

TO:

Lithuanian Securities Commission

Konstitucijos ave. 23

LT-08105 Vilnius, Lithuania

2009-05-20 Nr. FIN-1-77-09

## **Confirmation of responsible persons**

Fallowing the Article No. 22 of Law on Securities of the Republic of Lithuania and Rules on Preparation and Submission of Periodic and Additional Information of the Lithuanian Securities Commission, we, Vytautas Lygnugaris, President of Limarko laivininkystes kompanija AB, and Renaldas Vyšniauskas, Finance Director of Limarko laivininkystes kompanija AB, hereby confirm, that to the best of our knowledge, the attached not audited Limarko laivininkystes kompanija AB Interim Financial Statements for the three months of 2009, 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 Limarko laivininkystes kompanija AB.

#### **Enclosure:**

1. Limarko laivininkystės kompanija AB Interim Financial Statements for the three months of of 2009;

Chief Executive Officer

Chief Financial Officer

Vytautas Lygnugaris

Renaldas Vyšniauskas





Interim Financial Statements for the first three months of 2009

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The financial statements of Limarko laivininkystės kompanija AB have been prepared in accordance with International Financial Reporting Standards (IFRSs), as adopted by the European Union.

Interim financial statements for the first three months of 2009 are not audited.

### **Income statement**

In thousand of Litas	Note	1Q, 2009	1Q, 2008
Revenue	1	38 640	36 025
Cost of sales	2	(33 866)	(32 899)
Gross profit		4 773	3 127
Other operating income, net	3	21	57
Distribution expenses		3	7
Administrative expenses	4	(1 898)	(1 814)
Operating profit before financing costs		2 900	1 376
Financial income		557	6 857
Financial expenses		(14 010)	(1 356)
Net financial costs/income	5	(13 453)	5 500
Profit (loss) before tax		(10 554)	6 876
•			
Income tax expense			
Profit (loss) for the year		(10 554)	6 876

The notes set out on pages 6 to 18 form an integral part of these financial statements.



## **Balance sheet**

In thousand of Litas	Note	2009 03 31	2008 12 31	2008 03 31
Assets				
Property, plant and equipment	6	317 976	324 224	233 109
Intangible assets	7	47	45	49
Other investments	8	1 739	1 186	248
Long term receivable				387
Total non-current assets		319 762	325 455	233 794
Inventories	9	6 023	5 916	6 547
Receivable	10	13 966	9 598	14 084
Cash and cash equivalents	11	5 168	374	230
Total current assets		25 157	15 887	20 861
Total assets		344 920	341 342	254 655
Equity	ı		•	*1
Issued capital		120 212	120 212	109 451
Reserves		7 645	7 645	6 597
Retained earnings		(9 263)	1 290	22 176
Total equity	12	118 594	129 148	138 223
Liabilities				
Interest-bearing loans and borrowings Deferred tax liabilities	13	167 609	164 513	83 298
Total non-current liabilities		167 609	164 513	83 298
Interest-bearing loans and borrowings	13	28 692	25 047	14 788
Trade and other payables	14	30 025	22 635	18 346
Total current liabilities		58 717	47 682	33 134
Total liabilities		226 326	212 194	116 431
Total equity and liabilities		344 920	341 342	254 655

The notes set out on pages 6 to 18 form an integral part of these financial statements.



