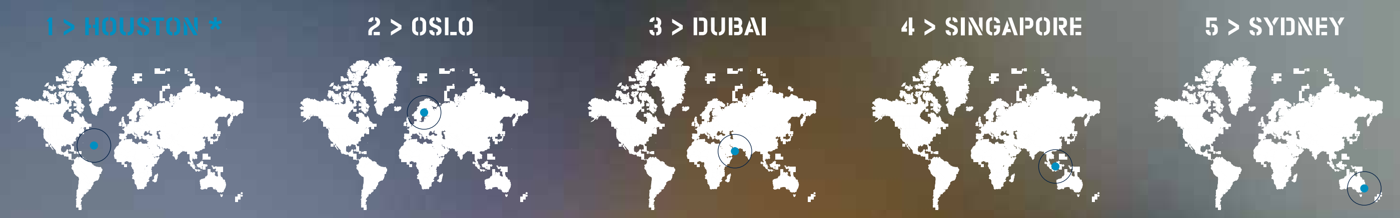
WILH. WILHELMSEN HOLDING ASA

ANNUAL REPORT

2010



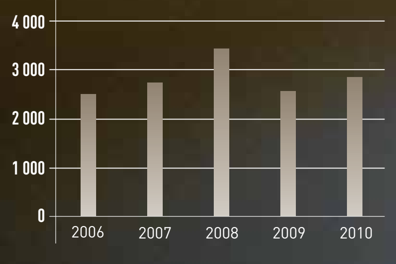
KEY FIGURES > CONSOLIDATED ACCOUNTS

		2010	2009	2008	2007	2006
INCOME STATEMENT						
Total income *	USD mill	2 846	2 573	3 434	2 728	2 511
Primary operating profit *	USD mill	436	436	495	417	538
Operating profit *	USD mill	273	241	352	266	368
Profit before tax *	USD mill	144	319	28	242	268
Net profit	USD mill	75	334	95	7	230
BALANCE SHEET						
Fixed assets	USD mill	2 721	2 581	2 421	1 972	1 877
Current assets	USD mill	1 359	1 103	828	866	857
Equity	USD mill	1 538	1 269	914	953	1 037
Interest bearing debt	USD mill	1 723	1 730	1 453	1 139	1 239
Total assets	USD mill	4 080	3 684	3 250	2 839	2 735
KEY FINANCIAL FIGURES						
Casf flow from operation (1)	USD mill	235	173	357	146	180
Liquid funds at 31 December (2)	USD mill	944	700	454	412	374
Liquidy ratio (3)		1,7	2,3	1,4	1,6	2,0
Equity ratio (4)	%	38%	34%	28%	34%	38%
YIELD						
Return of capital employed (5)	%	5.8%	13.4%	4.1%	13.2%	28.3%
Return of equity (6)	%	5.3%	30.6%	10.1%	0.7%	44.4%
KEY FIGURES PER SHARE						
Earnings per share (7)	USD	1.29	7.11	1.94	0.07	4.73
Diluted earnings per share (8)	USD	1.29	7.11	1.94	0.07	4.72
Primary operating profit per share (9)*	USD	9.38	9.38	10.63	8.85	11.23
Average number of shares outstanding	(in thousand)	46 504	46 504	46 504	47 148	47 937

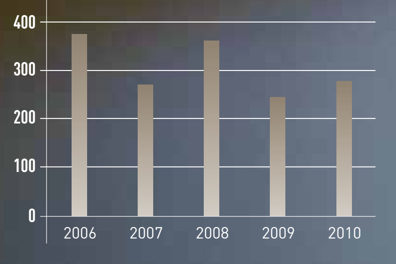
DEFINITIONS:

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

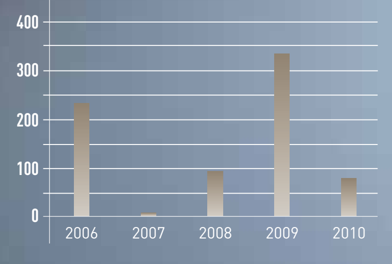
TOTAL INCOME* (USD MILL)



OPERATING PROFIT* (USD MILL)



NET PROFIT/(LOSS) (USD MILL)



* Figures according to the proportinal method for joint ventures, whitch reflects the group's underlying operations in more details than the financial statements based on equity method for joint ventures.

WWH ASA

DIRECTORS' REPORT

ACCOUNTS AND NOTES

CORPORATE GOVERNANCE

OTHER INFORMATION

*** 1 > HOUSTON**

WW established its first US agency office in New York in 1929 to cater for its liner vessels calling there. Today our regional head office is located in Houston, Texas. The cruise industry is large in this region, and our employees have specialised competence within this demanding sector.

* 1 > OSLO

The WW story began in 1861. We celebrate our 150th anniversary in 2011. 150 years is more than time. It is an unbroken story of vessels criss-crossing the world's oceans. It is thousands of men and woman providing the best customer service. It is 150 years of shaping the maritime industry.

DIRECTORS' REPORT

Wilh. Wilhelmsen Holding group (WWH) experienced a positive development in revenue and operating result in 2010. The improvement was driven by a rebound in shipping volumes starting at end of first quarter and gaining full momentum during the second quarter.

Development within logistics followed shipping with a gradual increase in revenue and profit throughout the year. Maritime services, having better escaped the global financial downturn, had a stable over all development, but with individual differences between business areas.

During 2010 WWH went through a major restructuring in order to increase solidity and position for growth. In June, the group was reorganised with a new net debt free parent company, Wilh. Wilhelmsen Holding ASA, and two main subsidiaries: Wilh. Wilhelmsen ASA (WWASA) and Wilhelmsen Maritime Services AS (WMS). This was followed by a successful Initial Public Offering ("IPO") and listing of WW ASA as a separate company on the Oslo Stock Exchange on June 24. Through the IPO, WWASA raised USD 226 million in new capital while WWH maintained a 72.7% majority shareholding.

After a slow start, the newly listed WWASA has been well received by the financial market, with share price increasing from NOK 24.20 to NOK 42.50 by the end of the year. On 17 December 2010, WWASA was included in the Oslo Børs Benchmark Index (OSEBX), which comprises the most traded shares listed on the Oslo Stock Exchange. WWH shareholders benefitted from a similar positive development, with a total return of 43.8% for WWI shares and 37.9% for WWIB shares during 2010 compared with a 4.4% increase of the Oslo Stock Exchange Industrial index (source Oslo Stock Exchange Annual statistics). A NOK 2.00 dividend per share was paid during the second quarter of 2010. In 2011, the intention is to resume payment of dividend twice a year, and the board is proposing a NOK 3.50 dividend per share payable during the second quarter.

Cont next page

DIRECTORS' REPORT

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

The increased solidity following the IPO and improved results have opened up possibilities for new investments. During the second half of 2010 WWASA group placed the order for one new pure car an truck carrier (PCTC) and acquired a logistics entity, and on the last day of the year the WMS group signed an agreement to buy Nalfleet, a provider of marine chemicals.

On 14 April, deputy chair Diderik Schnitler took over from Wilhelm Wilhelmsen as chair of the board. On 1 October, deputy group CEO Thomas Wilhelmsen replaced Ingar Skaug as group CEO.

In 2011, the group will celebrate its 150 year anniversary.

WWH's vision is to take an active role in shaping the maritime industry. WWASA and WMS are global market leaders within their respective market segments, car/ro-ro shipping and logistics and maritime services. Benefitting from a global competence base and a healthy balance sheet, the companies are well positioned to benefit from future development within their respective business areas. The parent company of the group is net debt free. Through its combined global network and strong balance sheet, the group has capability to also undertake maritime related investments outside its present main segments.

FINANCIAL SUMMARY

Income statement

The WWH financial statement for 2010 prepared according to the equity method show an operating profit of USD 249.0 million in 2010, compared with USD 239.9 million in 2009. (Figures for the corresponding period of 2009 will hereafter be shown in brackets). Operating income for the group amounted to USD 1 285.3 million for the year (USD 1 257.4 million).

Total income for 2010 included USD 11.2 million (USD 110.2 million) in total gains on sale of assets. The gain on sale of assets for 2010 were primarily related to normal business operation within maritime services and cancellation of two vessel purchase options, while 2009 included a USD 46.5 million gain from sale of WWH's head office and a USD 44.8 million gain related to the sale of 5% shareholding in Glovis. Excluding gains from sale of Glovis shares and head office, the operating profit improved with USD 100.4 million compared to 2009, primarily due to a rebound in shipping.

The shipping segment recorded a significantly higher operating profit for the year at USD 163.0 million (USD 59.4 million), following a 25 % year-on-year increase in cargo volumes. Adjusting for sales gain, the logistics segment's operating profit and total income also rose compared with 2009, driven by a strong fourth quarter. The maritime services segment reported USD 80.3 million in operating profit for 2010 (USD 79.0 million). Strong performance towards the merchant fleet continued to offset weak demand from yards.

Group profit before tax and minority interests was USD 130.8 (USD 312.3 million), following net financial expenses of USD 118.2 million (income of USD 72.4 million). Financial expenses for 2010 were negatively impacted by a USD 37.7 million loss from mark-to-market valuation of the group's interest rate hedging instruments (gain of USD 83.4 million) and a USD 13.2 million net loss from currency items (net gain of USD 35.2 million). 2010 net financials were positively affected by gain on the group's financial investment portfolio of USD 8.0 million (gain of USD 28.4 million). Total interest expenses for the group including realize portion of interest rate hedges came to USD 82.0 million (USD 74.7 million), with floating rate portion of debt positively impacted by continued low USD and NOK interest rates.

Profit after tax and minorities was USD 60.1 (USD 330.7 million). The year 2010 was negatively affected by a USD 83 million tax charge reported in the third quarter as a result of converting the environmental fund to deferred tax.

Minority interests' share of net profit were USD 14.5 million (USD 3.1 million). Minority interests have historically related to minority shareholders within the WMS group of companies (the maritime services segment). Following the IPO in WWASA in June 2010, minority interests also relate to the 27.3% of the shares in WWASA not owned by WWH. WWASA minority interests' share of net profit were USD 9.7 million.

Cash flow, liquidity and debt

The group's net cash flow in 2010 from operating, investing and financing activities amounted to USD 248 million (USD 216 million). Cash flow from operating activities increased to USD 235 million (USD 173 million) reflecting rebound of shipping revenue

HIGHLIGHTS FOR 2010:

- Positive development in revenue and operating result
  - > Rebound in shipping volumes and result
  - > Improved logistics performance
  - > Maritime services stable
- Restructuring of the group
  - > Wilh. Wilhelmsen Holding ASA new parent company
  - > IPO and listing of Wilh. Wilhelmsen ASA on the Oslo Stock Exchange
- Strong increase in WWI/WWIB share price
- New investments undertaken:
  - > Order for one PCTC
  - > Investment in a logistics company
  - > Acquisition of a marine chemical company

"Following positive cash flow from operation and cash proceeds from IPO, WWH has a solid financial platform for further growth."

within wholly owned subsidiaries. Cash flow from operation does not fully reflect operating result before depreciation (EBITDA) mainly due to retained earnings in joint ventures. Cash flow from investing activities came to a negative USD 86 million (negative USD 94 million), driven by vessel investments. Cash flow from financing activities contributed with USD 99 million (USD 137 million) including a USD 220 million net proceed from the IPO in WWASA.

Following positive cash flow from operation and cash proceeds from the IPO, cash and cash equivalents increased to USD 802 million by year end 2010 (USD 554 million). Total liquid assets including current financial investments increased to USD 944 million (USD 699 million). The main group companies also have undrawn committed drawing rights to cover any short term cash flow needs, including where relevant back stop for outstanding certificates and bonds with a remaining term of less than 12 months to maturity.

The group carries out active financial asset management of part of the group's liquidity. The value of the parent company active investment portfolio amounted to NOK 490 million at 31 December 2010, with investment in various asset classes including Nordic shares and investment grade bonds.

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

As of 31 December 2010, the group's total interest bearing debt was USD 1 723 million (USD 1 730 million), of which USD 86 million related to the parent (nil), USD 317 million related to the WMS group (USD 332 million) and USD 1 320 million related to the WWASA group (USD 1 398 million). Share of interest bearing debt in WWASA joint ventures amounted to USD 806 million (USD 767 million). New borrowing arranged in 2010 included a NOK 750 million multicurrency revolving and term loan facility in parent.

Going concern assumption

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

Reporting

WWH has received an exemption from the Norwegian Accounting Act (§3-4), and will only issue its annual report in English.

PERFORMANCE OF THE GROUP AND BUSINESS SEGMENTS

Figures based on the ***proportionate method*** *provide more detailed information of the WWH group's underlying operations than the financial statement based on the equity method. Management reporting related to operational performance of business segments is based on proportional consolidation of group activities pursued through joint ventures, and reflects WWH's share of these partnerships.*

Wilh. Wilhelmsen Holding group

The group's management accounts for 2010 prepared according to the proportionate method show an operating profit of USD 273.4 million in 2010, compared with USD 240.8 million in 2009. Operating income for the group amounted to USD 2 846.0 million for the year (USD 2 572.6 million).

Total income for 2010 included USD 11.8 million (USD 115.3 million) in total gains on sale of assets. The gain on sale of assets for 2010 were primarily related to normal business operation within maritime services and cancellation of two vessel purchase options, while 2009 included a USD 46.5 million gain from sale of WWH's head office and a USD 44.8 million gain related to the sale of 5% shareholding in Glovis. Excluding gains from sale of Glovis shares and head office, the operating profit improved with USD 123.9 million compared to 2009, primarily due to a rebound in shipping.

The shipping segment recorded a significantly higher operating profit for the year at USD 178.9 million (USD 54.9 million), following a 25 % year-on-year increase in cargo volumes. Adjusting for sales gain, the logistics segment's operating profit and total income also rose compared with 2009, driven by a strong fourth quarter. The maritime services segment reported USD 80.3 million in operating profit for 2010 (USD 79.0 million). Strong performance towards the merchant fleet continued to offset weak demand from yards.

Group profit before tax and minority interests was USD 143.9

GROUP RESULTS

The group's management accounts for 2010 show an operating profit of USD 273.4 million in 2010, compared with USD 240.8 million in 2009. Operating income for the group amounted to USD 2 846.0 million for the year, up from USD 2 572.6 million in 2009.

DIRECTORS' REPORT

"Total cargo volumes for WWASA's ship operating companies in 2010 climbed 25%."

(USD 319.2 million), following net financial expenses of USD 129.5 million (income of USD 78.3 million). Financial expenses for 2010 were negatively impacted by a USD 31.4 million loss from mark-to-market valuation of the group's interest rate hedging instruments (gain of USD 86.7 million) and a USD 8.4 million net loss from currency items (net gain of USD 33.1 million). 2010 net financials were positively affected by gain on the group's financial investment portfolio of USD 8.0 million (gain of USD 28.4 million). Total interest expenses for the group including realised portion of interest rate hedges came to USD 113.7 million (USD 106.1 million), with floating rate portion of debt positively impacted by continued low USD and NOK interest rates.

Profit after tax and minorities was USD 60.1 (USD 330.7 million). The year 2010 was negatively affected by a USD 83 million tax charge reported in the third quarter as a result of converting the environmental fund to deferred tax.

Minority interests' share of net profit were USD 15.0 million (USD 3.0 million). Minority interest have historically related to minority shareholders within the WMS group of companies (maritime services segment). Following the IPO in WWASA in June 2010, minority interests also relate to the 27.3% of the shares in WWASA not owned by WWH. WWASA minority interests' share of net profit were USD 9.7 million.

SHIPPING

Effective 24 June 2010, all activities reported as part of WWH's shipping segment are taking place within WWASA. WWH owns 72.7% of WWASA. In line with accounting standards, all revenue and expenses in WWASA are reported in full with minority interest included after net profit/(loss).

With 23% of the global car carrier and ro-ro fleet measured in CEU, WWASA and its partners are the leading global operator in the ro-ro cargo segment, offering clients a global service with sophisticated vessels.

WWASA's shipping segment recorded an operating profit of USD 178.9 million (USD 54.9 million) and total income of USD 1 645.0 million (USD 1 344.5 million) for 2010.

Total income for 2010 included USD 4.4 million in gains (loss of USD 6.2 million) related to cancellation of purchase options for two vessels on financial lease. This surplus is included in the operating profit for 2010 in addition to a reversal of vessel impairments amounting to USD 3.6 million. Total one-off items included in the operating profit for 2010 amounted to USD 8.0 million (negative USD 16.2 million).

Total cargo volumes for WWASA's ship operating companies in 2010 climbed 25% to 64.6 million cubic metres (CBM) (51.7 million CBM). Availability of both cars and high and heavy cargo (comprising high and heavy machinery and break bulk cargo) showed a strong rebound. Transported high and heavy volumes grew substantially more than cars, and the improvement in cargo mix was significant for WWL contributing to the improved results. Flat volumes and changing trade mix combined with higher costs reduced ARC's operating profit in 2010 compared to the historical peak performance in 2009.

The higher cargo volumes allowed for reactivation of all the laid-up vessels in the group's fleet. In addition, the group companies secured additional tonnage through tonnage swaps and spot term charters.

Wallenius Wilhelmsen Logistics (WWL - owned 50% by WWASA) reported a total volume increase of 43% in 2010 compared with 2009 combined with an improved cargo mix. The foundation trades Asia-Europe, Asia-North America and Europe/North America-Oceania showed a rebound in 2010 volumes compared with 2009 while the volumes in the Atlantic trade increased slightly over the same period. Volumes in emerging markets showed a stronger growth rate than in the foundation trades. The operating profit improved to a healthier level in 2010 compared with 2009.

WWL controlled a total fleet of 52 vessels (62 vessels) at the end of December, with a total capacity of 319 000 CEU (365 000 CEU).

EUKOR Car Carriers (EUKOR – owned 40% by WWASA) recorded 15% higher volumes in 2010 compared with 2009. The previously announced decline in EUKOR's share of ocean volumes for Hyundai and Kia was more than compensated for by cargo from other customers. The volume growth led to increase in total income and operating profit,

SHIPPING RESULTS

WWASA's shipping segment recorded an operating profit of USD 178.9 million (USD 54.9 million) and total income of USD 1 645.0 million (USD 1 344.5 million) for 2010.

