,677**
EQUITY AND LIABILITIES		
EQUITY	**564,154**	**434,199**
Capital	88,812	88,812
Share premium	209,902	209,902
Reserves	104,413	95,568
Accumulated profits	161,027	39,917
PROVISIONS AND DEFERRED TAXES	**3,198**	**3,685**
Provisions and deferred taxes	3,198	3,685
LIABILITIES	**490,557**	**510,793**
Amounts payable after one year	325,270	337,009
Amounts payable within one year	77,948	110,459
Accrued charges and deferred income	87,339	63,325
TOTAL EQUITY AND LIABILITIES	**1,057,909**	**948,677**

Income statement

	01/01/2012 - 31/12/12	01/01/2011 - 31/12/11
INCOME STATEMENT		
Operating income	1,350	2,012
Operating expenses	5,726	6,006
Operating result	**-4,376**	**-3,994**
Financial income	70,562	55,397
Financial expenses	33,618	39,822
Results from ordinary activities before tax	**32,568**	**11,581**
Extra-ordinary income	129,672	60,644
Extra-ordinary expenses	881	26,448
Result for the year before tax	**161,359**	**45,777**
Income tax	3	0
Result for the year	**161,356**	**45,777**
APPROPRIATION OF RESULT		
Result to be appropriated	201,274	93,902
Transfer to / from capital and reserves	-8,846	-2,594
Result to be carried forward	-161,027	-39,917
Distribution of result	-31,401	-51,391

EXMAR