## **Statement of cash flows**

In thousand of Litas	Note	1Q, 2009	1Q, 2008
Cash flows from operating activities			
Profit (loss) before tax		(10 554)	6 876
Adjustments for:			
Depreciation	6	7 469	5 697
Amortization	7	8	9
Gain on sales of non-current assets	3	(2)	0
Written off non-current assets		1	0
Investments revaluation result		(553)	
Effects of exchange rate changes on the bank loans		12 310	(6 647)
Interest expenses, net	5	1 378	1 339
Net cash from ordinary activities before any changes in		10 057	7 275
Change in inventories		(108)	841
Change in receivable		(4 368)	(2 392)
Change in trade and other payables		7 390	(67)
Net cash generated from ordinary activities		12 971	5 657
Net interests paid / received		(1 378)	(1 339)
Income tax paid			
Net cash from operating activities		11 593	4 318
Cash flows from investing activities			
Acquisition of tangible non-current assets	6	(1 221)	(10)
Acquisitions of intangible non-current assets	7	(10)	(2)
Acquisition of financial asset			
Proceeds from sale of tangible non-current assets	3	2	
Net cash from investing activities		(1 230)	(12)
Cash flows from financing activities			
Proceeds from borrowings			
Repayment of borrowings		(5 569)	(5 777)
Payment of finance lease liabilities		0	
Emission of shares			
Bonuses paid			
Net cash from financing activities		(5 569)	(5 777)
Net decrease in cash and cash equivalents		4 794	(1 471)
Cash and cash equivalents at1 January		374	1 702
Cash and cash equivalents at 31 March		5 168	230

The notes set out on pages 6 to 18 form an integral part of these financial statements.



## Statement of changes in equity

In thousand of Litas	Share capital	Legal reserve	Retained earnings	<b>Total equity</b>
Balance at 1 January 2007	109 451	6 597	15 299	131 347
Net profit (loss) for 1Q 2008	-	-	6 876	6 876
Balance at 31 March 2008	109 451	6 597	22 176	138 223
Balance at 1 January 2009	120 212	7 645	1 290	129 148
Net profit (loss) for 1Q 2009	-	-	(10 554)	(10 554)
Balance at 31 March 2009	120 212	7 645	(9 263)	118 594

#### **Explanatory letter**

Limarko Shipping Company AB (the "Company") is a company registered in Lithuania. The Company is involved in transportation of cargo by sea transport (vessels).

The major shareholder of the Company is Limarko UAB, a company incorporated in Lithuania, which owns 87.2% of the share capital (31 March 2009). The ordinary shares of the company are listed on the NASDAQ OMX Vilnius.

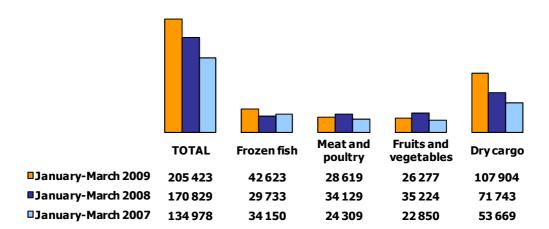
The interim financial statements for the first three months of 2009 have been prepared in accordance with International Financial Reporting Standards (IFRSs), as adopted by the European Union.

The financial statements are presented in Litas, the legal currency of Lithuania, which is considered to be the functional currency of the Company, and are prepared on the historical cost basis except for available-for-sale financial assets which are measured at fair value, accounting records are maintained in accordance with Lithuanian laws and regulations.

As of March 2009, the Company owned 17 vessels: 14 reefer ships and 3 container ships.

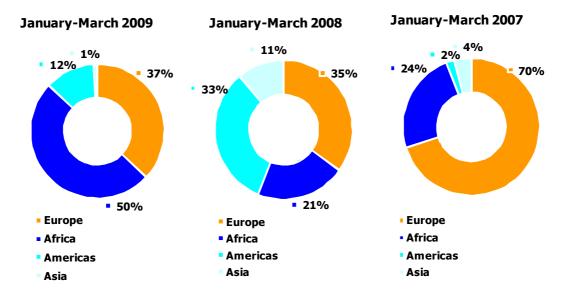
During the three months of 2009 Limarko laivininkystes kompanija AB transported a total of 205 thousand tons of cargo, whereof 47% accounted for frozen, chilled and perishable food products, and the remaining 53% accounted for dry cargo:





The total amount of cargo transported during the three months of 2009 increased by 20%, when compared to the first three months of 2008. Due to varying length of transportation routes and cargo structure, revenue of the Company is not directly related to the quantity of cargo transported.