SHIP OPERATING COMPANIES

- Wallenius Wilhelmsen Logistics (WWL - 50% owned by WWASA
- EUKOR Car Carriers (EUKOR- 40% owned by WWASA
- American Roll-On Roll-Off Carrier (ARC - 50% owned by WWASA
- Glovis (15% owned by WWASA).

DIRECTORS' REPORT

"The group companies took delivery of six newbuildings in 2010."

up from a strong 2009. Included in the 2010 operating profit EUKOR recorded a gain of USD 13.8 million (WWASA share) on a bunker hedge, reducing operating expenses accordingly.

EUKOR operated a total of 67 vessels (65 vessels) by the end of December, with a total of 366 000 CEU (326 000 CEU). In addition, the company employed a large number of spot charter vessels.

American Roll-On Roll-Off Carrier (ARC – owned 50% by WWASA) carried cargo volumes in 2010 on par with 2009. Changing trade mix and increased costs reduced earnings after a very strong performance in 2009.

ARC operated a total of nine vessels (nine vessels) by the end of December, with a total capacity of 51 000 CEU.

WWASA has two ship related investments, in Glovis listed on the Seoul Stock Exchange and Norwegian Car Carriers listed on the Oslo Stock Exchange.

Glovis' ship operating activities (owned 15% by WWASA) contributed with USD 7.2 million to WWASA's accounts for 2010. The contribution from Glovis is consolidated in WWASA group's accounts one quarter in arrears, starting from the second quarter of 2010.

Glovis' shipping activities generated a net income of approximately USD 56.2 million in 2010, of which approximately USD 1.5 million will be recorded in WWASA's shipping segment accounts in the first quarter of 2011. Sales for 2010 came to approximately USD 660.2 million.

Norwegian Car Carriers (owned 7.7% by WWASA) contributed with a loss of USD 2.7 million (loss of USD 1.9 million) to the group accounts in the first three quarters of 2010. The contribution from the company was deconsolidated in the group's accounts in the fourth quarter of 2010. The market value of the holding at 14 March 2011 was USD 5 million.

WWASA's ship owning companies, wholly and partly owned, provide tonnage to WWL and EUKOR through various charter agreements. Following improved earnings on WWASA's owned and controlled vessels employed in WWL, operating profit for WWASA's ship owning companies improved considerably in 2010, compared with 2009.

Tonnage situation

The operating companies in WWASA controlled 128 vessels (136 vessels) at the end of 2010. The fleet consists of 74 (80) owned vessels, 33 long term chartered vessels (more than five years) (30) and 21 short term chartered vessels (one to five years) (27). In terms of CEU, the total capacity at the end of December was 735 000 (742 000). In addition, spot and space charters are used actively to adjust capacity to cargo availability.

WWASA has phased out four vessels in 2010. All vessels were 50/50 owned by WWASA and partner Wallenius Lines. The vessels were recycled at a green yard in China.

During 2010, 16 (34) vessels were redelivered to owners. The group companies have the flexibility to redeliver ten charter vessels to external owners during 2011. The ship operating companies in the group entered into charter agreements for six vessels in 2010.

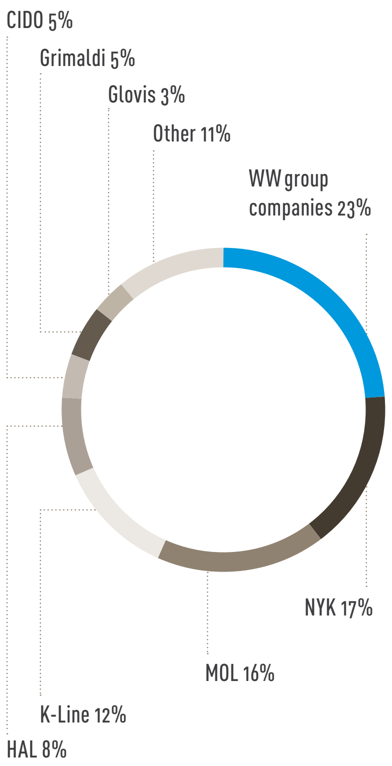
At the beginning of the year, WWASA had 17 vessels in lay up. All vessels were reactivated during 2010 to meet increased cargo volumes.

The current fleet provides WWASA through its joint ventures a total global market share measured in CEU of 23%.

In line with the strategic ambition to maintain a leading position, WWASA and Wallenius Lines have pursued a newbuilding programme. The total remaining newbuilding programme for WWL consists of 12 vessels (95 000 CEU) to be delivered in 2011-2012. The newbuilding programme consists of four ro-ro vessels to be delivered from Mitsubishi Heavy Industries and six large car and truck carriers to be delivered from Daewoo Shipbuilding and Marine Engineering and Hyundai Heavy Industries. The remaining two vessels are pure car and truck carriers to be built at Mitsubishi Heavy Industries. Seven of the vessels are for WWASA's account, of which five have secured financing.

The group companies took delivery of six newbuildings (41 000 CEU) in 2010, five commenced service for EUKOR and one for WWL. The remaining newbuilding programme for EUKOR consists of six vessels (36 000 CEU), one large car and truck carrier and five pure car and truck carriers. The vessels are to be built at Hyundai Heavy Industries, Imabari and Shin Kurushima. One

The current fleet provides WWASA through its joint ventures a total global market share measured in CEU of 23%



"The logistics volume development mirrored the upswing in ocean volumes."

vessel is contracted for EUKOR's account, while the remaining vessels will be financed through long term charters from external owners.

The order book for the group equals 23% of the world order book measured in CEU, or 18% measured by the number of vessels

LOGISTICS

With exception of the four Kaplan/Qube related investments, all activities reported as part of WWH's logistics segment are taking place within WWASA. WWH owns 72.7% of WWASA. In line with accounting standards, all revenue and expenses in WWASA are reported in full with minority interest included after net profit/(loss).

The logistics segment recorded an operating profit of USD 49.4 million (USD 85.9 million) for 2010. Total income amounted to USD 336.1 million (USD 339.1 million). 2009 income and profit included a USD 44.8 million gain related to the sale of 5% shareholding in Glovis.

Adjusting for the sales gain, the logistics segment's operating profit and total income rose compared with 2009. As logistics volumes are closely correlated with the development in volumes transported deep sea, the logistics volume development mirrored the upswing in ocean volumes. The volume growth was most noticeable in activities within WWL and related to Qube/Kaplan. Glovis came in on par with 2009, with 2009 earnings being positively impacted by an internal merger.

WWL's logistics activities include terminal services, technical services and inland distribution. These offer cargo handling, vehicle repair and outfitting, quality control, inland transportation and supply chain management from factory to dealer.

WWL's terminal services, including storage and cargo handling, reported an increase in cargo volumes of 19% leading to an improvement in total income and operating profit year on year. A total of 1 255 000 units (1 050 000 units) were handled at WWL's ten terminals world wide. All regions recorded healthy improvement in earnings, with export from Asia to Europe and North America contributing most in addition to global efficiency programmes.

WWL offers **technical services** on cars and high and heavy cargo on all continents. Total income was up in 2010 on the back of steady volume growth. The volume increase came within both the car and the high and heavy segment. Volumes increased particularly in Americas, Asia and Europe. For 2010, total income and operating profit improved based on higher volumes and cost efficiency measures. Nine new sites, including Dubai, India and China, were established throughout 2010. The 38 technical services facilities around the world processed 3.8 million units in 2010 (2.5 million units).

Inland distribution services in WWL are mainly procured from third parties, with a significant proportion of revenues and costs incurred on a pass-through basis. Total income and operating profit grew in 2010 due to increased volumes. The inland distribution network handled some 1.8 million units (1.5 million).

American Shipping and Logistics Group (ASL) consists of **American Auto Logistics** (AAL) and **American Logistics Network** (ALN) (both owned 50% by WWASA). ASL is primarily involved in handling US governmental cargo. AAL and ALN handles door-to-door logistics services, including storage of private vehicles and other property, for American military personnel and government employees stationed abroad. Volume increase and efficient operations resulted in strong earnings for 2010, and the companies continued to deliver improved results.

ASL acquired Transcar 31 December 2010. The company is a strategic partner and an important part of ASL's European inland distribution network.

Glovis' logistics activities (owned 15% by WWASA) contributed with net income of USD 21.2 million (USD 21.6 million) for 2010. The contribution is consolidated in WWASA group's accounts one quarter in arrears. The market capitalisation of WWASA's stake in Glovis was USD 714 million as of 14 March 2011.

Glovis' logistics activities generated a net income of approximately USD 49.7 million (USD 25.9 million) for 2010 of which approximately USD 7.5 million will be recorded in WWASA's logistics segment accounts for 2010.

Through participation in the **Kaplan/Qube consortium,** WWH has a 5% to 22.5% indirect owner-

LOGISTICS RESULTS

The logistics segment recorded an operating profit of USD 49.4 million (USD 85.9 million) for 2010. Total income amounted to USD 336.1 million (USD 339.1 million).

LOGISTICS COMPANIES

- Wallenius Wilhelmsen Logistics (WWL - 50% owned by WWASA)
- American Shipping and Logistics (ASL - 50% owned by WWASA), including:
  - > American Auto Logistics
  - > American Logistics Network
- Glovis (15% owned by WWASA)
- Kaplan/Qube consortium (5-22.5% indirect ownership by WWH) including:
  - > POAGS
  - > Northern Stevedoring Services
  - > Austalian Amalgamated Terminals
  - >PrixCar

DIRECTORS' REPORT

"WMS maintained its strong market position related to the merchant fleet, with increased sales and total income in 2010."

ship in four Australian companies involved in terminal operations and stevedoring of ro-ro cargoes, bulk products, general cargo and motor vehicle processing. Its contribution is consolidated in the WWH's accounts one quarter in arrears. The main partner and shareholder in relation to the consortium is Qube Logistics, a fund listed on the Australian Stock Exchange under the code QUB. The manager of Qube Logistics is Kaplan Funds Management Pty Ltd.

The contribution from the Kaplan/Qube related investments in WWH's accounts (based on ownership stake) was USD 4.6 million for 2010 (USD 2.0 million). All main activities have developed positively during 2010, driven by the strong Australian economy and increased volumes within most business segments.

MARITIME SERVICES

All activities reported as part of WWH's maritime services segment are taking place within Wilhelmsen Martime Services AS group (WMS), a wholly-owned subsidiary of WWH.

WMS reported an operating profit of USD 80.3 million (USD 79.0 million) in 2010. Total income for the year was USD 886.5 million (USD 871.5 million). Gains related to sales of assets amounted to USD 6.7 million (USD 8.9 million) for the year

The global economy and world trade bounced back in 2010, positively affecting the global shipping industry. While the operating fleet increased through delivery of new vessels from the yards and vessels reactivated from lay-up, new build orders remained at a very low level.

WMS' total income is distributed with 75-80% towards the merchant fleet and 20-25% to yards. WMS maintained its strong market position related to the merchant fleet, with increased sales and total income in 2010. New build deliveries were affected by the general downturn in the markets, with a reduction in total income compared to previous year. Operating profit and margin remained strong on a full year basis and ended above previous year in spite of increased cost pressure and certain one off cost elements in the fourth quarter.

Wilhelmsen Ships Service (WSS) offers marine products, technical service, ship agency services and logistics to the merchant fleet. All main product areas experienced increased operating income in 2010.

WSS launched two major offers in the second quarter - one related to ships spares logistics, the other to a new and innovative ships agency solution. The product offers have been actively promoted during the third and fourth quarter with 33 new contracts signed by year end.

On 31 December 2010 WSS announced an agreement to acquire Nalfleet for USD 41 million. Nalfleet was the marine division of Nalco, the world's largest sustainability services company. The acquired company provides marine water treatment chemcals and is a sales and technical service organisation that will add a brand with a technically strong profile to the already well established chemical business in WSS.

Higher income and steady contribution from the main product offerings contributed towards a very strong operating result in the first half of the year, while the second half was negatively affected by increased cost due to investment in frontline personnel to support new offers and cost related to the acquisition of Nalfleet. Total operating result was up in 2010 compared to previous year, while the operating margin was somewhat reduced.

Wilhelmsen Ship Management (WSM) provides ship management for all major vessel types. By the end of 2010, WSM served roughly 350 ships worldwide, of which approximately 40% were on full technical management and 5% were on lay up management. The remaining contracts were related to manning services.

2010 saw the reversal of 2009, with a substantial number of vessels reactivated from lay-up management. Combined with new vessels under management and additional services provided, this had a marked positive effect on operating income.

Operating profit for 2010 was also above previous year, following the increased fleet on management and further improved efficiency.

Wilhelmsen Ships Equipment (WSE) delivers safety and environmental systems to the newbuilding and retrofit sectors of the marine and offshore markets.

MARITIME SERVICES RESULTS

WMS reported an operating profit of USD 80.3 million (USD 79.0 million) in 2010. Total income for the year was USD 886.5 million (USD 871.5 million).

WMS WAS IN 2010 ORGANISED IN FOUR BUSINESS AREAS:

- Wilhelmsen Ships Service
- Wilhelmsen Ship Management
- Wilhelmsen Ships Equipment*
- Wilhelmsen Marine Engineering*

*From 1 January 2011, WSE and WME were merged. The new business area is named Wilhelmsen Technical Solutions.

"Wilhelmsen Technical Solutions (WTS) established in January 2011, comprising of all previous WSE and WME activities."

The wholly owned TI Marine Contracting subsidiary provides cryogenic (low temperature) cargo tank insulation for liquefied natural gas and liquefied petroleum gas carriers and insulation for land-based gas pipelines.

WSE has been significantly impacted by the weak newbuilding market, with a clear reduction in total income compared to previous year. The Unitor Ballast Water Treatment (BWT) system was approved by South African Maritime Safety Authority late August and formally launched the following month. While quoting activities increased in the second half of the year driven by the new BWT system, total order book was down to USD 165 million at year end, compared to USD 220 million one year earlier. Most of the activities on quotes for BWT are for budgetary purposes and it is not anticipated that serious orders will start to flow until ratification. The latest estimation by the market on timing of BWT convention ratification is mid 2011.

Operating profit was considerably down compared to 2009, impacted by the reduction in total income and inventory write downs.

Wilhelmsen Marine Engineering (WME) supplies electrical, automation and heating, ventilation, and air conditioning (HVAC) systems to the marine and offshore markets. Total income was stable compared to previous year, with increased sales of HVAC products offsetting lower sales within the electrical/automation product range. While there were some improvement in order intake towards the end of the year primarily related to electrical/automation, total year end reserve ended at USD 70 million compared with USD 86 million one year earlier.

Operating profit was substantially up based on general improvement in margins and a restructuring cost affecting last year result.

An internal programme was launched in the second quarter of 2010 in order to seek further commercial and operational synergies between the WSE and WME business areas. The program resulted in the formation of **Wilhelmsen Technical Solutions (WTS)** in January 2011, comprising of all previous WSE and WME activities, and four redefined product solutions:

- Environmental solutions
- Safety solutions
- HVAC-R solutions
- Power solutions

The 2010 result includes USD 2.9 million in restructuring cost related to the establishment of the new WTS business area.

HOLDING

Activities reported as part of the holding segment primarily relates to general administration cost and certain minor activities in WWH and WWASA.

The holding segment recorded an operating loss of USD 35.1 million (profit of USD 22.8 million). 2009 profit is due to a USD 46.5 million gain from the sale of the head office in October 2009.

2010 cost is affected by the IPO in WWASA in the second quarter, restructuring of the group taking place during the second and third quarter and new rental cost following sale of the head office.

RISK MANAGEMENT

Through its capital intensity and cyclical nature, the shipping segment has historically represented higher volatility and financial risk than maritime services. The car/ro-ro shipping has during the recent history also represented the single largest investment area and exposure for the group and its shareholders. Through the IPO and subsequent reduced shareholding in WWASA taking place in June 2010, the group has reduced its general risk profile.

Internal control and risk management

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

Market risk

Demand for the WWH group's various service offerings is highly cyclical and closely correlated with the global economic activity. The economic recovery starting in 2009 and gaining momentum in 2010 has highly benefited the group's activities. Demand for transportation of cars and other cargo has improved significantly, primarily during the second half of the year, and combined with

WTS PRODUCT SOLUTIONS

- Environmental solutions
- Safety solutions
- HVAC-R solutions
- Power solutions

"The group is well positioned to benefit from continued growth in ocean trade and of the global maritime industry."

better mix of cargo types this has positively affected the profitability of the fleet. Sales towards the merchant fleet have also improved, thanks to a larger fleet and higher market shares. On the other hand, the new build sector, hit by cancellations and delays, is still suffering. Continued improvement in the global economy and world ocean trade is highly decisive for the development of the group's earnings. A balanced flow of the different cargo classes is also important. While the group is well positioned to benefit from continued growth in ocean trade and of the global maritime industry, measures are also taken to mitigate the negative consequences of any new global downturn.

Operational risk

The various operating entities of the group are exposed to and manage risk specific to the markets in which they operate.

In the WWASA group (shipping and logistics) operational responsibility mainly rests with the various operating companies. Certain actions, such as closure of the Panama or Suez canal, will have impact throughout the industry, while most operational risk factors will be limited to specific carriers or markets.

Through its global reach and broad product spectre, the maritime services segment is exposed to a wide range of risk factors, though mainly related to local markets and specific product offerings. While any such incident will normally have limited global consequences, a major accident, turbulence within a key geographical market, product quality issues, disruption of IT systems or loss of main customers may affect the wider financial and operational performance. The group has established a range of measure in order to avoid and, potentially, mitigate the consequences of any such incidents.

Financial risk

The group is exposed to a wide range of financial risk, either on a general basis or related to specific group companies.

Currency risk: The reporting currency for the group is USD. Primary transactional currency exposure originates from expenses incurred in currencies other than USD, mainly NOK, but also EUR, GBP, JPY, KRW, SGD, SEK as well as other currencies. Translational currency exposure originates from balance sheet items denominated in currencies other than USD. Primary translation currency exposure relates to debt in NOK and GBP and investments in KRW, AUD and EUR.

Following the restructuring of the group in 2010, different hedging strategies have been implemented for main subsidiaries. WWASA has an active hedging approach in relation to NOK and GBP, while currency exposures within other parts of the group are hedged on an ad-hoc basis related to specific exposures.

The group's currency exposure and management is further described in the 2010 accounts (Note 14, page 62).

Interest rate risk: The group's long-term debt is primarily based on floating interest rates.

The group has a pro-active approach in relation to interest rate risk management, with main objective to reduce interest rate exposure. Following a restructuring of the group in 2010, different hedging strategies have been implemented for main subsidiaries. While WWASA based on its larger investments and net debt has secured a substantial portion of its exposure, hedging outside WWASA is presently limited.

The group's interest rate exposure and management is further described in the 2010 accounts (Note 14, page 62).

Bunker price risk: The group's profitability is exposed to fluctuations in bunker prices through the shareholding in WWASA. The group's bunker exposure management is further described in the 2010 accounts (Note 2, page 46).

Loan covenants: The group companies have a number of covenants related to its loans. While covenants are continuously monitored, improved earnings and increased liquidity has resulted in a general improvement in ratios during the year. All group companies complied with covenant requirements as of the fourth quarter of 2010.

Liquidity risk: The group's liquidity situation is presently good, and is expected to remain satisfactory in 2011. The group's liquidity situation is further described earlier in this report under "capital and finance" and in the 2010 accounts (Note 14, page 62). **Customer defaults and credit risk:** In spite of improved market conditions, the WWH group cannot exclude the possibility that customers will face

PROACTIVE RISK MANAGEMENT

- Through the IPO and subsequent reduced shareholding in WWASA, the WWH group has reduced its general risk profile.
- The various operating entities of the group are exposed to and manage risk specific to the markets in which they operate
- Active management of financial risk, including currency, interest rates, bunker prices and liquidity.

DIRECTORS' REPORT

financial distress. The group companies are closely monitoring the situation and customers in order to ensure early detection.

Risk related to asset values: The group has substantial investments exposed to market pricing, including shares in WWASA, vessels and shares in Glovis (both through WWASA) and financial investments. While majority of investments are of a long term industrial nature, any fluctuations in values will have impact on the net asset value and solidity of the parent company and the group and may affect the group's profitability.

HEALTH, ENVIRONMENT AND SECURITY

Health and working environment

Average ***sickness absence*** among employees in wholly-owned subsidiaries located at the head office was 2.3 % in 2010 (3.4%). No injuries were reported on land-based employees during the year.

Occupational injuries on ships are recorded in accordance with the international standard for the maritime industry. An injury which results in an individual being unable to return to work for a scheduled work shift on the day following the injury is registered as an incident. These incidents are measured per million hours of exposure, which is 24 hours per day while serving aboard. In 2010, the lost-time injury frequency on vessels owned by WWASA and other ships managed by WSM was 1.1 (1.2), meeting the set target. The good performance is a result of continuous implementation of safety related initiatives and focus on building a safety culture. The group will continue its efforts to raise the level of safety awareness through global sharing of experience and by taking a proactive approach towards safety and quality through various improvement initiatives, which includes an HSEQ Excellence program dealing with Safety, Security, Governance, Environment and Training.

The environment

Climate change represents one of the biggest challenges facing the world community. Maritime transport is in most situations environmentally superior compared with other modes of transport. However, vessels burn a lot of fossil fuels and thereby generate environmentally harmful emissions. The group is working to reduce energy consumption and harmful

"WWH is using the group's expertise to develop new and innovative services and technologies to reduce the environmental footprint of the maritime transport industry."

emissions from their controlled fleet. New ships on order will use less energy than existing vessels and these vessels will be equipped with modern environment-friendly equipment and solutions. Further, through WMS, WWH also has an important role as a provider of environmentally-adapted equipment, services and solutions for the world's merchant fleet.

The board believes future commercial success depends on finding and implementing appropriate solution to the environmental challenges international shipping and the world as such are facing. Hence, WWH is committed to explore the possibilities to further reduce any negative environmental impact of the group's business activities. In 2010, these have included:

- energy efficiency initiatives onboard vessels owned or operated by WWL, EUKOR and ARC
- using bunker fuel with sulphur content substantially below the requirements in IMO MARPOL Annex VI in many trades operated by the group
- developing new and more sustainable ship designs
- recycling of obsolete vessels utilising "green technology"

Further, in cooperation with top-business performers, research institutions and discipline forums WWH is using the group's expertise to develop new and innovative services and technologies to reduce the environmental footprint of the maritime transport industry. For 2010, these initiatives include:

- development and sale of a ballast water treatment system to avoid undesired spread of invasive species. The Unitor Ballast Water Treatment system has now obtained all required approvals and certification and has been successfully launched in the market
- development and sale of systems for reduction of nitrogen oxide (NO_X) emissions from diesel engines
- sale of systems for fuel oil homogenising to improve energy efficiency
- sale of systems for onboard garbage handling

The statutory regulations limiting the use of Green House Gases and ozone depleting substances onboard vessels are supporting the continuous demand for the group's creative solutions with regard to environmentally-adapted fire extinguishing solutions onboard (replacing the traditional

ENVIRONMENTAL INITIATIVES

- energy efficiency initiatives onboard vessels
- using bunker fuel with sulphur content substantially below requirements
- developing new and more sustainable ship designs
- recycling of obsolete vessels utilising "green" technology

ENVIRONMENTAL FRIENDLY PRODUCTS

- development and sale of a ballast water treatment system to avoid undesired spread of invasive species
- development and sale of systems for reduction of nitrogen oxide (NOx) emissions from diesel engines.
- sale of systems for fuel oil homogenising to improve energy efficiency
- sale of systems for onboard garbage handling

"WWH gives weight to developing a good and inspiring working environment both at sea and on land."

use of CO^2, Halon, etc.). The same applies for the environmental range of refrigerants and associated products and services developed and sold by WSS through its extensive global service network. All the companies in the group are aiming at always complying with, and preferably staying ahead of, international laws and regulations. They have in place adequate procedures for monitoring of environmental performance. In addition, the group is working actively towards bodies developing and implementing international regulations covering the maritime industry to promote a practical and effective international statutory regime which provide a level commercial playing field for the various business units in the group.

WWH believes accidents and environmental harm can be prevented by maintaining a high quality and safety standard based on a framework of continuous improvement. Evaluation of the environmental aspects of the business activities is an integrated part of the decision making processes. The group's business units are certified by reputable international certification bodies whenever such certification is required by statute, requested by the market, and/or otherwise found to be positive and desirable by the business units.

A seperate environmental report for 2010 is available at the company's web site, www.wilhelmsen.com.

ORGANISATION AND PEOPLE DEVELOPMENT

The group employs 5 800 people in its wholly or partly owned subsidiaries, and almost 19 200 when joint ventures are included. In addition comes a crew pool of 6 550 seafarers. The group's head office is located in Norway, and the group has some 400 offices in 69 countries within its wholly-owned structure, increasing to close to 550 offices in 73 countries when partly-owned companies are included.

WWH gives weight to developing a good and inspiring ***working environment*** both at sea and on land through living its values highlighting among others empowerment, teaming and collaboration as well as learning and innovation. The ***working environment committee,*** covering WWH parent company, WMS and WWASA, held four meetings during the year. With ten members and the same number of alternates, all main companies located at the group's head office are represented. The meetings are also attended by the company medical officer and a representative from the human resources department, who have the right to speak but not to vote.

Performance appraisals and climate surveys are conducted regularly in order to identify factors which influence the performance of the people in the organisation. WWH use 360-degree performance assessments as a tool for leaders. In-house or external coaches are available on request to support the development processes.

WWH practised a system of ***performance-related bonuses*** in the group. The objective is to be an attractive, fair and responsible employer that rewards performance in line with company goals and values. The bonus will be paid if set bonus targets are reached.

To facilitate continuous improvement and adaptability and thus safeguard the group's market position, ***training and organisational development*** are pursued actively.

In addition to offering employees a variation of external courses, the group has its own educational institution, WW Academy. It organises strategically business-related programmes and leadership development programmes for employees, managers and leaders in the group. In 2010, 336 (277) employees took classroom programmes. In addition, since 2007 a total number of 4 600 employees have taken eLearning courses online, completing 16 000 courses in 2010 alone.

Equal opportunities for women and men are a clear policy. Discrimination based on race, gender or similar grounds is not accepted. However, male and female representation in the industry's recruitment base is unequal.

Women accounted for 36% (37%) of the 640 (622) employees in Norway at 31 December, including WWH ASA and its fully owned subsidiaries. In addition, majority owned WWASA had 34 employees in Norway, of which 26% were woman.

Two of the five directors on the board of WWH ASA are female, which complies with the legal requirement in the Norwegian

EMPLOYEES

The group employs 5 800 people in its wholly or partly owned subsidiaries, and almost 19 200 when joint ventures are included. In addition comes a crew pool of 6 550 seafarers.

DIRECTORS' REPORT

"WWH's corporate culture is based on governing elements including core values and code of conduct which apply to all employees."

Public Limited Companies Act for women to comprise a minimum of 40% of directors.

Two of the five members of the corporate management team of parent company WWH ASA are female.

CORPORATE GOVERNANCE

WWH's corporate culture is based on governing elements including core values and code of conduct which apply to all employees. The group pays constant attention to ethics and business morals in all its operations worldwide. The group's companies and employees must comply at all times with national and international regulations.

All employees in WWH will conduct training in governing elements in 2011. The company aims at including environmental, social and corporate governance issues in its business decisions, ownership practises and financial reporting.

Corruption and unethical behaviour are unacceptable and may have consequences for the employment. Anti-corruption and fraud will receive a particular attention in 2011 through the company's audit committee.

WWH observes the Norwegian Code of Practice for Corporate Governance. The board's Corporate governance report on the code can be found on pages 94-101.

ALLOCATION OF PROFIT, DIVIDEND AND BUY BACK

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

Parent company accounts
(NOK thousand)

Profit for the year	134 203
Dividend	162 763
Fund for unrealised gain	1 746
Transfer from retained earnings	(30 306)
Total allocations	134 203

Distributable equity in the parent company was NOK 1 205 188 at 31 December 2010

WWH has a tradition of paying dividend twice every year. In 2010 the second dividend was suspended following the legal reorganisation of the group, but intention is to resume payment of dividend twice a year in 2011. The board is proposing a NOK 3.50 dividend per share payable during the first half of 2011, representing a total payment of NOK 162.8 million.

Management has been mandated by the WWH ASA board of directors to buy up to 10% of the company's own issued shares.

PROSPECTS

Following the new group structure established in 2010, the WWH group segment reporting will change from Q1 2011 onwards. New reporting segments will be:

- ***Wilh. Wilhelmsen ASA*** *(previous all of shipping segment and part of logistics and holding segments)*
- ***Wilhelmsen Maritime Services*** *(previous all of maritime services)*
- ***Holding and investments*** *(previous part of logistics and holding segments)*

Outlook for Wilh. Wilhelmsen ASA

Despite uncertainties in the global economy, the overall upswing in cargo volumes is expected to continue in 2011, albeit at a slower growth rate compared with 2010. The increase in high and heavy volumes is expected to stay higher than cars, and emerging markets are expected to continue to be the main driver for volume growth. With the tragic earthquake and following tsunami that hit Japan 11 March 2011, the risk of disruptions to the global economy has risen. The export volumes out of Japan are expected to be negatively impacted short term. Medium and long term effects of the incident are still uncertain.

WWASA is well positioned through its newbuilding programme to take advantage of expected market development. The group's structure with several operating companies and a worldwide network, provides WWASA with flexibility to adapt to and take advantage of changes in the market.

Being closely correlated to ocean volumes, the logistics activities are expected to benefit from the continued increase in cargo volumes.

With a strategic focus of growing the shipping and logistics activities further, WWASA is continuously monitoring the development in the car carrier and logistics markets, in order to take advantage of attractive opportunities which may arise.

WWASA expects a seasonal downturn in the early part of 2011 followed by a moderate growth in transported cargo volumes.

ALLOCATION OF PROFIT

The board's proposal for allocation of the net profit for the year is as follows:
Parent company accounts (MNOK).

Profit for the year	134
Dividend	162
Fund for unrealised gain	2
Transfer from retained earnings	(30)
Total allocations	134

DIVIDEND

The board is proposing a NOK 3.50 dividend per share payable during the first half of 2011, representing a total payment of NOK 162.8 million.

Outlook for Wilhelmsen Maritime Services AS

The outlook for the main activities in WMS, representing approximately ¾ of total income, continues to look encouraging on a medium to long term basis. The growth in global merchant fleet is expected to continue, driving demand for WMS' products and services. WMS sales will also be positively affected by the new product offers launched in 2010 and the acquisition of Nalfleet to take effect from February 2011. The recent turbulence in Arab countries and the tragedy in Japan, however, create uncertainties related to activities within the relevant geographical areas. In total, WMS' strong foot holding promises continued strong performance for the bulk of WMS' businesses, although it is prudent to expect some negative effects from the above incidents in the first quarter and continued inflationary pressure on costs going forward.

On the remaining areas for WMS the medium term picture is more uncertain. While total order reserve for technical solutions has been substantially down during 2010, short term outlook remain positive for some products. The short term outlook for the global yard activity is positive due to large order books, but the mid term outlook is slightly discouraging. Going forward, regulatory forces will eventually drive purchase of environmental systems. Pending global enforcement, we expect demand for these products to increase in 2011.

Outlook for holding and investments

The positive development of the Qube/Kaplan related investments in Australia is expected to continue into 2011. The new bulk export facility in Port Hedland, Western Australia, in which WWH has a 22.5% stake became operational late 2010, and will have a positive effect on net result moving forward.

Outlook for the group

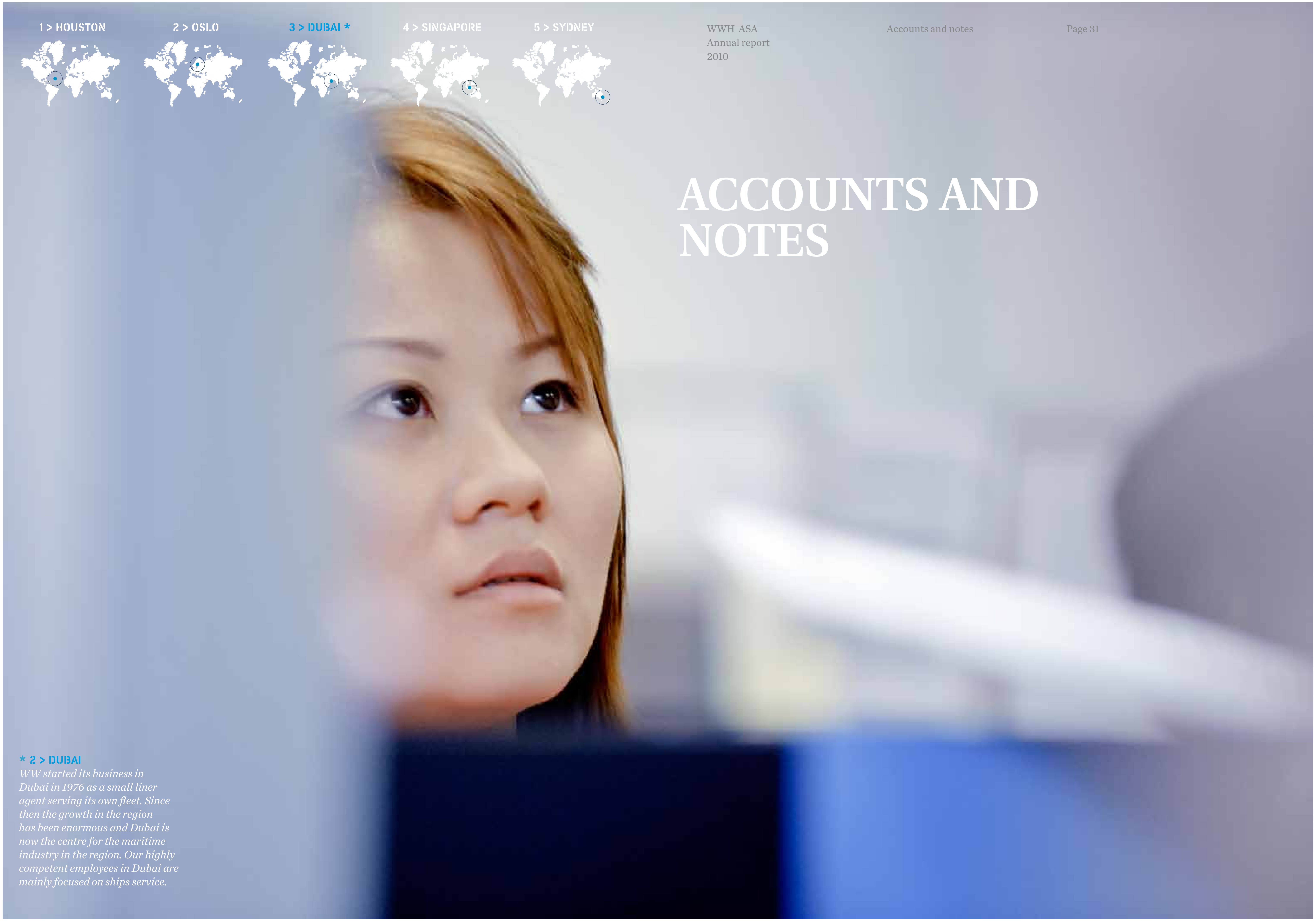
In the outlook for 2010 the board expected all operating companies to performe better than 2009, with significant recovery potential for WWL. Development has broadly been in the line with the board's expectations, but with some differences between business segments.

WWH has through the restructure of the group in 2010 established WWASA as a public company and obtained a strong financial platform for the future. Since the IPO in June 2010, the group has invested in a new vessel, a logistic company and a marine chemical company. WWH has the ability to take advantage of new possibilities going forward.

2011 has started with increased uncertainties related to the development in the Middle East and latest with the tragedy in Japan. Given the current uncertainties the board of WWH ASA has a cautious assessment of its prospects for 2011.