The main operation regions of the Company vessels were the continents of Africa and Europe, which respectively accounted for 50 and 37 percent of all transported cargoes. Transportations in the region of Americas constituted 12 percent and 1 percent in Asia:



The revenue of Limarko laivininkystes kompanija AB for the first quarter of 2009 amounted to LTL 38.6 million and increased by 7% when compared to the revenue of LTL 36.0 million during the first quarter of 2008.

During the first quarter of 2009 the Company achieved the EBITDA of LTL 10.4 million and the EBITDA margin was 27%. The EBITDA for the first quarter of 2008 was LTL 7.0 million and the EBITDA margin was 20%.

The loss of the Company for the first quarter of 2009 was LTL 10.6 million. The pre-tax profit of the Company for the first quarter of 2008 was LTL 6.9 million.

The main reasons affecting the results of the first quarter of 2009 were:

- the rise of the exchange rate of the US Dollar, which resulted in the currency exchange rate change loss of LTL 12.6 million (EUR 3.7 million);
- the decreased demand for transportation of cargo by sea as a result of economic slowdown.



### 1. Revenue

In thousand of Litas	1Q, 2009	1Q, 2008
W	21.056	22.012
Voyage charter operations	21 976	22 812
Time charter operations	11 168	7 713
Pool operations	5 050	5 500
Demurrage	445	
Total revenue	38 640	36 025

## 2. Cost of sales

In thousand of Litas	1Q, 2009	1Q, 2008
Crew costs	8 812	8 263
Fuel	6 602	8 950
Depreciation	7 358	5 598
Repair and maintenance of vessels	4 107	4 232
Commissions	1 350	1 342
Port dues	1 894	1 420
Insurance	1 577	1 302
Lubricating oil	1 530	1 197
Other costs	637	595
	25 054	24 636

# 3. Other operating income/expenses

In thousand of Litas	1Q, 2009	1Q, 2008
Revenue from sale of non-current assets	2	
Cost of sold non-current assets	(0)	
Net revenue from sale of non-currents assets	2	
Other operating income, net	20	57
	21	57



# 4. Operating costs

In thousand of Litas	1Q, 2009	1Q, 2008
Staff costs	941	912
Rental costs	257	263
Depreciation and amortization	119	108
Business trips	50	56
Explotation and maintenance of real estate	92	68
Communication	50	48
Other costs	390	360
	1 898	1 814

# 5. Net financial costs / income

In thousand of Litas	1Q, 2009	1Q, 2008
Financial income:		
Currency exchange rate gain		6 840
Interest	3	16
Penalties	0	
Investments revaluation gain	553	
Total financial income	557	6 857
Financial expenses:		
Currency exchange rate loss	(12 628)	
Interest	(1 381)	(1 355)
Penalties	(1)	(1)
Investments revaluation loss		
Total financial costs	(14 010)	(1 356)
	(13 453)	5 500



# 6. Property, plant and equipment

In thousand of Litas	Land and buildings	Vessels and cars	Other assets	Total
Cost Balance at 1 January 2008 Acquisitions Disposals	2 909	307 012	1 670 10 (5)	311 591 10 (5)
Balance at 31 March 2008	2 909	307 012	1 675	311 596
Balance at 1 January 2009 Acquisitions Disposals	2 909	406 598 1 202 (786)	1 659 19 (4)	411 166 1 221 (790)
Balance at 31 March 2009	2 909	407 014	1 675	411 598
Depreciation and impairment losses Balance at 1 January 2008 Depreciation charge for the period Disposals Balance at 31 March 2008	1 006 22 1 028	70 988 5 608 76 596	801 68 (5) 863	72 795 5 697 (5) 78 487
Balance at 1 January 2009 Depreciation charge for the period Disposals Balance at 31 March 2009	1 094 22 1 116	84 877 7 383 (786) 91 474	971 63 (3) 1 031	86 942 7 469 (789)
Balance at 31 March 2009	1 116	91 4/4	1 031	93 622
Carrying amounts At 1 January 2008 At 31 March 2008	1 903 1 881	236 024 230 416	869 812	238 796 233 109
At 1 January 2009 At 31 March 2009	1 815 1 793	321 721 315 539	688 644	324 224 317 976