Lysaker, 15 March 2011
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler chair	Wilhelm Wilhelmsen	Helen Juell	Odd Rune Austgulen	Bettina Banoun	Thomas Wilhelmsen group CEO



ACCOUNTS AND NOTES

*** 2 > DUBAI**

WW started its business in Dubai in 1976 as a small liner agent serving its own fleet. Since then the growth in the region has been enormous and Dubai is now the centre for the maritime industry in the region. Our highly competent employees in Dubai are mainly focused on ships service.

INCOME STATEMENT > WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	2010	2009
Operating revenue	1	**1 076**	1 015
Other income			
Share of profit from joint ventures and associates	2/3	**198**	132
Gain on sale of assets	1	**11**	110
Total income		**1 285**	1 257
Operating expenses			
Vessel expenses	1	**(43)**	(39)
Charter expenses		**(23)**	(26)
Inventory cost		**(371)**	(384)
Employee benefits	4	**(345)**	(313)
Other expenses	1	**(151)**	(154)
Depreciation and impairments	5	**(104)**	(102)
Total operating expenses		**(1 036)**	(1 017)
Operating profit		**249**	240
Financial income/(expenses)			
Financial income	1	**21**	35
Financial expenses	1	**(57)**	(113)
Financial derivatives	1	**(82)**	151
Total financial income/(expenses)		**(118)**	72
Profit before tax		**131**	312
Income tax expense/benefit	6	**(56)**	21
Profit for the year		**75**	334
Of which: Profit attributable to minority interests		**15**	3
Profit attributable to owners of the parent		**60**	331
Basic and diluted earnings per share (USD)	7	**1.29**	7.11

COMPREHENSIVE INCOME > WILH. WILHELMSEN GROUP

Profit for the year		**75**	334
Other comprehensive income			
Cash flow hedges			6
Cash flow hedges in joint venture	2	**(11)**	10
Currency translations differences		**3**	24
Other comprehensive income, net of tax		**(9)**	40
Total comprehensive income		**66**	374
Attributable to			
Owners of the parent		**54**	371
Minority interests		**12**	3
Total comprehensive income for the year		**66**	374

Notes 1 to 20 on the next pages are an integral part of these consolidated financial statements.

BALANCE SHEET > WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	31.12.2010	31.12.2009
ASSETS			
Non current assets			
Deferred tax asset	6	**19**	9
Goodwill and other intangible assets	5	**261**	258
Vessel, property and fixtures	5	**1 601**	1 589
Investments in joint ventures and associates	2/3	**759**	642
Other non current assets	8/9	**80**	82
Total non current assets		**2 721**	2 581
Current assets			
Inventories	10	**96**	95
Current financial investments	11	**142**	145
Other current assets	9/12	**319**	308
Cash and cash equivalents		**802**	554
Total current assets		**1 359**	1 103
Total assets		**4 080**	3 684
EQUITY AND LIABILITIES			
Equity			
Paid-in capital		**122**	122
Retained earnings and other reserves		**1 108**	1 141
Attributable to equity holders of the parent		**1 230**	1 263
Minority interests		**308**	6
Total equity		**1 538**	1 269
Non current liabilities			
Pension liabilities	8	**91**	85
Deferred tax	6	**116**	69
Non current interest-bearing debt	13/14	**1 333**	1 602
Other non current liabilities	9	**209**	177
Total non current liabilities		**1 748**	1 933
Current liabilities			
Current income tax liabilities	6	**17**	13
Public duties payable		**24**	27
Other current liabilities	9/13	**752**	442
Total current liabilities		**794**	482
Total equity and liabilities		**4 080**	3 684

Lysaker, 15 March 2011

Diderik Schnitler	Wilhelm Wilhelmsen	Helen Juell	Odd Rune Austgulen	Bettina Banoun	Thomas Wilhelmsen
chair					group CEO

Notes 1 to 20 on the next pages are an integral part of these consolidated financial statements.

CASH FLOW STATEMENT > WILH. WILHELMSEN HOLDING GROUP

USD mill	Note	2010	2009
Cash flow from operating activities			
Profit before tax		**131**	312
Financial income/(expenses)		**45**	32
Financial derivatives unrealised	2	**61**	(153)
Depreciation/impairment	5/6	**104**	102
Gain on sale of fixed assets		**(11)**	(60)
Gain from sale of subsidiary			(47)
Change in net pension asset/liability		**4**	12
Change in inventory			19
Change in working capital		**18**	27
Share of profit from joint ventures and associates	3/4	**(198)**	(132)
Dividend received from joint ventures and associates	3/4	**92**	81
Tax paid (company income tax, witholding tax)		**(10)**	(20)
Net cash provided by operating activities		**235**	173
Cash flow from investing activities			
Proceeds from sale of fixed assets		**32**	73
Investments in fixed assets	5	**(129)**	(279)
Proceeds from sale of subsidiary			86
Proceeds from sale of joint ventures and associates			82
Investments in joint ventures and associates		**(28)**	(5)
Loans granted to joint ventures and associates		**28**	(67)
Proceeds from sale of financial investments		**103**	127
Investments in financial investments		**(96)**	(115)
Dividend received (financial investments)		**2**	
Interest received	2	**9**	4
Changes in other investments		**(6)**	
Net cash flow from investing activities		**(86)**	(94)
Cash flow from financing activities			
Proceeds from issue of debt	13	**137**	505
Repayment of debt	13	**(165)**	(298)
Interest paid including interest derivatives	2	**(83)**	(75)
Cash from financial derivatives		**9**	23
Transaction of minorities interests, net after tax		**217**	
Dividend to shareholders		**(16)**	(18)
Net cash flow from financing activities		**99**	137
Net increase in cash and cash equivalents		**248**	216
Cash and cash equivalents, excluding restricted cash, at 01.01		**554**	337
Currencies on cash and cash equivalents*			
Cash and cash equivalents at 31.12		**802**	554

* The group is located and operating world wide and every entity has several bank accounts in different currencies. Unrealised currency effects are included in net cash provided by operating activities.

Notes 1 to 20 on the next pages are an integral part of these consolidated financial statements.

EQUITY > WILH. WILHELMSEN HOLDING GROUP

CONSOLIDATED - STATEMENT OF CHANGES IN EQUITY

USD mill	Share capital	Own shares	Other reserves	Retained earnings	Total	Minority interests	Total equity
Balance at 1 January 2009	131	(9)	(26)	809	905	8	914
Comprehensive income for the period							
Profit for the period				331	331	3	334
Other comprehensive income							
Cash flow hedges			6		6		6
Cash flow hedges in joint venture			10		10		10
Currency translations differences			24		24		24
Total other comprehensive income, net of tax			40	0	40	0	40
Total comprehensive income			40	331	371	3	374
Transactions with owners							
Dividends				(13)	(13)	(5)	(19)
Balance 31 December 2009	131	(9)	14	1 127	1 263	6	1 269

USD mill	Share capital	Own shares	Reserves	Retained earnings	Total	Minority interests	Total equity
Balance at 1 January 2010	**131**	**(9)**	**14**	**1 127**	**1 263**	**6**	**1 269**
Comprehensive income for the period							
Profit for the period				**60**	**60**	**15**	**75**
Other comprehensive income:							
Cash flow hedges in joint venture			**(11)**		**(11)**	**(3)**	**(14)**
Currency translations differences			**5**		**5**		**5**
Total other comprehensive income, net of tax			**(6)**	**0**	**(7)**	**(3)**	**(10)**
Total comprehensive income			**(6)**	**60**	**54**	**12**	**66**
Issue of new equity				**(65)**	**(65)**	**291**	**226**
Issue costs (net after tax)				**(5)**	**(5)**	**(2)**	**(7)**
Transactions with owners:							
Write down own shares	**(9)**	**9**					
Dividends				**(16)**	**(16)**		**(16)**
Balance 31 December 2010	**122**	**0**	**7**	**1 171**	**1 230**	**308**	**1 538**

Own shares represented 6.3% of the share capital in nominal value at 31 December 2009.

Dividend for fiscal year 2009 was NOK 2.00 per share and was paid in May 2010.

The proposed dividend for fiscal year 2010 is NOK 3.50 per share, payable in the second quarter of 2011. A decision on this proposal will be taken by the annual general meeting on 28 April 2011. The proposed dividend is not accrued in the year-end balance sheet.

Notes 1 to 20 on the next pages are an integral part of these consolidated financial statements.

GENERAL INFORMATION

Wilh. Wilhelmsen Holding ASA (referred to as the parent company) is domiciled in Norway. The parent company's consolidated accounts for fiscal year 2010 include the parent company and its subsidiaries (referred to collectively as the group) and the group's share of joint ventures and associated companies.

The annual accounts for the group and the parent company were adopted by the board of directors on 15 March 2011.

The parent company financial statements are for the period from date of incorporation 25 February to 31 December 2010.

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

Restructuring WWI group

On 15 April 2010, the general meeting of former Wilh. Wilhelmsen ASA group (referred to as the WW ASA group), Wilh. Wilhelmsen ASA (referred to as WW ASA) and the parent company resolved to carry out a restructuring of the WW ASA group. As a result of the restructuring, the parent company did take over WW ASA's former role as parent company of the WWASA group. Immediately following the restructuring, the parent company took over all the shares in WW ASA, which continued the shipping and logistics business formerly conducted in the WW ASA group, and all the shares in Wilhelmsen Maritime Services (referred to as WMS), which will continue as the holding company for the maritime services segment. After the IPO process in WWASA (shipping and logistics segments) the parent company owns 72.73% of the new Wilh. Wilhelmsen ASA group (referred to as the new WWASA group).

The restructuring has been effected through a series of transactions whereby the non-logistics and shipping activities of the WWASA group (i.e. the shares in WMS as well as certain other assets) have been transferred from WWASA to the company, and the shareholders of WWASA have received shares in the company through a distribution of dividends in kind, whereupon WWASA group was merged into WWASA.

For existing shareholders of WWASA group, the restructuring implied that the shares of WWASA were replaced with shares in the company, in which the shareholders of WWASA group became shareholders in the exact same proportion as they held shares in the WWASA prior to the restructuring.

The summary of financial information is for the WWH group which also represents the historical financial information for the group.

BASIC POLICIES

The consolidated accounts have been prepared in accordance with the International Financial Reporting Standards (IFRS), as endorsed by the European Union. The financial statements for the parent company have been prepared and presented in accordance with simplified IFRS pursuant to section 3-9 of the Norwegian Accounting Act. Dividends and group contributions have been accounted for according to good accounting practice as an exception from IFRS. The explanations of the accounting principles for the group also apply to the parent company, and the notes to the consolidated financial statements will in some cases cover the parent company.

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

The accounts are presented in US dollars (USD), rounded off to the nearest whole million. The bulk of transactions in the group's international operations are denominated in USD. In addition, the bulk of the group's financing is in USD and the required rate of return is stated in this currency.

The parent company is presented in its functional currency NOK.

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

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

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

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

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

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

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

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

Standards, amendments and interpretations

New and amended standards adopted by the group and parent company from 1 January 2010 or later;

- IAS 1 - 'Presentation of financial statements': amendment. The group and parent company did apply IAS 1 amendment from 1 January 2010. The amendment did not have any material impact on the group or parent company's financial statements.
- IAS 27 - 'Consolidated and separate financial statements': revised effective from 1 July 2009. The revised standard requires the effects of all transactions with non-controlling interests to be recorded in equity if there is no change in control and these transactions will no longer result in goodwill or gains and losses. The standard also specifies the accounting when control is lost. Any remaining interest in the entity is re-measured to fair value, and a gain or loss is recognised in profit or loss. The group and parent company have applied revised IAS 27 to transactions with minority interests from 1 July 2009.
- IAS 36 - 'Impairment of assets', amendment, effective 1 January 2010. The amendment clarifies that the largest cash-generating unit (or group of units) to which goodwill should be allocated for the purposes of impairment testing is an operating segment, as defined by paragraph 5 of IFRS 8, 'Operating segments' (that is, before the aggregation of segments with similar economic characteristics). The group and parent company have applied IAS 36 amendment from 1 January 2010.
- IAS 38 - 'Intangible Assets': amendment will apply from the date revised IFRS 3 is adopted. The amendment clarifies guidance in measuring the fair value of an intangible asset acquired in a business combination and it permits the grouping of intangible assets as a single asset if each asset has similar useful economic lives. The amendment has not had any material impact on the group or parent company's financial statements.
- IFRS 2 - 'Group cash-settled and share-based payment transactions': guidance, effective from 1 January 2010. The new guidance did not have a material impact on the group's or parent company financial statements.
- IFRS 3 - 'Business combinations': revised effective from 1 July 2009. The revised standard continues to apply the acquisition method to business combinations, with some significant changes. There is a choice on an acquisition-by-acquisition basis to measure the non-controlling interest in the acquiree at fair vale or at the non-controlling interest's proportionate share of the acquiree's net assets. All acquisition-related costs should be expensed. The group and parent company have applied revised IFRS 3 to all business combinations from 1 July 2009.
- IFRS 5 - 'Measurement of non-current assets (or disposal groups) classified as held-for-sale': amendment. The group and parent company have applied IFRS 5 amendment from 1 January 2010. The amendment did not have any material impact on the group's or parent company financial statements.

New and amended standards, and interpretations mandatory for the first time for the financial year beginning 1 January 2010 but not currently relevant to the group (although they may affect the accounting for future transactions and events);

- IAS 39 - 'Financial instruments: recognition and measurement' on Eligible hedged items, effective from 1 July 2009.
- IFRIC 15 - 'Arrangements for construction of real estates', effective from 1 January 2009, but EU endorsed for 1 July 2010.
- IFRIC 17 - 'Distribution of non-cash assets to owners': amendments effective on or after 1 July 2009.
- IFRIC 9 – 'Reassessment of Embedded Derivatives'; amendment. An entity must assess whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative when the entity first becomes a party to the contract. Subsequent reassessment is prohibited unless there is a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract, in which case reassessment is required. IFRIC 9 is effective for annual periods beginning on or after 1 July 2009.
- IFRIC 16 – 'Hedges of a Net Investment in a Foreign Operation'; amendment. The presentation currency does not create an exposure to which an entity may apply hedge accounting. Consequently, a parent entity may designate as a hedged risk only the foreign exchange differences arising from a difference between its own functional currency and that of its foreign operation. IFRIC 16 is effective for annual periods beginning on or after 1 July 2009.
- IFRIC 18 - 'Transfers of Assets from Customers' (effective prospectively to transfers of assets from customers received on or after 1 July 2009, endorsed by EU for annual financial periods beginning on or after 1 November 2009). IFRIC 18 states that when an entity receives from a customer a transfer of an item of property, plant and equipment, it shall assess whether the transferred item meets the definition of an asset set out in the Framework. If the entity concludes that the definition of an asset is met, it shall recognise the transferred asset as an item of property, plant and equipment and measure its cost on initial recognition at its fair value.

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

- IAS 1 Presentation of Financial Statements (revised). The amendment clarifies that a potential settlement of a liability by issuing of equity does not affect classification of the liability as current or non-current. The amendment allows a liability to be classified as non-current (assuming the entity has an unqualified right to defer settlement by transferring cash or other assets as a minimum 12 months after the balance sheet date) despite the fact that the counterparty at any time may request the entity to settle by issuing equity.
- IFRS 9 - 'Financial Instruments' effective for annual periods beginning on or after 1 January 2013 with early application permitted. The standard is applied retrospectively. Phase 1 of IFRS 9 addresses classification and measurement, and is the first step in the ultimate replacement of IAS 39. The standard states that financial assets shall be a) classified on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset, b) initially measured at fair value plus, in the case of a financial assets not at fair value through the income statement, particular transaction cost, c) subsequently measured at amortised cost or fair value. The standard confirms the classification rules for financial liabilities, but changes the presentation of fair value changes related to own credit risk for liabilities that are classified as at fair value through the income statement through the fair value option. The group and company are currently evaluating the impact of adoption of IFRS 9.
- IAS 24 - 'Related Party Disclosures', revised, effective for annual periods beginning on or after 1 January 2011. The amendment removes the requirement for government-related entities to disclose details of all transactions with the government and other government-related entities; and clarifies and simplifies the definition of a related party. It is not expected to have a material impact on the group or company's financial statements.
- IAS 32 – 'Classification of Rights Issues' amendment, effective for annual periods beginning on or after 1 February 2010. The amendment allows rights issues to be classified as equity when the price is denominated in a currency other than the entity's functional currency. A rights issue is used as a means of capital-raising whereby an entity issues a right, option or warrant on a pro rata basis to all existing shareholders of a class of equity to acquire a fixed number of additional shares at a fixed strike price (usually less than the

market value of the shares on that date). It is not expected to have a material impact on the group or company's financial statements.

- IFRIC 14 - 'Prepayments of a minimum funding requirement' (issued in November 2009). The amendments correct an unintended consequence of IFRIC 14, 'IAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interaction'. Without the amendments, entities are not permitted to recognise as an asset some voluntary prepayments for minimum funding contributions. This was not intended when IFRIC 14 was issued, and the amendments correct the problem. The amendments are effective for annual periods beginning 1 January 2011. Earlier application is permitted. The amendments should be applied retrospectively to the earliest comparative period presented. This is not expected to have a material impact on the group or company's financial statements.
- IFRIC 19 - 'Extinguishing Financial Liabilities with Equity Instruments' (effective for annual periods beginning on or after 1 July 2010). IFRIC 19 clarifies the accounting when an entity renegotiates the terms of its debt with the result that the liability is extinguished by the debtor issuing its own equity instruments to the creditor (referred to as a "debt for equity swap"). IFRIC 19 requires a gain or loss to be recognised in profit or loss when a liability is settled through the issuance of the entity's own equity instruments.

COMPARATIVE FIGURES

When items are reclassified in the financial statements, the comparative figures are included from the beginning of the earliest comparative period.

SHARES IN SUBSIDIARIES, JOINT VENTURE AND ASSOCIATES (PARENT COMPANY)

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

CONSOLIDATION POLICIES

Subsidiaries

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

The group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the group recognises any minority interests in the acquirer either at fair value or at the minority interest's proportionate share of the acquirer's net assets.

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

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

Joint ventures and associates

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

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

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

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

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

Minority interests

The group treats transactions with minority interests as transactions with equity owners of the group. For purchases from minority interests, the difference between any consideration paid and relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity.

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

SEGMENT REPORTING

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

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the board and Corporate Management Team who makes the strategic decisions.

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

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

The maritime services segment offers marine products, technical service, ship agency services and logistics to the merchant fleet, safety and environmental systems to the newbuilding and retrofit sectors of the marine and offshore markets, supplies electrical, automation and heating ventilation and air conditioning (HVAC) systems to the marine and offshore markets, ship management including manning for all major vessel types, through a worldwide network of more than 350 offices in some 71 countries.

The holding segment includes the parent company, Wilh. Wilhelmsen ASA, and other minor activities (WilService AS, Abeer AS, Wilhelmsen Offshore & Chartering AS, Wilhelmsen Marine Consultance AS, Wilh. Wilhelmsen Netherland B.V., Njord Insurance Ltd and corporate group activities like operational management, tax, finance, portfolio management, communication and human relations) which fail to meet the definition for other core activities.

Eliminations are between the groups four segments mentioned above.

RELATED PARTIES TRANSACTIONS

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

See note 9 and 17 to the group accounts for loans to joint ventures and associates, and note 8 to the parent company's accounts.

See note 4 to the group accounts concerning remuneration of senior executives in the group, and note 3 in the parent company accounts for information concerning loans and guarantees for employees.

FOREIGN CURRENCY TRANSACTION AND TRANSLATION

Transactions

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

Translations

In the consolidated financial statements, the assets and liabilities of non USD functional currency subsidiaries, joint ventures and associates, including the related goodwill, are translated into USD using the rate of exchange as of the balance sheet date. The results and cash flow of non USD functional currency subsidiaries, joint venture and associates are translated into USD using average exchange rate for the period reported (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions). Exchange adjustments arising when the opening net assets and the net income for the year retained by non USD operation are translated into USD are recognised in other comprehensive income. On disposals of a non USD functional currency subsidiary, joint venture or associates, the deferred cumulative amount recognised in equity relating to that particular entity is recognised in the income statement.

REVENUE RECOGNITION

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

Shipping and logistics

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

Freight revenue

Time charter (T/C) basis

Freight revenue and expenses relating to vessel voyages are accrued on the basis of the number of days that the voyage lasts before and after the end of the accounting period.

Contracts of affreightment

Revenue and expenses related to voyages under contracts of affreightment are calculated on the basis of the length of the contractual delivery, based on the number of days before and after the end of the accounting period.

Maritime services

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

Intragroup sales are eliminated. Sales of goods and services are recognised in the accounting period in which the services are rendered or goods sold, based on the degree of completion of the relevant transaction. The degree of completion is based on the actual services provided as a proportion of the total services to be provided.

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

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

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

SHARE-BASED COMPENSATION
Due to the restructuring of the group and that the options were out of the money, the cash-settled share-based programme was eliminated in 2010.

FIXED ASSETS
Property, fixtures and vessels acquired by group companies are stated at historical cost. Depreciation is calculated on a straight-line basis. A residual value, which reduces the deprecation base, is estimated for vessels.

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

The group capitalises loan costs related to vessels on the basis of the group's average borrowing rate on interest-bearing debt. Shipbuilder instalments paid, other direct vessel costs and the group's interest costs related to financing the acquisition cost of vessels are capitalised as they are paid.

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

Property	10-50 years
Fixtures	3-10 years
Vessels	30-35 years

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

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

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

GOODWILL AND OTHER INTANGIBLE ASSETS
Amortisation of intangible fixed assets is based on the following expected useful lives:

Goodwill	Indefinite life
Computer software	3-5 years
Other intangible assets	5-10 years

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

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

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

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

Other intangible assets
Computer software and start-up licences are capitalised in the balance sheet. Costs related to software licences, development or maintenance is expensed as incurred. Costs directly associated with the development of identifiable software owned by the group, with an expected useful life of more than one year, are capitalised. Direct costs include software development personnel and a share of relevant overheads.

Capitalised computer software developed in-house is amortised using the straight-line method over its expected useful life.

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

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

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

cash flows. The group has made the following assumptions when calculating the "value in use" for material tangible and intangible assets:

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

Goodwill
Goodwill acquired through business combinations has been allocated to the relevant CGU. An assessment is made as to whether the carrying amount of the goodwill can be justified by future earnings from the CGU to which the goodwill relates. Future earnings are based on next year's expectations with a zero growth rate. If the "value in use" of the CGU is less than the carrying amount of the CGU, including goodwill, goodwill will be written down first. Thereafter the carrying amount of the CGU will be written down. Impairment losses related to goodwill cannot be reversed.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

The fair value of derivatives used for hedging is shown in note 14 to the group accounts. Changes in the valuation of qualified hedges are shown in statement of changes in equity.

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

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

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

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

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

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

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

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

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

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

The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, adjusted for unrecognised actuarial gains or losses and unrecognised costs related to pension earnings in earlier periods.

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

Actuarial gains and losses arising from new information or changes to actuarial assumptions in excess of the higher of 10% of the value of the pension assets or 10% per cent of the pension obligations are recognised in the income statement over the expected average remaining working lives of the employees.

Changes in pension plan benefits are recognised immediately in the income statement unless rights in the new pension plan are conditional on the employee remaining in service for a specific period of time (the vesting period). In that case, the costs associated with the change in benefit are amortised on a straight-line basis over the vesting period.

RECEIVABLES
Trade receivables and other receivables, that have fixed or determinable payments that are not quoted in an active market are classified as receivables. Receivables are recognised at face value less any impairment. Provision for impairment is made to specified receivable items when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the receivable, the estimated future cash flows of the investments have been affected.

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

SHARE CAPITAL AND TREASURY SHARES
When the parent company purchases its own shares (treasury shares), the consideration paid, including any attributable transaction costs net of income tax, is deducted from the equity attributable to the parent company's shareholders until the shares are cancelled or sold. Should such shares subsequently be sold or reissued, any consideration received is included in share capital.

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

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

LOANS
Loans are recognised at fair value when the proceeds are received, net of transaction costs. In subsequent periods, loans are stated at amortised cost using the effective yield method. Any difference between proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the term of the loan.

Loans are classified as current liabilities unless the group or the parent company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

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

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

Revenue recognition
Revenues and costs associated with vessel voyages are accrued on the basis of the number of days that the voyage lasts before and after the end of the accounting period. Sales of goods and maritime services are recognised in the accounting period in which the services are rendered, based on the degree of completion of the relevant transaction. The degree of completion is based on the actual services provided as a proportion of the total services to be provided. This method requires the group to exercise its judgement in assessing how large a share of the total service has been delivered on the balance sheet date.

Income tax
The group is subject to income tax in many jurisdictions. Various tax systems have required some use of judgement for certain countries in determining income tax for all countries taken together in the consolidated accounts.

The final tax liability for some transactions and calculations will be uncertain.

The group recognised tax liabilities associated with future decisions in tax cases/disputes, based on estimates of the likelihood that additional income tax will fall due. Should the final outcome of these cases vary from the amount of the original provision, this variance will affect the stated tax expense and provision for deferred tax in the period when the final outcome is determined.

The parent company recognises tax liabilities when these are incurred. In other words, the tax expense is related to the accounting profit/loss before tax. The tax expense comprises tax payable and the change in net deferred tax.

Impairment of non-financial assets
Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment.

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

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

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

The discount factor applied in the cash flow budgets is based on the group's long-term financing costs for debt-financed capital. Beyond the period covered by the business plan, a growth factor which varies between 0% and 5% is applied, with an expectation that gross margins will not weaken substantially over time.

RISK MANAGEMENT
For information about risk management see note 14.

Note 1 > COMBINED ITEMS, INCOME STATEMENT

GROUP

USD mill	Note	2010	2009
OPERATING REVENUE			
Freight revenue		**209**	153
Ships service revenue		**600**	560
Ships equipment revenue		**100**	134
Marine engineering revenue		**123**	124
Ship management and crewing		**41**	36
Other revenue		**3**	10
Total operating revenue		**1 076**	1 015
GAIN ON SALE OF ASSETS			
Gain on sales of vessels		**4**	11
Gain on sales of subsidiary			47
Gain on sale of shares held in joint ventures and associates	2/3		45
Gain on sale of other assets		**7**	8
Total gain on sale of assets		**11**	110
VESSEL EXPENSES			
Luboil		**(6)**	(6)
Stores (water, safety, chemicals, ropes etc)		**(4)**	(4)
Maintenance of vessels		**(18)**	(14)
Insurance		**(8)**	(7)
Other		**(8)**	(8)
Total vessel expenses		**(43)**	(39)
OTHER EXPENSES			
Loss on sale of assets		**(2)**	(4)
Office expenses		**(40)**	(36)
Communication and IT expenses		**(32)**	(33)
External services		**(17)**	(17)
Travel and meeting expenses		**(19)**	(17)
Marketing expenses		**(13)**	(11)
Other administration expenses		**(28)**	(37)
Total other expenses		**(151)**	(154)
FINANCIAL INCOME/(EXPENSES)			
Financial income			
Interest income		**10**	4
Return on current financial investments	11	**8**	28
Other financial income		**3**	2
Total financial income		**21**	35
Financial expenses			
Interest expenses		**(51)**	(47)
Net currency loss			(61)
Other financial expenses		**(6)**	(5)
Total financial expenses		**(57)**	(113)
Net financial derivatives			
Valuation of bunker derivatives			(1)
Realised gain related to currency derivatives		**9**	23
Realised loss related to interest rate derivatives		**(31)**	(28)
Unrealised gain/(loss) related to currency derivatives		**(23)**	74
Unrealised gain/(loss) related to interest rate derivatives		**(38)**	83
Total financial derivatives		**(82)**	151
Financial income/(expense)		**(118)**	72

See note 14 on financial risk and the section of the accounting policies concerning financial derivatives.

Note 2 > INVESTMENTS IN JOINT VENTURES

GROUP

USD mill	Business office, country	2010	2009
		Voting share/ownership	
Shipping			
Mark I Shipping Pte Ltd	Singapore	**50.0%**	50.0%
Tellus Shipping AS	Lysaker, Norway	**50.0%**	50.0%
American Roll-on Roll-off Carrier LLC	New Jersey, USA	**50.0%**	50.0%
Fidelio Inc	New Jersey, USA	**50.0%**	50.0%
Fidelio Limited Partnership	New Jersey, USA	**50.0%**	50.0%
EUKOR Car Carriers Inc	Seoul, Republic of Korea	**40.0%**	40.0%
EUKOR Car Carriers Singapore Pte Ltd	Singapore	**40.0%**	40.0%
EUKOR Shipowning Singapore Pte Ltd	Singapore	**40.0%**	40.0%
Shipping/logistics			
Wallenius Wilhelmsen Logistics AS	Lysaker, Norway	**50.0%**	50.0%
Logistics			
American Shipping & Logistics Inc	New Jersey, USA	**50.0%**	50.0%
American Logistics Network LLC	New Jersey, USA	**50.0%**	50.0%
Summarised financial information - according to the group's ownership			
Share of total income		**1 719**	1 429
Share of operating expenses		**(1 536)**	(1 315)
Share of net financial items		**(11)**	6
Share of tax expenses		**(13)**	(6)
Share of profit for the year		**158**	113
Share of profit from joint ventures		**158**	113
Share of profit from associates, see note 3		**40**	19
Share of profit from joint ventures and associates		**198**	132
Share of equity (equity method)			
Book value		**527**	434
Excess value (goodwill)		**16**	16
Share of equity from joint ventures		**543**	450
Share of equity from associates, see note 3		**216**	193
Share of equity from joint ventures and associates		**759**	642
Joint ventures' assets, equity and liabilities (the group's share of investments)			
Share of non current assets		**1 090**	1 012
Share of current assets		**446**	401
Total share of assets		**1 535**	1 412
Share of equity 01.01		**450**	409
Share of profit for the period		**158**	113
Cash flow hedges (net after tax)		**(11)**	11
Capital contribution		**20**	
Other changes in equity			(12)
Dividend received/repayments of share capital		**(72)**	(73)
Currency translation differences		**(2)**	3
Share of equity 31.12		**543**	450
Share of non current liabilities		**666**	682
Share of current liabilities		**325**	280
Total share of liabilities		**990**	962
Total share of equity and liabilities		**1 535**	1 412

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

The profitability and cash flow of the group will depend upon the market price of bunker fuel which is affected by numerous factors beyond the control of the group. Bunker prices have increased somewhat in the last quarter of 2010, after being stable for the first part of the year. Rotterdam FOB 380 started the year at USD 450 per tonne and climbed to USD 490 per tonne at year end.

The group is exposed to bunker price fluctuations through its investments in Wallenius Wilhelmsen Logistics (WWL) (50%), American Shipping and Logistics Group (50%) and EUKOR Car Carriers (40%), and through adjustment in vessel charter hire from WWL. See note 1 for further details.

WWL and EUKOR have entered into derivative contracts to hedge part of the remaining bunker price exposure. The group's share of these contracts corresponds to its share of earnings in WWL and EUKOR respectively. The group's share of the market value relating to bunker contracts held by WWL and EUKOR were positive USD 2.5 million at 31 December (2009: negative USD 5.3 million).

Note 3 > INVESTMENTS IN ASSOCIATES

USD mill		2010	2009
	Business office, country	Voting share/control share	
Shipping			
Norwegian Car Carriers ASA *	Oslo, Norway		21.5%
Logistics/Shipping			
Glovis Co Ltd	Seoul, Republic of Korea	**15.0%**	15.0%
Logistics			
Kaplan investments:			
K-POAGS Pty Ltd	Sydney, Australia	**22.5%**	22.5%
K-NSS Pty Ltd	Sydney, Australia	**22.5%**	22.5%
K-AATerminals Pty Ltd	Sydney, Australia	**11.0%**	22.5%
KW Auto Logistics Pty Ltd	Sydney, Australia	**22.5%**	22.5%
		Profit sharing agreements **	
Maritime services - companies with significant shares of profits			
Almoayed Wilhelmsen Ltd	Bahrain	**50.0%**	50.0%
Wilhelmsen Ships Service Ltd	Bangladesh	**50.0%**	50.0%
Barwil Unimasters Ltd	Bulgaria	**50.0%**	50.0%
Wilhelmsen Huayang Ships Services (Shanghai) Co Ltd	China	**50.0%**	50.0%
Wilhelmsen Huayang Ships Services (Beijing) Co Ltd	China	**50.0%**	50.0%
Barwil Georgia Ltd	Georgia	**50.0%**	50.0%
Barklav (Hong Kong) Ltd	Hong Kong	**50.0%**	50.0%
Norwegian Jordanian Shipping Agencies Ltd Co	Jordan	**48.8%**	48.8%
Alghanim Barwil Shipping Co-Kutayba Yusuf Ahmed & Partner WLL	Kuwait	**49.0%**	49.0%
Barwil-Andersson Agencies Ltd	Latvia	**49.0%**	49.0%
Barwil Agencies Lebanon S.A.L.	Lebanon	**49.0%**	49.0%
Barber Moss Ship Management AS	Norway	**50.0%**	50.0%
Towell Barwil Co LLC	Oman	**30.0%**	30.0%
Wilhelmsen Ships Services (Private) Ltd	Pakistan	**50.0%**	50.0%
Barwil Agencies SA	Panama	**47.0%**	47.0%
Lonemar SA	Panama	**47.0%**	47.0%
Wilhelmsen-Smith Bell Shipping Inc	Philippines	**49.0%**	49.0%
Wilhelmsen Hyopwoon Ships Services Ltd	Republic of Korea	**50.0%**	50.0%
Haeyoung Maritime Services Co Ltd	Republic of Korea	**20.0%**	20.0%
Barwil Star Agencies SRL	Romania	**50.0%**	50.0%
Binzagr Barwil Maritime Transport Co Ltd	Saudi Arabia	**50.0%**	50.0%
Nagliyat Al-Saudia Co Ltd	Saudi Arabia	**49.6%**	49.6%
Baasher Barwil Agencies Ltd	Sudan	**50.0%**	50.0%
National Company For Maritime Agencies Ltd	Syrian Arab Republic	**50.0%**	50.0%
Barwil Universal Denizcilik Tasimacilik Ticaret AS	Turkey	**50.0%**	50.0%
MSC Ukraine Ltd	Ukraine	**45.0%**	45.0%
Barwil Abu Dhabi Ruwais LLC	United Arab Emirates	**50.0%**	50.0%
Barwil Dubai LLC	United Arab Emirates	**50.0%**	50.0%
Barwil Ship Services (UAE) LLC	United Arab Emirates	**42.5%**	42.5%
Triangle Shipping Agencies Co LLC	United Arab Emirates	**50.0%**	50.0%
Denholm Barwil Ltd	United Kingdom	**40.0%**	40.0%
Knight Transport LLC	United States	**33.3%**	33.3%

* Norwegian Car Carriers ASA - available for sale financial asset
** Takes account of agreements on profit sharing which are additional to the equity share.

An overview of actual equity holdings can be found in the presentation of company structure later in this report.

Cont note 3 > INVESTMENTS IN ASSOCIATES

GROUP

USD mill	2010	2009
Summary financial information - according to the group's ownership		
Assets	**392**	374
Liabilities	**174**	182
Equity	**218**	193
Operating income	**770**	485
Net profit	**40**	19
Share of profit from associates		
Glovis Co Ltd	**28**	22
Other associates	**12**	(3)
Share of profit from associates	**40**	19
Book value of material associates		
Glovis Co Ltd	**150**	125
Kaplan Investments	**44**	40

A sale of 5% shareholding in Glovis took place in April 2009. This sale contributed a gain corresponding to USD 45 million to profit before tax.

Even if the share interest in Glovis is 15%, the investment is treated as an associate in accordance with IFRS. The reason is that the group has entered into a shareholders' agreement regarding their shareholding in Glovis, including two representatives on the board of directors. The agreement, which has an indefinite term, contains provisions, inter alia, restrictions on transfer of shares, corporate governance, composition of and procedures for the board of directors, matters which require a qualified majority at the general meeting of shareholders and mechanisms in case a resolution cannot be reached by the partners. In addition the business relationship between the group's joint venture EUKOR Car Carriers Inc and Glovis is strong as Glovis is a global logistics service provider for EUKOR's main customers Hyundai Motor Group and Kia Motor Group.