## **Depreciation**

Depreciation is recognised in the following line items in the income statement:

In thousand of Litas	1Q, 2009	1Q, 2008
Cost of sales	7 358	5 598
General and administrative operating expenses	119	108
	7 477	5 707



#### 7. Intangible assets

In thousand of Litas	Software	Total
Balance at 1 January 2008 Acquisitions Disposals	281 2	281 2
Balance at 31 March 2008	283	283
Balance at 1 January 2009 Acquisitions Disposals	302 10	302 10
Balance at 31 March 2009	312	312
Amortisation and impairment losses  Balance at 1 January 2008  Amortisation for the period  Disposals  Balance at 31 March 2008	225 9 234	225 9 234
Balance at 1 January 2009 Amortisation for the period Disposals Balance at 31 March 2009	257 8 265	257 8 265
Carrying amounts	200	200
At 1 January 2008	56	56
At 31 March 2008	49	49
At 1 January 2009 At 31 March 2009	<u>45</u> 47	45 47
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#### 8. Investments

In thousand of Litas	2009 03 31	2008 03 31
Shares of Alpha Reefer Transport GmbH	166	248
Investment into securities	1 574	
	1 739	248

Available-for-sale investments include 20% of the shares of Alpha Reefer Transport GmbH. Alpha Reefer Transport GmbH is the company, through which Limarko Shipping Company AB earns pool revenue. An impairment of 83 thousand Litas on the investment was recognised in the income statement for 2008. Pool income and costs include income from the Company's ships operating under Pool agreement (note 1) and related costs. Pool costs are in proportion to earned income.

The investment into securities amount to 4 253 446 shares of Lietuvos jūrų laivininkystė AB. The investment is accounted for at fair value. The revaluation gain of 553 thousand Litas on the investment was recognised in the income statement for the three months of 2009.



#### 9. Inventories

In thousand of Litas	2009 03 31	2008 03 31
Fuel	3 963	5 231
Lubricating oil	2 053	1 321
Raw materials and consumables	8	64
	6 023	6 617
Allowance for slow moving inventory		-70
	6 023	6 547

#### 10. Receivables

In thousand of Litas	2009 03 31	2008 03 31
Trade receivable	8 058	9 624
Deferred expenses	5 401	3 953
Prepayments	38	126
Other receivable	469	381
	13 966	14 084

The majority of deferred expenses comprise prepaid insurance premiums.

The ageing of trade and other receivables as at 31 March 2009 and 2008 can be specified as follows:

In thousand	Trade and other receivables not past due	Trade rece	Trade receivables past due an impairment allowance on which is not recognised				
of Litas	an impairment allowance on which is not recognised	Less than 30 days	30–59 days	60–89 days	90–359 days	More than 360 days	Total
2008 03 31	10 005						10 005
2009 03 31	8 527						8 527

Quality of financial assets not past due on which no impairment allowance has been formed

No indication exists that liabilities which are not past due and not impaired as at reporting date will not be settled as the Company provides services only to well known and solvent third parties.



## 11. Cash and cash equivalents

In thousand of Litas	2009 03 31	2008 03 31
Bank balances	1 417	203
Cash in hand	14	27
Short-term time deposit	3 738	
	5 168	230

## 12. Share capital

As of 31 March 2009, the authorised share capital, issued and fully paid, comprised 120 212 429 ordinary shares at a par value of LTL 1 each.

Holders of ordinary shares are entitled to one vote per share in the General Meeting of the Company and are entitled to receive dividends.

The shares are listed in NASDAQ OMX Vilnius.

The total number of shareholders of Limarko laivininkystes kompanija AB on 31 March 2009 was 543. Shareholders who on 31 March 2009 owned more than 5% of the Company's authorized capital:

Shareholder's name, sumame (enterprise name, form, office address, enterprise register code)	Number (units) of shares belonging to shareholders by the right of ownership	Owned portion of the authorized capital	Portion of votes granted by shares belonging by the right of ownership	Portion of votes belonging to a shareholder jointly with associated persons
Limarko UAB (Naujoji uosto str. 8, Klaipėda, enterprise code 4076537)	104 835 420	87,2%	87,2%	87,2%
Skandinaviska Enskilda Banken Clients (Sergels Torg 2, 10640 Stockholm, code 502032908101)	6 832 415	5,7%	5,7%	5,7%



## 13. Interest-bearing loans and borrowings

The company's interest-bearing loans and borrowings are as follows:

Lending institution	Ref	Principal	<b>Balance tLTL</b>	Balance tLTL
Lending institution	Kei	amount	2009 03 31	2008 03 31
AB SEB Bankas, (mv "Andromeda")	a)	2 150 tUSD	5 611	6 458
AB SEB Bankas, (mv "Libra")	b)	3 230 tUSD	8 429	9 041
"Swedbank", AB, (mv "Pluto" and mv "Uranus'	c)	8 741 tUSD	22 811	24 214
"Swedbank", AB, (mv "Capella")	d)	9 309 tUSD	24 292	21 965
AB SEB Bankas, (mv "Serenada")	e)	5 549 tUSD	14 482	14 768
UniCredit Bank, (mv "America Feeder")	f)	9 062 tUSD	23 647	21 640
UniCredit Bank, (mv "Tokata")	g)	21 920 tUSD	57 202	
"Swedbank", AB, (mv "Cassiopea")	h)	15 262 tUSD	39 827	
Total liabilities		75 223 tUSD	196 301	98 086
Less: current portion		-10 995 tUSD	-28 692	-14 788
Total long term portion of net liabilities		64 228 tUSD	167 609	83 298

Interest rates for the loans are variable and relate to LIBOR, varying from LIBOR+0.8% to LIBOR+1.35%. The applicable interest rates are close to effective interest rates.

- a) The loan was received to finance acquisition of the vessel "Andromeda". The loan is to be repaid by 31 December 2011 in guarterly payments. The loan is secured by pledging the vessel "Andromeda".
- b) The loan was received to finance the acquisition of the vessel "Libra". The loan is to be repaid by 23 October 2012 in quarterly payments. The loan is secured by pledging the vessel "Libra".
- c) The loan was received to finance the acquisition of the vessels "Pluto" and "Uranus". The loan is to be repaid by 3 January 2013 in quarterly payments. The loan is secured by pledging the vessels "Pluto", "Uranus" and "Lyra".
- d) The loan was received to finance the acquisition of the vessel "Capella". The loan is to be repaid by 31 December 2013 in quarterly payments. The loan is secured by pledging the vessel "Capella".
- e) The loan was received to finance the acquisition of the vessel "Serenada". The loan is to be repaid by 11 August 2012 in quarterly payments. The loan is secured by pledging the vessel "Serenada".
- f) The loan was received to finance the acquisition of the vessel "America Feeder". The loan is to be repaid by 30 September 2017 in quarterly payments. The loan is secured by pledging the vessel "America Feeder".
- g) The loan was received to finance the acquisition of the vessel "Tokata". The loan is to be repaid by 15 June 2011 in quarterly payments. The loan is secured by pledging the vessel "Tokata".
- h) The loan was received to finance the acquisition of the vessel "Cassiopea". The loan is to be repaid by 18 September 2015 in quarterly payments. The loan is secured by pledging the vessels "Cassiopea", "Astra", as well as "Uranus" by secondary pledge.