Glovis Co Ltd was listed on 23 December 2005, and the group's equity interest had a stock market value at 31 December 2010 of USD 750 million (2009: USD 550 million).

Specification of share of equity and profit/loss:		
Share of equity 01.01	**193**	203
Share of profit for the year	**40**	19
Addition shipping	**2**	2
Addition logistics		11
Addition maritime services	**1**	
Reclassification of shipping entity to available for sale financial asset	**(4)**	
Disposal logistics		(37)
Disposal maritime services		(1)
Dividend	**(20)**	(14)
Currency translation differences	**4**	9
Share of equity 31.12	**216**	193
Share of equity		
Book value	**194**	171
Excess value	**22**	22
Total share of equity	**216**	193
Excess value includes		
Goodwill	**22**	22

Note 4 > EMPLOYEE BENEFITS

GROUP

USD mill	2010	2009
Pay	**211**	181
Payroll tax	**33**	29
Pension cost	**25**	18
Employee benefits seagoing personnel	**44**	44
Other remuneration	**31**	41
Total employee benefits	**345**	313
Number of employees		
Group companies in Norway (subsidiaries)	**640**	622
Group companies abroad	**5 166**	4 784
Seagoing personnel Wilhelmsen Ship Management	**6 554**	5 489
Total employees	**12 360**	10 895
Average number of employees	**11 628**	12 565

REMUNERATION OF SENIOR EXECUTIVES

USD 1 000	Pay/fees/ pensions	Bonus	Pension premium	Other remune ration	Total	Total in NOK
2010						
Working chair - until 15 April 2010	**181**			**5**	**187**	**1 128**
Group CEO - until 1 October 2010	**562**		**49**	**30**	**641**	**3 872**
Group CEO - from 1 October 2010 *	**404**	**83**	**66**	**24**	**577**	**3 483**
Deputy group CEO - until 1 June 2010	**239**		**17**	**8**	**264**	**1 593**
Group CFO *	**724**	**50**	**215**	**36**	**1 024**	**6 189**
Group vice president logistics **	**214**			**103**	**316**	**1 909**
President & CEO Wilh. Wilhelmsen ASA	**476**		**201**	**19**	**696**	**4 205**
President & CEO Wilhelmsen Maritime Services AS	**722**	**146**	**319**	**35**	**1 221**	**7 376**
2009						
Working chair	511			15	526	3 303
Group CEO	576	255	65	41	937	5 891
Deputy group CEO	360	115	64	24	563	3 537
Deputy group CEO *	299	87	37	23	447	2 809
Group CFO *	666	143	203	36	1 048	6 589
Group vice president logistics **	540			211	752	4 726
President & CEO WMS	679	139	283	32	1 133	7 123

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

* Including additional expenses related to future pensions: Group CEO USD 53 (2009: USD 42), Group CFO USD 247 (2009: USD 183).
** Group vice president logistics Stephen P Cadden has been seconded to WW ASA from a US subsidiary on an expatriate basis for a fixed time period.

Board of directors
Wilhelm Wilhelmsen - working chair until 15 April 2010.
Remuneration of the other four directors totalled USD 215 for 2010 and USD 179 for 2009.

Senior executives
Ingar Skaug - group CEO until 1 October 2010.
Thomas Wilhelmsen - group vice president shipping until 1 June 2010 /deputy group CEO until 1 October, group CEO from 1 October 2010.
Sjur Galtung - deputy group CEO until 1 June 2010.
Nils Petter Dyvik - group CFO.
Stephen P Cadden - group vice president logistics until 1 June 2010.
Jan Eyvin Wang - president & CEO Wilh. Wilhelmsen ASA from 1 June 2010.
Dag Schjerven - president & CEO Wilhelmsen Maritime Services AS.

See note 3 Employee benefits in the parent company accounts.

OPTION PROGRAMME FOR SENIOR EXECUTIVES

The board of directors of former Wilh. Wilhelmsen ASA (WWI) resolved at a board meeting on 31 October 2007 to renew the share option programme for employees at management level in the company, and in its associated subsidiaries. This programme was originally introduced in February 2000. The new programme has changed from being an equity-settlement share-based programme to a cash-settlement share-based programme.

The board initially allocated 390 000 option rights in WWI (A shares) to the programme and authorised the group chief executive to decide who should be offered the option rights under the programme. The group chief executive decided to use the authority granted and, in a letter of 17 December 2007, offered a select group of employees the opportunity to participate in the programme.

The options rights have to be exercised in the period from 1 January 2008 - 31 December 2010. The strike price was the average market price for class A shares on the Oslo Stock Exchange over the seven trading days preceding the offer of option rights, corresponding to NOK 212 per share. The holder of the option rights must also purchase WWI A shares for one-third of the gain before tax, and own at least a corresponding number of shares for three years from the exercise of the option rights.

Due to the restructuring of the group and that the options were out of the money, the cash-settled share-based programme was eliminated in 2010 and hence fair value of the outstanding option rights at 31 December was zero (2009: USD 0.24 million). USD 0.24 million was recognised through the income statement for 2010 (2009: USD 0.1 million).

Movements in the number of option rights outstanding and their related weighted average exercise prices are as follows

	2010		2009	
	Average exercise price NOK per share	Number of options granted	Average exercise price NOK per share	Number of options granted
At 01.01	**212.0**	**320 000**	212.0	347 500
Granted	**212.0**		212.0	
Repealed			212.0	(27 500)
Eliminated due to restructuring		**(320 000)**		
Exercised				
Outstanding options 31.12		**0**		320 000

For 2009 the fair value of the outstanding option rights are recorded as a liability in the financial statement at each balance sheet date. The fair value of the outstanding option rights determined using the Black-Scholes option pricing model.

EXPENSED AUDIT FEE

USD mill	2010	2009
Statutory audit	**2.8**	2.3
Other assurance services	**0.3**	0.4
Tax advisory fee	**0.8**	1.3
Other assistance	**0.3**	0.2
Total expensed audit fee	**4.2**	4.1

USD mill	Property	Fixtures	Vessels	New building contracts	Total fixed assets
FIXED ASSETS					
2010					
Carrying amounts 01.01	**74**	**120**	**1 194**	**202**	**1 589**
Acquisition	**3**	**20**	**17**	**82**	**123**
Disposal	**(1)**	**(13)**	**(13)**		**(27)**
Depreciation	**(2)**	**(13)**	**(77)**		**(92)**
Currency translation differences	**1**	**8**			**8**
Carrying amounts 31.12.2010	**74**	**123**	**1 120**	**284**	**1 601**
Carrying amounts	**76**	**127**	**1 197**	**284**	**1 685**
Accumulated depreciation and impairment losses	**(2)**	**(13)**	**(77)**		**(92)**
Currency translation differences	**1**	**8**			**8**
Carrying amounts 31.12	**74**	**123**	**1 120**	**284**	**1 601**
2009					
Carrying amounts 01.01	99	128	1 031	219	1 477
Acquisition	6	20	142	123	292
Reclassification from new building contracts to vessels			141	(141)	
Disposal	(41)	(21)	(47)		(109)
Depreciation	(3)	(13)	(73)		(89)
Currency translation differences	13	5			18
Carrying amounts 31.12.2009	74	120	1 194	202	1 589
Carrying amounts	64	128	1 267	202	1 660
Accumulated depreciation and impairment losses	(3)	(13)	(73)		(89)
Currency translation differences	13	5			18
Carrying amounts 31.12	74	120	1 194	202	1 589
Economic lifetime	10-50 years	3-10 years	30-35 years		
Depreciation schedule	Straight line	Straight line	Straight line		

The group has sale/leaseback agreements for 9 (2009: 11) vessels in the shipping segment. Those car carriers covered by the leases had a book value at 31 December of USD 306 million (2009: USD 342 million), and depreciation for the year came to USD 21 million (2009: USD 19 million). The leasing commitment is classified as a long-term liability. See note 13.

Interest expenses of USD 2.3 million relating to newbuilding contracts were capitalised in 2010 (2009: USD 3.6 million).

During 2010, no new vessels were delivered. From 2011 through 2012, the group has 7 new vessels due for delivery.

Impairment
The group has evaluated the need for potential impairment losses in accordance with the accounting policies outlined in the front. Fair value is the amount obtained from the sale of an asset or cash generating unit (CGU) in an arm's length transaction. Value in use is the net present value of future cash flows arising from continuing use of the asset or CGU, including any disposal proceeds. The impairment test has been performed based on the estimated future value in use of the fleet. The company has used the whole fleet as CGU. The entire fleet is defined as a cash-generating unit because the whole fleet is managed as a portfolio to maximize earnings for the entire company. The net present value of future cash flows was based on weighted average cost of capital (WACC) of 7.43% in 2010.

The WACC can be estimated as follows:
Borrowing rate: Debt ratio*(implied 18 year US swap rate + loan margin)
+ Equity Return: Equity ratio*(implied 18 year US swap rate + Beta * market premium)
= WACC

The value in use remains above the carrying amount for a WACC below 8.6%, all other factors held constant. Hence, no impairment was charged per 31 December 2010

USD mill	Goodwill	Software and licences	Total
INTANGIBLE ASSETS			
2010			
Carrying amounts 01.01	**215**	**44**	**258**
Acquisition		**8**	**8**
Amortisation and impairment losses for the year		**(12)**	**(12)**
Currency translation differences	**5**	**1**	**6**
Carrying amounts 31.12	**220**	**41**	**261**
2009			
Carrying amounts 01.01	189	49	238
Acquisition	3	4	7
Disposal	(1)	(5)	(5)
Reversal on disposal of accumulated amortisation		3	3
Amortisation and impairment losses for the year		(13)	(13)
Currency translation differences	24	6	30
Carrying amounts 31.12	215	44	258

Segment-level summary of the goodwill allocation:	2010	2009
Maritime services	**214**	209
Shipping	**6**	6
Total goodwill allocation	**220**	215

Impairment testing of goodwill

In the maritime services segment, USD 150 million relates to the acquisition of Unitor ASA and USD 64 million relates to the acquisition of the Callenberg group. These amounts were originally calculated in NOK and SEK respectively.

For the purpose of impairment testing, goodwill is allocated to the respective cash generating units which are Wilhelmsen Ships Service, Wilhelmsen Ships Equipment and Wilhelmsen Marine Engineering.

Value in use was determined by discounting the future cash flows generated from the continuing operation of the units.
Cash flows were projected based on actual operating results and next year's forecast. Cash flows is based on a 5-year strategy plan period with terminal value (terminal growth rate 2%) were extrapolated using the following key assumptions:

	2010	2009
USD/NOK	**6.04**	6.07
USD/SEK	**7.20**	7.20
Discount rate	**7%**	11%
Growth rate	**9%**	4%
Increase in material cost	**10%**	4%
Increase in pay and other remuneration	**7%**	9%
Increase in other expenses	**7%**	9%

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

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

No impairment was necessary for goodwill at 31 December 2010 (nor 2009).

Note 6 > TAX

Tonnage tax

Companies subject to tonnage tax regimes are exempt from ordinary tax on their shipping income. In lieu of ordinary taxation, tonnage taxed companies are taxed on a notional basis based on the net tonnage of the companies' vessels. Income not derived from the operation of vessels in international waters, such as financial income, is usually taxed according the ordinary taxation rules applicable in the resident country of each respective company. The group had two wholly owned companies resident in UK and Malta which was taxed under a tonnage tax regime in 2010. Further, the group had one tonnage taxed joint venture company resident in the Republic of Korea and three tonnage taxed joint venture companies in Singapore in 2010.

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

Ordinary taxation

The ordinary rate of corporation tax in Norway is 28% of net profit. Norwegian limited liability companies are encompassed by the participation exemption method for share income. Thus, share dividends and gains are tax free for the receiving company. Corresponding losses on shares are not deductible. The participation exemption method does not apply to share income from companies considered low taxed and that are located outside the European Economic Area (EEA), and on share income from companies owned by less than 10% resident outside the EEA.

For group companies located in the same country and within the same tax regime, taxable profits in one company can be offset against tax losses and tax loss carry forwards in other group companies. For 2010, the companies considered part of the Norwegian tax group (i.e. more than 90% owned, directly or indirectly, by the group) had a net tax-payable profit. The net tax payable is calculated on the result after utilization of tax loss carry forwards in the tax group (deferred tax asset). Deferred tax/deferred tax asset has been calculated on temporary differences to the extent that it is likely that these can be utilised.

Forced exit taxation

For income year 2007, the former tonnage tax system was abolished and replaced with a new exemption based tonnage tax system. At the same time, the Government introduced a forced exit taxation of all untaxed profits in companies that was part of the former tonnage tax system. Subsequently, the group recorded USD 207 million in deferred tax liability due to the forced exit taxation. The transition rules were disallowed by the Norwegian Supreme Court in its ruling of 12 February 2010. During the spring of 2010 the Norwegian Parliament introduced new and more beneficial taxation rules for companies entering the new 2007 tonnage tax regime, and the group decided on that basis to apply for taxation under the new rules. In November 2010 the tax office decided to turn down the application for tonnage taxation. As a result of this, the group converted the environmental fund to deferred tax in 2010 with a total effect of USD 83 million.

At year end 2010 the group has received a tax decision for the major ship owning company in Norway, Wilhelmsen Lines Shipowning AS for the year 2007. The decision was in line with our estimate and what was accrued for in the balance sheet. For year end 2010 the effect was a reduction of deferred tax liability (tonnage tax regime) and a corresponding reduction of deferred tax asset (tax loss carried forwards). There will be a similar effect for income years 2008 and 2009, which are still pending. Hence we do not estimate tax payable for 2008 and 2009 as we will utilize tax loss carried forwards. We assume to receive the tax decision for 2008 and 2009 within end Q2 2011. Further we assume the decision to be in line with our estimate and what is accrued for in the balance sheet. This means that there will be no major profit & loss effects of final 2008 and 2009 tax decision.

Foreign taxes

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

USD mill	2010	2009
Allocation of tax expenses for the year		
Payable tax in Norway, ordinary taxation	**(10)**	
Payable tax foreign	**(11)**	(6)
Change in deferred tax	**(35)**	27
Total tax	**(56)**	21

Cont note 6 > TAX

Reconciliation of actual tax cost against expected tax cost in accordance with the ordinary Norwegian income tax rate of 28%

Profit before tax	131	312
28% tax	37	87
Tax effect from		
Permanent differences	**3**	2
Non-taxable income	**(14)**	(12)
Share of profits from joint ventures and associates	**(55)**	(37)
Exit from the tonnage tax scheme, net effect	**83**	(66)
Currency translation differences	**3**	5
Calculated tax for the group	**56**	(21)
Effective tax rate for the group	**42.93%**	(6.63%)

The effective tax rate for the group will from period to period change, dependent on the group gains and losses from investments inside exemption method and non tax deductible revenues from tax tonnage regime.
Deferred tax liability regarding the environmental share of the exit of tonnage tax regime in 2007 of reversal of USD 66 million (in 2009) and accruals of USD 83 million (in 2010) has brought a materiel effects of the group effective tax rate.

USD mill	2010	2009
Deferred tax assets to be recovered after more than 12 months	**11**	145
Deferred tax assets to be recovered within 12 months	**99**	11
Deferred tax liabilities to be recovered after more than 12 months	**(41)**	(173)
Deferred tax liabilities to be recovered within 12 months	**(166)**	(41)
Net deferred tax liabilities	**(97)**	(59)
Net deferred tax liabilities at 01.01	**(59)**	(87)
Currency translation differences	**(6)**	1
Tax charged to equity	**3**	
Income statement charge	**(35)**	27
Net deferred tax liabilities at 31.12	**(97)**	(59)
Deferred tax assets in balance sheet	**19**	9
Deferred tax liabilities in balance sheet	**(116)**	(69)
Net deferred tax liabilities at 31.12	**(97)**	(59)

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

Deferred tax liabilities	Fixed assets	Tonnage tax regime	Other	Total
1 January 2009	(5)	(218)	(1)	(224)
Through income statement	(46)	66		20
Currency translations	15	(26)		(11)
At 31 December 2009	(36)	(178)	(1)	(215)
Through income statement	**13**	**(23)**	**3**	**(7)**
Tax effect of group contribution due to change of taxation for 2007		**25**		**25**
Currency translations	**(7)**		**(3)**	**(10)**
At 31 December 2010	**(30)**	**(176)**	**(1)**	**(207)**

Cont note 6 > TAX

Deferred tax assets	Non current assets and liabilities	Current assets and liabilities	Tax losses carried forward	Total
1 January 2009	36	13	88	137
Through income statement	(24)	(3)	34	7
Currency translations	(12)	1	23	12
At 31 December 2009	0	11	145	156
Through income statement	**(8)**	**(2)**	**(16)**	**(27)**
Tax effect of group contribution due to change of taxation for 2007			**(25)**	**(25)**
Charged directly to equity			**3**	**3**
Currency translations	**3**	**(2)**	**2**	**3**
At 31 December 2010	**(5)**	**7**	**109**	**110**

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

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

Tax effect of cash flow hedges in comprehensive income is zero due to tonnage tax regime.

Note 7 > EARNINGS PER SHARE

Earnings per share taking into consideration the number of potential outstanding shares in period. There are no dilutive instruments outstanding.

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

Diluted earnings per share is calculated by dividing profit for the period after minority interests, by average number of shares reduced for options that are "in the money".

Earnings per share is calculated based on 46 503 824 shares.

Note 8 > PENSIONS

Description of the pension scheme

- The group had for many years a defined benefit plan for its employees in Norway, organised as a collective policy in a life insurance company. For other employees, the group has established contribution plans in accordance with local requirements and rules.
- At 1 January 1993, WWI established its own pension fund – Wilh. Wilhelmsen Pensjonskasse. Pension benefits include coverage for old age, disability, spouse and children, and these supplement payments by the Norwegian National Insurance system. The full pension obligation is earned after 30 years of service and gives the right to an old age pension at a level of 66% of gross salary, including other occupational pensions and National Insurance.
- It was resolved in the first quarter of 2005 that the group would convert to a defined contribution pension scheme. All the Norwegian employees were given full freedom of choice. WW Pensjonskasse was then closed and a contract for a defined contribution pension plan was established with Vital Forsikring. Contributions paid by the employer are the maximum permitted by law. Insurance for disability, spouse/co-habitant and childrens pension is linked to the defined contribution pension coverage.
- The group also has obligations related to salaries in excess of 12 times the Norwegian National Insurance base amount (G) and agreements on early retirement. Pension obligations related to salaries in excess of 12G and early retirement are mainly financed from operations.
- Pension costs and obligations include payroll taxes. No provision has been made for payroll tax in pension plans where the plan assets exceed the plan obligations.
- Subsidiaries outside Norway have separate schemes for their employees which accord with local rules.