### 14. Trade and other payables

In thousand of Litas	2009 03 31	2008 03 31
Trade payable	18 245	12 070
Amounts received in advance	3 218	188
Remuneration payable	8 457	5 971
Other payable	105	117
	30 025	18 346

#### 15. Subsequent events

The following resolutions were adopted at the annual General Meeting on 29th April 2009:

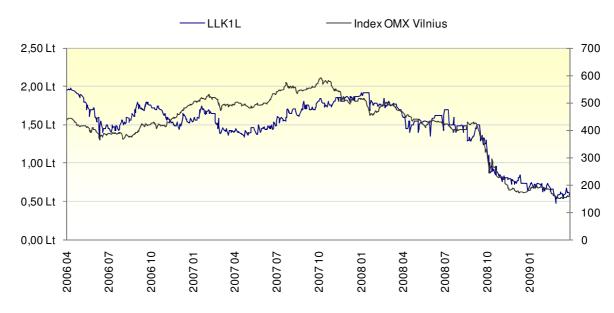
- 1. Company's Annual Report for the year 2008 Annual Report for the year 2008 has been familiarized with.
- 2. Audit report for the year 2008 Audit report for the year 2008 has been familiarized with.
- 3. Approval of company's financial statements for the year 2008 –financial statements for the year 2008 were approved.
- 4. Appropriation of profit (loss) for the year 2008 Appropriation of company's profit (loss) for the year 2008 was approved, according to which:
- 4.1. Retained profit (loss) of the previous financial year at the end of reporting year: LTL 14 251 154 or EUR 4 127 419;
- 4.2. Net profit (loss) for the reporting year: LTL (12 960 776) or EUR (3 753 700);
- 4.3. Allocated profit (loss): LTL 1 290 378 or EUR 373 719;
- 4.4. Share of profit allocated to the statutory reserve: LTL 0 or EUR 0;
- 4.5. Share of profit allocated to annual allowances (bonuses) to members of the Board: LTL 0 or EUR 0:
- 4.6. Retained profit (loss) at the end of the year under report, moved forward to the following year LTL 1 290 378 or EUR 373 719.
- 5. Amendment of the Articles of Association:
- 5.1 Amendments to the Articles of Association of the Company were approved;
- 5.2. Mr. Vytautas Lygnugaris was authorized to sign the amended edition of the Articles of Association of the Company, having regard to the resolutions of annual General Meeting of 29th April 2009.
- 6. Regarding the Audit Committee:
- 6.1. the Audit Committee was established;
- 6.2. the Regulations of the Audit Committee were approved;
- 6.3. having regard to the approved Regulations of the Audit Committee, the members of the Audit Committee shall be elected by the Board of the Company.

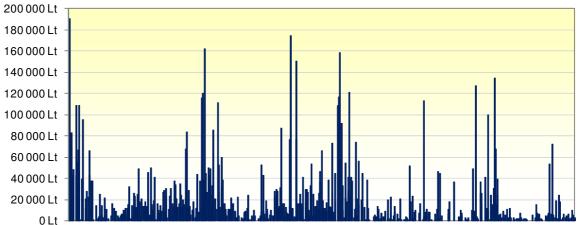
On 11 May 2009 SE "Centre of Registers" registered the Articles of Association of Limarko Shipping Company AB, as amended during the annual General Meeting of 29 April 2009.