	2010	2009	2010	2009
Number of people covered by pension schemes at 31.12	Funded		Unfunded	
In employment	**677**	1 047	**157**	172
On retirement (inclusive disability pensions)	**459**	632	**907**	745
Total number of people covered by pension schemes	**1 136**	1 679	**1 064**	917

	2010	2009	2010	2009
Financial assumptions for the pension calculations:	Expenses		Commitments	
Rate of return on assets in pension plans	**5.6%**	5.8%	**5.0%**	5.6%
Discount rate	**4.4%**	4.1%	**3.6%**	4.4%
Anticipated pay regulation	**4.0%**	4.0%	**3.5%**	4.0%
Anticipated increase in National Insurance base amount (G)	**4.0%**	3.8%	**3.5%**	4.0%
Anticipated regulation of pensions	**2.0%**	2.0%	**1.5%**	2.0%

It is given that the group's assumption for the pension calculation differ from the pension assumptions from the Norwegian Accounting Standards, based on the groups composition of avarage age of employees in employment and those in retirement, and the history of the groups pension plan. The assumption are set by the actuar in collaboration with the group. The expected return on assets reflect the weighted avarage expected return for each asset class, and are affected by the closure of the fund. The discount rate is based on market yields of government bonds, 14 years in average for all plans. Anticipated pay regulation are business sector specific, influenced by composition of employees under the plans. Anticipated increase in G is tied up to the anticipated pay regulations. Anticipated regulations of pensions is determined by the difference between return on assets and the hurdle rate.

Actuarial assumptions: all calculations are calculated on the basis of the K2005 mortality tariff. The disability tariff is based on the KU table.

Pension assets investments (in %)	2010	2009
Short-term bonds	**32.0%**	10.0%
Bonds held to maturity	**43.0%**	48.0%
Money market	**0.9%**	14.0%
Equities	**24.2%**	24.0%
Other		**4.0%**
Total pension assets investments	**100.0%**	100.0%

The table shows how pension funds including derivatives administered by Storebrand Kapitalforvaltning AS were invested at 31 December. The recorded return on assets administered by Storebrand Kapitalforvaltning was 8.42% for 2010. (2009: 10,4%)

Cont note 8 > PENSIONS

USD mill

Pension expenses	2010			2009		
	Funded	Unfunded	Total	Funded	Unfunded	Total
Net present value of pension obligations	**8**	**2**	**10**	12	1	13
Interest expenses on pension obligations	**5**	**3**	**8**	6	3	9
Anticipated return on pension fund	**(5)**	**(2)**	**(7)**	(7)		(7)
Amortisation of changes in estimates not recorded in the accounts	**4**		**4**			
Cost of defined contribution plan	**10**		**10**	3		3
Net pension expenses	**22**	**3**	**25**	14	4	18

Total pension obligations	2010			2009		
	Funded	Unfunded	Total	Funded	Unfunded	Total
Accrued pension obligations	**118**	**77**	**196**	117	79	196
Estimated effect of future salary regulation	**8**	**2**	**10**	7	2	9
Total pension obligations	**126**	**79**	**204**	124	80	204
Value of pension funds	**103**		**103**	99		99
Net pension obligations	**(23)**	**(79)**	**(102)**	(26)	(80)	(105)
Changes in the estimates not recorded in the accounts	**7**	**8**	**15**	13	8	22
Recorded pension obligations 31.12.	**(16)**	**(71)**	**(87)**	(13)	(72)	(83)

Amounts in the balance sheet	2010	2009
Assets (included other non current assets)	**4**	2
Liabilities	**(91)**	(85)
Net asset/(liability)	**(87)**	(83)

Pension obligations	2010	2009
Opening balance	**204**	178
Effect of exchange rates	**(1)**	22
Accumulated pension entitlements	**10**	9
Interest expenses	**9**	8
Benefits paid from plan/group	**(11)**	(13)
Changes in estimates not recorded in the accounts	**(6)**	
Pension obligations 31.12	**204**	204

Gross pension assets	2010	2009
Opening balance	**99**	87
Effect of exchange rates	**(1)**	9
Expected return	**5**	5
Premium payments	**6**	11
Pension payments	**(6)**	(12)
Changes in estimates not recorded in the accounts		(2)
Gross pension assets 31.12	**103**	99

Premium payments in 2010 are expected to be USD 4 million (2009: USD 4 million). Payments from operations are estimated at USD 6 million (2009: USD 5 million).

Historical developments	2010	2009	2008	2007	2006
Gross pension obligations, including payroll tax	**(204)**	(204)	(196)	(239)	(224)
Gross pension assets	**103**	99	103	138	118
Assets not recorded in the accounts	**15**	23	23	14	33
Net recorded pension obligations	**(87)**	(83)	(71)	(88)	(73)

Note 9 > COMBINED ITEMS, BALANCE SHEET

GROUP

USD mill	Note	2010	2009
OTHER NON CURRENT ASSETS *			
Loans to joint ventures **		**20**	22
Loans to associates		**18**	11
Investment available for sale		**5**	
Non current share investments		**3**	2
Financial derivatives		**14**	25
Pension assets		**4**	2
Other non current asset		**17**	20
Total other non current assets		**80**	82
OTHER CURRENT ASSETS *			
Accounts receivable		**211**	187
Financial derivatives		**9**	17
Loans to joint ventures **		**6**	31
Payroll tax withholding account		**5**	4
Other current receivables		**89**	69
Total other current assets		**319**	308
OTHER NON CURRENT LIABILITIES *			
Financial derivatives		**126**	83
Other non current liabilities ***		**82**	94
Total other non current liabilities		**209**	177
OTHER CURRENT LIABILITIES *			
Accounts payable		**181**	158
Next year's instalment on interest-bearing debt	13	**390**	128
Financial derivatives			1
Other current liabilities		**182**	155
Total other current liabilities		**752**	442

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

** Loan to joint ventures provided at commercially reasonable markets term (average margins 4.5%). Interest rates are based on floating LIBOR rates.

*** Maritime services has 525 000 (2009: 530 000) cylinders booked as a non current asset valued at USD 80 million (2009: USD 90 million). These cylinders are partly in the group's own possession and partly on board customers vessels. Most customers have paid a deposit for the cylinders they have onboard their vessels. The total deposit liability booked is USD 80 million (2009: USD 89 million).
If cylinders are not returned within 48 months statistics show that the cylinders will not be returned and the net between deposit value and booked value is booked to the income statement.

Cont note 9 > COMBINED ITEMS, BALANCE SHEET

GROUP

ACCOUNTS RECEIVABLES

At 31 December 2010, USD 23 million (2009: USD 56 million) in trade receivables had fallen due but not been subject to impairment. These receivables related to a number of separate customers. Historically, the percentage of bad debts has been low and the group expects the customers to settle outstanding receivables. Receivables fallen due but not subject to impairment have the following age composition:

Aging of trade receivables past due but not impaired	2010	2009
Up to 90 days	**11**	45
90-180 days	**12**	11
Over 180 days		

Movements in group provision for impairment of trade receivables are as follows

Balance at 01.01	**9**	12
Receivables written off during the year as uncollectible	**1**	(3)
Unused amounts reversed/accrued	**(5)**	1
Balance 31.12	**5**	9

Accounts receivable per segment		
Maritime services (shipowners and yards)	**199**	186
Shipping (shipowners)	**12**	1
Holding		**1**
Total accounts receivable	**211**	187

See note 14 on credit risk.

Note 10 > INVENTORIES

USD mill	2010	2009
Inventories		
Raw materials	**9**	10
Goods/projects in process	**(2)**	(3)
Finished goods/products for onward sale	**86**	85
Luboil	**3**	4
Total inventories	**96**	95
Accrual obsolete inventory	**7**	3

Note 11 > CURRENT FINANCIAL INVESTMENTS

USD mill	2010	2009
Market value asset management portfolio		
Nordic equities	**64**	69
Bonds	**78**	74
Other financial assets		2
Total current financial investments	**142**	145

The fair value of all equity securities, bonds and other financial assets is based on their current bid prices in an active market.
Net unrealised gain at 31 December 2010 is USD 4.3 million (2009: USD 6.4 million)

Note 12 > RESTRICTED BANK DEPOSITS AND UNDRAWN COMMITTED DRAWING RIGHTS

GROUP

USD mill	2010	2009
Payroll tax withholding account	**5**	4

Wilhelmsen Maritime Services AS, Unitor Chemicals AS, Wilhelmsen Ships Service AS, Wilhelmsen Ships Equipment AS, Wilhelmsen IT Services AS and TI Marine Contracting AS do not have a payroll tax withholding account, but bank guarantees for USD 2.8 million.

Undrawn committed drawing rights	**193**	150
Including backstop for outstanding certificates and bonds with a remaining term of less than 12 months to maturity.	**4**	11
Undrawn committed loans	**540**	359

Note 13 > INTEREST-BEARING DEBT

USD mill	2010	2009
Interest-bearing debt		
Mortgages	**740**	661
Leasing commitments	**275**	312
Bonds	**403**	426
Bank loan	**302**	327
Other interest-bearing debt	**2**	5
Total interest-bearing debt	**1 723**	1 730
Book value of mortgaged and leased assets:		
Vessels	**996**	1 055
Newbuilding contracts	**146**	118
Total book value of mortgaged and leased assets	**1 142**	1 173
Repayment schedule for interest-bearing debt		
Due in year 1	**390**	128
Due in year 2	**318**	191
Due in year 3	**59**	287
Due in year 4	**122**	180
Due in year 5 and later	**833**	945
Total interest-bearing debt	**1 723**	1 730

USD mill	2010	2009
The group net interest-bearing debt (Joint ventures based on equity method)		
Non current interest-bearing debt	**1 333**	1 602
Current interest-bearing debt	**390**	128
Total interest-bearing debt	**1 723**	1 730
Cash and cash equivalents	**802**	554
Current financial investments	**142**	145
Net interest-bearing debt	**779**	1 031

Loan agreements entered into by the group contain financial covenants relating to value-adjusted equity, free liquidity and cash flow. The group was in compliance with these covenants at 31 December 2010 (analogous for 31 December 2009).

Cont note 13 > INTEREST-BEARING DEBT

GROUP

Net interest bearing debt in joint ventures	2010	2009
Non current interest-bearing debt	**666**	663
Current interest-bearing debt	**140**	104
Total interest-bearing debt	**806**	767
Cash and cash equivalents	**181**	183
Current financial investments		
Net interest bearing debt	**625**	584

> A key part of the liquidity reserve of the group takes the form of undrawn committed drawing rights, which amounted to USD 193 million at 31 December 2010. (2009: USD 150 million)

> Of the group's total leasing commitments, USD 275 million at 31 December 2010 (2009: USD 312 million) relates to a sale/leaseback agreement for 9 (2009: 11) car carriers. The leasing agreement for 3 car carriers runs until 2013 with options for repurchase, and the leasing agreement for 6 car carriers runs until 2029 (1), 2030 (2) and 2031 (3) when the ownership is transferred to the group. The charter for 3 car carriers has a fixed interest rate (fixed annual nominal charter rate), while the charter for a further 6 carriers has a floating interest rate (varying annual nominal charter rate).

> Leasing liabilities for 3 (2009: 5) ships on fixed interest rates had a fair value of about USD 22 million (2009: USD 54 million) as against a carrying amount of USD 21 million at 31 December 2010 (2009: USD 52 million). The fair value is calculated on the basis of cash flows discounted by an average interest cost of 2.8% (2009: 4.0%). All other long-term liabilities have floating interest rates. Thus, the carrying amount is assumed to approximate their fair value.

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

	2010	2009
Guarantee commitments		
Guarantees for group companies	**996**	1042
The carrying amounts of the group's borrowings are denominated in the following currencies		
USD	**951**	999
NOK	**683**	633
GBP	**89**	93
Other currencies		5
Total	**1 723**	1 730
The exposure of the group's borrowings to interest rate changes and the contractual repricing dates at the balance sheet date are as follows		
12 months or less	**1 702**	1 679

See otherwise note 14 for information on financial derivatives (interest rate and currency hedges) relating to interest-bearing debt.

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

- > Market risk
  - Foreign exchange rate risk
  - Interest rate risk
  - Investment portfolio risk
- > Credit risk
- > Liquidity risk

MARKET RISK

Hedging strategies have been established in order to reduce market risks in line with the financial strategy approved by the group's Board of Directors. Hedge accounting according to IAS 39 has not been applied for these hedges, and the effect is recognised through the income statement.

Joint ventures and associates, entities in which the group has joint control or significant influence respectively, hedge their own exposures. These are recorded in the accounts in accordance with the equity method, so that the effect of realised and unrealised changes in financial derivatives in these companies are included in the line "share of profit/loss from joint ventures and associates" in the group accounts except for certain bunker derivatives in joint ventures that qualify for hedge accounting. The effective portion of unrealised gains and losses related to these cash flow hedges, which are taken directly to other comprehensive income.

Foreign exchange rate risk

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

Hedging of transaction risk (cash flow)

The group's business segments are responsible for hedging their own material transaction risk. Within the shipping segment, approximately 42% of the USD/NOK exposure is hedged using a four year rolling portfolio of currency forwards and currency options. Exposures in remaining segments and in other currencies are hedged on an ad-hoc basis.

The group realised a gain of USD 11.0 million (2009: USD 19.0 million) on currency derivatives in 2010. The market value of outstanding FX hedges by end of December 2010 was USD 9.4 million (2009: USD 20.0 million).

Hedging of translation risk (accounting)

The group's policy for mitigating translation risk is to match the denomination currency of assets and liabilities to as a large extent as possible. Residual and material translation risk is hedged using cross-currency swaps.
NOK 850 million of the group's net NOK debt and all of the group's net GBP debt has been hedged against USD with cross currency swaps. The group had an unrealised loss of USD 2.4 million on these derivatives in 2010 (compared to an unrealised gain of USD 43.7 million in 2009), ending in 2010 with a USD 5.2 million positive fair value of outstanding cross currency swaps in the company (2009: USD 17.6 million).

FX sensitivities

The only material hedges for mitigating the group's transaction risk that were in place on 31 December 2010 were in USD/NOK. This portfolio of derivatives had an incremental income statement sensitivity as follows:

USD mill	(20)%	(10)%	0%	10%	20%
Change					
Income statement sensitivities of economic hedge program (post tax)					
USD/NOK spot rate	**4.66**	**5.24**	**5.82**	**6.40**	**6.98**
Incremental income statement effect	**37**	**15**	**0**	**(9)**	**(16)**

(Tax rate used is 28% that equals the Norwegian tax rate)

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

The group's general ledger on 31 December, 2010 shows material balances for a wide range of currencies subject to translation risk. As the group has several layers with different functional currencies (NOK for the parent company and Wilhelmsen Maritime Services AS and USD for Wilh. Wilhelmsen ASA), sensitivities on FX risk related to balance sheet items (translation risk) are only calculated on segment level.

Interest rate risk

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

Overall, interest rate derivatives held by the group corresponded to about 50% (2009: 49%) of its interest bearing debt exposure at 31 December 2010.

At 31 December, the overall portfolio of interest rate hedging derivatives had a negative value of USD 117 million (2009: negative USD 79 million).

USD mill	2010	2009
Maturity schedule interest rate hedges (nominal amounts)		
Due in year 1	**115**	34
Due in year 2	**225**	115
Due in year 3		225
Due in year 4	**60**	
Due in year 5 and later *	**850**	910
Total interest rate hedges	**1 250**	1 284
*of which forward starting	**430**	430

To replace maturing interest rate hedge derivatives and new debt uptake, the group has entered into forward starting swaps and swaptions with a notional of USD 430 million. These derivatives commence in 2011 and 2012, and run in the 2011-2021 period.

Forward starting in:	
2011	370
2012	60
Total forward starting	430

This implies that the group intends to increase its hedged proportion somewhat compared to today's level over the next few years. The average remaining term of the existing loan portfolio is approximately 4.7 years, while the average remaining term of the running hedges and fixed interest loans is approximately 3.6 years.

The group's interest rate sensitivity is considered to be moderate. If interest rates had been 1% lower or higher over the full year of 2010 (with all other variables held constant), post tax profit for 2010 would have changed by about USD 6 million (2009: USD 7 million) arising mainly as a result of lower net interest expense on variable borrowing (net interest bearing debt). Furthermore, a 1% change in the interest rate will change the market value of interest rate derivatives held by approximately USD 42 million (2009: USD 43 million).

All financial instruments are booked against the income statement in accordance with the fair value accounting principle. Equity sensitivities will thus equal sensitivities in the income statement.

USD mill	2010		2009	
	Assets	Liabilities	Assets	Liabilities
Interest rate derivatives				
WWASA group		**117**		79
WMS group				
WWH ASA				
Total interest rate derivatives	**0**	**117**	0	79
Currency derivatives				
WWASA group	**8**		19	2
WMS group	**1**		1	
WWH ASA				
Total currency derivatives	**9**	**0**	20	2
Cross-currency derivatives				
WWASA group	**14**	**9**	22	4
WMS group				
WWH ASA				
Total cross-currency derivatives	**14**	**9**	22	4
Total market value of financial derivatives	**23**	**126**	42	85

Book value equals market value

Investment portfolio risk
The group actively manages a defined portfolio of liquid financial assets for a proportion of the group's liquidity. In the WWASA group, the Board determines the strategic asset allocation by setting weights for the main asset classes: Corporate bonds, money market instruments and cash. In the group, the strategic asset allocation includes equities, corporate bonds and cash.

Equity risk
Within the investment portfolio, listed equity derivatives (futures and options) are used to hedge parts of the equity risk. These derivatives reduces the volatility of the investment portfolio's market value.