### Dynamics of share price and turnover

Dynamics of Limarko laivininkystės kompanija AB share price and turnover in NASDAQ OMX Vilnius during the last three years:







#### Members of collegial bodies, the Company's chief executive officer

Personal status	Name, surname	Number of shares owned in the Issuer	Start date	End date
Board:				
Chairman of the Board	Vytautas Lygnugaris	2 949 852	2007 04 20	2011 04 20
Board member	Igoris Uba	1 264 222	2007 04 20	2011 04 20
Board member	Sigitas Baltuška	-	2007 04 20	2011 04 20
Board member	Egidijus Bernotas	-	2007 04 20	2011 04 20
Board member	Steponas Ranonis	-	2008 08 11	2011 04 20
Head of administration:				
President	Vytautas Lygnugaris	2 949 852	2003 10 07	-

Vytautas Lygnugaris - Chairman of the Board and President of Limarko laivininkystės kompanija AB. Mr. Lygnugaris is also the Chairman of the Board of Lithuanian Shipowners Association, Limarko jūrų agentūra UAB and Baltkonta UAB. In 2002 he graduated from the Baltic Management Institute with the executive MBA. In 1987 he graduated from State Maritime Academy of St. Petersburg.

Igoris Uba – member of the Board. Mr. Uba is the director general, member of the Board of Limarko jūrų agentūra UAB and Baltkonta UAB. He is also the member of the Board of Lithuanian Shipbrokers and Agents Association. In 2004 he graduated from the Baltic Management Institute with the executive MBA. In 1984 he graduated from State Maritime Academy of St. Petersburg.

Sigitas Baltuška – member of the Board. Mr. Baltuška is the director of public relations agency GCI. He graduated from the Faculty of Economics of Vilnius University with a master in Industry Planning. He also obtained MBA degree from Vytautas Magnus University and graduated from the Baltic Management Institute with the executive MBA. From 2000 to 2004 he worked as a coordinator and representative for relations with the Government at Philip Morris Lietuva UAB. From 1994 to 2000 Mr. Baltuška worked as the commerce advisor at the Danish Embassy. The Company considers Mr. Baltuška to be an independent member of the Board.

Egidijus Bernotas - member of the Board. Mr. Bernotas is Attorney-at-law at Bernotas & Dominas Glimstedt law firm. He is also a member of the Board at Adminiculum UAB and Public Enterprise European Social, Legal and Economic Projects. In 1994 he graduated from the Law Faculty of Vilnius University with a master's degree in law. The Company considers Mr. Bernotas to be an independent member of the Board.

Steponas Ranonis - member of the Board. Mr. Ranonis is the Chief Technical Officer of Limarko laivininkystės kompanija AB. In 1975 he graduated from the Department of Maritime Navigation at Klaipeda Naval School, where he obtained the qualification of technical-navigational officer. In 1982 Mr. Ranonis obtained the qualification of engineer-economist from the Economics Faculty of Kaliningrad Fishing, Industry and Economy Institute. From 1975 until 1996 he served on vessels and finished his sea-going career as a Master Mariner.



#### **Employees**

	2009 03 31	2008 03 31	2007 03 31
Average number of employees:	499	462	436
Managing personnel	6	7	6
On-shore employees	30	32	35
Seafarers	463	423	395
Average gross salary:			
Managing personnel	12 567 Lt	17 672 Lt	12 395 Lt
On-shore employees	4 823 Lt	4 794 Lt	3 932 Lt
Seafarers (with daily allowance)	5 213 Lt	6 812 Lt	4 350 Lt

#### Data on published information

In accordance with the requirements of securities market regulations, the Company during the three months of 2009 publicly announced the following information:

- 8 January 2009 Regarding the forecast of the results for the year 2008
- 15 January 2009 Investor's calendar for 2009
- 2 February 2009 New organizational and management structure of Limarko laivininkystes kompanija AB approved
- 26 February 2009 Unaudited operational results for the year 2008 and forecast for the year 2009
- 27 March 2009 Notice on the annual General Meeting

All information concerning material events publicly announced during the year 2008 is available for familiarisation at the office of Limarko laivininkystes kompanija AB at the address: Naujoji Uosto str. 8, Klaipėda, and on the Company's website <a href="https://www.limarko.com">www.limarko.com</a>.