Income statement sensitivities of investment portfolio's equity risk, including hedging derivatives (post tax)

USD mill	(20)%	(10)%	0%	10%	20%
Change in equity prices					
Change in portfolio market value	(13)	(6)		6	13
Change in market value of equity derivatives	2	1		(2)	(4)
Incremental income statement effect	**(8)**	**(4)**	**0**	**3**	**6**

(Tax rate used is 28% which equals the Norwegian tax rate)

Interest rate risk
Within the investment portfolio, corporate bonds are exposed to interest rate risk, measured by the bonds' duration. Currently, the group has no hedging in place to address this specific interest rate risk, as the duration is very low.

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

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

The credit risk in the shipping segment as well as the logistics segment is determined by the mix and characteristics of each individual customer of the segment specific joint ventures.

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

Within the maritime services segment, the global customer base provides a certain level of diversification with respect to credit risk on receivables. The segment's credit risk is monitored and managed on a regular basis. Reference is made to note 9.

However, in the aftermath of the financial crisis of the past two years, some customers are currently facing increased financial difficulties relative to previous years, implying that the group's credit risk has increased somewhat, but is still regarded as moderate.

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

Financial derivatives
The group's exposure to credit risk on its financial derivatives is considered to be limited as the counterparties are financially solid and well-known to the group.

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

No material loans or receivables were past due or impaired at the end of 2010.

Guarantees
The group's policy is that no financial guarantees are provided by the parent company. However, financial guarantees are provided within the shipping segment and the maritime services segment. See note 13 for further details.

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

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

USD mill	Note	2010	2009
Exposure to credit risk			
Other non-current assets	8/9	**71**	80
Current financial investments	9/12	**315**	304
Other current assets	11	**78**	74
Cash and bank deposits		**802**	554
Total exposure to credit risk		**1 266**	1 012

LIQUIDITY RISK
The group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to at all times meet its liabilities, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

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

The liquidity has increased significantly during 2010 mainly as a result of issuance of new equity in WWASA.

At 31 December, the group had in excess of USD 944 million (2009: USD 699 million) in liquid assets which can be realised over a three-day period in addition to USD 193 million (2009: USD 150 million) in undrawn capacity under its bank facilities.

USD mill	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Later than 5 years
Undiscounted cash flows financial liabilities 2010				
Mortgages	**219**	**40**	**117**	**304**
Leasing commitments	**24**	**26**	**64**	**343**
Bonds	**15**	**107**	**212**	**144**
Bank loan	**139**	**139**	**52**	
Bank overdraft	**46**	**44**		
Other interest-bearing debt			**2**	
Total interest bearing-debt	**443**	**355**	**446**	**791**
Other non current liabilities (excluding financial derivatives)				
Current liabilities (excluding next year's instalment on interest-bearing debt)	**511**			
Total gross undiscounted cash flows financial liabilities 31.12.2010	**953**	**355**	**446**	**791**
Undiscounted cash flows financial liabilities 2009				
Mortgages	76	40	118	343
Leasing commitments	52	24	70	366
Bonds	39	26	420	236
Bank loan				
Bank overdraft				
Other interest-bearing debt	1	115		
Total interest bearing-debt	168	205	608	945
Other non current liabilities (excluding financial derivatives)	2	1	3	10
Current liabilities (excluding next year's instalment on interest-bearing debt)	39			
Total gross undiscounted cash flows financial liabilities 31.12.2009	209	205	611	955

Interest expenses on interest bearing debt have been computed using 3 months LIBOR and NIBOR rates on 31 December 2010 (0.30% and 2.61% respectively).

COVENANTS

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

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

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

CAPITAL RISK MANAGEMENT

The group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future business development. The Board of Directors monitors return on capital employed, which the group defines as "operating profit divided by capital employed (shareholders equity and interest-bearing debt)". The long-term objective is a ROCE > 8.5%, where annual targets are set to meet the long-term objectives. The board also monitors the level of dividends to shareholders.

The group seeks to maintain a balance between the higher returns that might be possible with higher levels of financial gearing and the advantages of a strong balance sheet. The groups target is to achieve a return on capital employed over time that exceeds the risk adjusted long term weighted average cost of capital. In 2010 the return on capital employed was 5.8% (2009: 13.4%). In comparison, the risk adjusted long-term weighted average cost of capital is about 8%.

FAIR VALUE ESTIMATION

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

> Quoted market prices or dealer quotes for similar instruments.
> The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
> The fair value of interest rate swap option (swaption) contracts is determined using observable volatility, yield curve and time-to-maturity parameters at the balance sheet date, resulting in a swaption premium.
> The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value.
> The fair value of foreign exchange option contracts is determined using observable forward exchange rates, volatility, yield curves and time-to-maturity parameters at the balance sheet date, resulting in an option premium.

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

USD mill	Fair Value	Carrying Amount
Interest bearing debt		
Mortgages	**992**	**1 044**
Leasing commitments	**254**	**275**
Bonds	**393**	**403**
Total interest bearing debt 31.12.2010	**1 639**	**1 723**
Mortgages	921	993
Leasing commitments	289	312
Bonds	417	426
Total interest bearing debt 31.12.2009	1 627	1 730

Cont note 14 > FINANCIAL RISK GROUP

USD mill	Level 1	Level 2	Level 3	Total
Financial assets at fair value				
Nordic equities	**64**			**64**
Corporate bonds	**71**	**4**	**3**	**78**
Financial derivatives		**23**		**24**
Other			**1**	**1**
Total financial assets 31.12.2010	**135**	**27**	**4**	**166**
Financial liabilities at fair value				
Financial derivatives		**128**		**128**
Total financial liabilities 31.12.2010	**0**	**128**	**0**	**128**
Financial assets at fair value				
Nordic equities	69			69
Corporate bonds	34	24	16	74
Financial derivatives		42		42
Other			2	2
Total financial assets 31.12.2009	103	66	18	187
Financial liabilities at fair value				
Financial derivatives		85		85
Total financial liabilities 31.12.2009	0	85	0	85

The following table presents the changes in level 3 instruments for the year ended 31.12.2010. The movements during 2010 were only caused by reduction of positions in illiquid bonds.

USD mill	2010	2009
Changes in level 3 instruments		
Opening balance 01.01	**18**	**35**
Disposals	**(15)**	**(17)**
Transfer to level 3	**1**	
Gains and losses recognised through income statement		*1*
Closing balance 31.12	**4**	**18**

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

The quoted market price used for financial assets held by the group is the current mid price. These instruments are included in level 1. Instruments included in level 1 at the end of 2010 are liquid investment grade bonds.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. These instruments are included in level 2. Instruments included in level 2 are FX and IR derivatives and illiquid high yield corporate bonds.

Cont note 14 > FINANCIAL RISK

If one or more of the significant inputs is not based on observable market data, the instrument is in level 3. Primarily illiquid investment funds and structured notes are included in level 3.

USD mill Financial instruments by category	Loans and receivables	Assets at fair value through the income statement	Available for-sale financial asset	Other	Total
Assets					
Other non current assets	**38**	**17**	**5**	**20**	**80**
Current financial investments		**142**			**142**
Other current assets	**306**	**9**		**5**	**319**
Cash and cash equivalent	**802**				**802**
Assets at 31.12.2010	**1 146**	**168**	**5**	**25**	**1 343**

Liabilities	Liabilites at fair value through the income statement	Other financial liabilites at amortised cost	Total
Non current interest bearing debt		**1 333**	**1 333**
Other non current liabilities	**126**	**82**	**208**
Other current liabilities		**752**	**752**
Liabilities 31.12.2010	**126**	**2 167**	**2 293**

Assets	Loans and receivables	Assets at fair value through the income statement	Derivatives used for hedging	Other	Total
Other non current assets	33	25		22	80
Current financial investments		145			145
Other current assets	218	16	1	73	308
Cash and cash equivalent	554				554
Assets at 31.12.2009	805	186	1	95	1 087

Liabilities	Liabilites at fair value through the income statement	Derivatives used for hedging	Other financial liabilites at amortised cost	Total
Non current interest bearing debt			1 602	1 283
Other non current liabilities	83		94	177
Other current liabilities		1	441	442
Liabilities 31.12.2009	83	1	2 137	2 221

Note 15 > SEGMENT REPORTING

SEGMENTS

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

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

For the maritime services and holding segments the financial reporting will be the same for both equity and proportionate methods.

The segment information provided to the chief operating decision-maker for the reportable segments for the year ended 31 December 2010 is as follows:

USD mill	Shipping		Logistics		Maritime services	
	2010	2009	2010	2009	2010	2009
Income statement						
Total income	**1 645**	1 345	**336**	339	**887**	872
Primary operating profit**	**310**	216	**55**	92	**106**	105
Depreciation and impairment	**(131)**	(161)	**(5)**	(6)	**(25)**	(26)
Operating profit	**179**	55	**49**	86	**80**	79
Financial income/(expense)	**(88)**	44			**(3)**	(19)
Profit before tax	**91**	99	**50**	86	**77**	60
Income tax expense	**(68)**	42	**(8)**	(6)	**(19)**	(13)
Profit/(loss) for the year before minorities	**23**	141	**41**	80	**59**	47
Minorities	**4**		**7**		**5**	3
Profit for the year after miniorites	**20**	141	**35**	80	**54**	44

	Holding		Eliminations		Total	
	2010	2009	2010	2009	2010	2009
Income statement						
Total income	**26**	65	**(48)**	(47)	**2 846**	2 573
Primary operating profit**	**(33)**	26		(2)	**436**	437
Depreciation and impairment	**(2)**	(3)			**(163)**	(196)
Operating profit	**(35)**	23		(2)	**274**	241
Financial income/(expense)	**(38)**	53			**(130)**	78
Profit/(loss) before tax	**(74)**	76		(2)	**144**	319
Income tax expense	**25**	(8)			**(69)**	14
Profit/(loss) for the year before minorities	**(48)**	67		(2)	**75**	334
Minorities					**15**	3
Profit/(loss) for the year after miniorites	**(48)**	67	**0**	(2)	**60**	331

** Cash settled portion of bunker hedge swaps is included in net operating profit by reduction/(increase) of voyage related expenses
Income of approximately in 2010 USD 220 million (2009: USD 218) is from one external customer belonging to the group's shipping segment.

Reconciliations between the operational segments and the group's income statement.

	Note	2010	2009
Total segment income	14	**2 846**	2 573
Share of total income from joint ventures	2	**(1 719)**	(1 429)
Share of profit from joint ventures	2	**158**	113
Total income		**1 285**	1 257
Share of profit from joint ventures and associates	2/3	**(198)**	(132)
Gain on sale of assets	1	**(11)**	(110)
Operating revenue	1	**1 076**	1 015
Total profit for the year	14	**75**	334
Profit for the year (Income statement)		**75**	334

Cont note 15 > SEGMENT REPORTING

GROUP

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

USD mill	Shipping		Logistics		Maritime services	
	31.12.2010	31.12.2009	31.12.2010	31.12.2009	31.12.2010	31.12.2009
BALANCE SHEET						
Fixed assets	**1 409**	1 401			**447**	441
Investments in joint ventures and associates	**464**	402	**273**	217	**22**	23
Non current receivables/investments	**26**	24			**31**	20
Current assets	**461**	289			**660**	580
Total assets	**2 361**	2 115	**273**	217	**1 160**	1 063
Equity	**869**	906	**273**	217	**361**	313
Non current liabilities	**1 141**	1 052			**310**	406
Current liabilities	**351**	158			**490**	344
Total equity and liabilities	**2 361**	2 115	**273**	217	**1 160**	1 063
Investments in tangible fixed assets	**100**	406			**22**	25

	Holding		Eliminations		Total	
	31.12.2010	31.12.2009	31.12.2010	31.12.2009	31.12.2010	31.12.2009
BALANCE SHEET						
Fixed assets	**5**	6			**1 862**	1 848
Investments in joint ventures and associates					**759**	642
Non current receivables/investments	**302**	46	**(260)**		**99**	90
Current assets	**370**	287	**(132)**	(50)	**1 359**	1 105
Total assets	**678**	339	**(393)**	(50)	**4 080**	3 685
Equity	**35**	(167)			**1 538**	1 269
Non current liabilities	**558**	475	**(260)**		**1 748**	1 932
Current liabilities	**85**	32	**(132)**	(50)	**794**	484
Total equity and liabilities	**678**	339	**(393)**	(50)	**4 080**	3 685
Investments in tangible fixed assets	**1**	2			**123**	433

Cont note 15 > SEGMENT REPORTING

GROUP

GEOGRAPHICAL AREAS

USD mill	Total		Europe		Americas		Asia & Africa		Oceania		Other	
	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009
Total income	**1 285**	1 259	**397**	470	**145**	169	**505**	448	**28**	19	**210**	153
Total assets	**4 080**	3 685	**1 151**	1 023	**51**	46	**474**	435	**42**	66	**2 361**	2 115
Investment in tangible fixed assets	**123**	431	**9**	8	**2**	1	**10**	16	**2**	1	**100**	406

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

Russia is defined as Europe.

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

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

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

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

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

ADDITIONAL SEGMENT REPORTING

The equity method is used in communicating externally, in accordance with IFRS. The amounts provided with respect to the segment split are in a manner consistent with that of the income statement.

USD mill	Shipping		Logistics		Maritime services	
	2010	2009	2010	2009	2010	2009
Income statement						
Income other business segments					**6**	7
Income external customers	**209**	153			**864**	847
Share of profits from joint ventures and associates *	**148**	90	**41**	36	**10**	8
Gain on sales of assets	**4**	11		45	**7**	9
Total income	**361**	253	**41**	80	**886**	872
Primary operating profit	**240**	133	**41**	80	**106**	105
Depreciation and impairment	**(77)**	(73)			**(25)**	(26)
Operating profit	**163**	59	**41**	80	**80**	79
Financial income/(expense)	**(77)**	38			**(3)**	(19)
Profit/(loss) before tax	**87**	98	**41**	80	**77**	60
Income tax expense	**(63)**	43			**(19)**	(13)
Profit/(loss) for the year before minorities	**23**	141	**41**	80	**59**	47
Minorities	**4**		**6**		**5**	3
Profit/(loss) for the year after minorities	**20**	141	**35**	80	**54**	44

Cont note 15 > SEGMENT REPORTING

	Holding		Eliminations		Total	
	2010	2009	2010	2009	2010	2009
Income statement						
Income other business segments	**23**	11	**(29)**	(11)		7
Income external customers	**3**	8			**1 076**	1 008
Share of profits from joint ventures and associates *				(2)	**198**	132
Gain on sales of assets		46			**11**	110
Total income	**26**	65	**(29)**	(13)	**1 285**	1 258
Primary operating profit	**(33)**	26		(2)	**353**	342
Depreciation and impairment	**(2)**	(3)			**(104)**	(102)
Operating profit	**(35)**	23		(2)	**249**	240
Financial income/(expense)	**(38)**	53			**(118)**	72
Profit/(loss) before tax	**(74)**	76		(2)	**131**	312
Income tax expense	**25**	(8)			**(56)**	22
Profit/(loss) for the year before minorities	**(48)**	67		(2)	**75**	334
Minorities					**15**	3
Profit/(loss) for the year after minorities	**(48)**	67	**0**	(2)	**60**	331

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

Note 16 > OPERATING LEASE COMMITMENTS

The group has a sale/leaseback agreement for five vessels on operating leases. 3 leases run over 15 years from 2006 (2 vessels) and 2007 (1 vessel) with an option to extend for additional 5 + 5 years. 2 leases run for 2 years from end of 2010 with further options 1+1+1 year. In addition the group has a long term office rent agreement until 2024.

In additional the group have:
Sale/leaseback agreement for the office building, Strandveien 20 for 15 years from 1 October 2009, with an option to extend for additional 5 years + 5 years
Liferafts as a part of the maritime services to customers on operating lease for 5 years from 2008.

The commitment related to this is as set out below:

USD mill	2010	2009
Due in year 1	**36**	28
Due in year 2	**37**	28
Due in year 3	**33**	28
Due in year 4	**32**	28
Due in year 5 and later	**235**	240
Value of operating lease commitments	**373**	351

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

The group has as of December 31.12.2010 seven new vessels for delivery in 2011 (4) and 2012 (3).

The commitments related to the new building programme is set out below:

USD mill	2010	2009
Due in year 1	**352**	67
Due in year 2	**200**	326
Due in year 3		164
Due in year 4		
Due in year 5 and later		
Value of newbuilding commitments	**552**	557

Note 17 > BUSINESS COMBINATIONS

GROUP

There were no material acquisitions in the period 1 January 2009 to 31 December 2010.

Note 18 > RELATED PARTY TRANSACTION

The ultimate owner of the group Wilh.Wilhelmsen Holding ASA is Tallyman AS, which control 59% of voting shares of the group. Mr Wilhelm Wilhelmsen (deputy chair of WWH) controls the ultimate owner Tallyman AS.

See note 4 regarding fees to board of directors, and note 3 and note 11 in the parent company regarding ownership.

The group has undertaken several transactions with related parties - joint ventures in WWASA group in the period from 1 January 2009 up to balance sheet date. All transactions are entered into in the ordinary terms.

Historically and currently there are several agreements and transactions made between the group and joint ventures, based on the principles set out in the OECD's transfer pricing guidelines for group services, including, inter alia, cost plus. The services are:

- Ship management including crewing, technical and management service
- Agency services
- Freight and liner services
- Marine products to vessels

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

In addition, the group has several delivery transactions with associates. The contracts governing such transactions based on commercial market terms and mainly relate to the chartering of vessels short and long term basis.

Note 19 > CONTINGENCIES

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

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

Note 20 > EVENTS AFTER THE BALANCE SHEET DATE

In the beginning of January 2011 Wilhelmsen Ship Service AS (WSS) announced an agreement to acquire Nalfleet for USD 41 million. Nalfleet was the marine division of Nalco, the world's largest sustainability services company. The acquired company provides marine water treatment chemicals and is a sales and technical service organisation that will add a brand with a technically strong profile to the already well established chemical business in WSS.

The costprice is preliminary split into tangible assets of USD 5 million and intangible assets of USD 36 million.

Friday 11 March 2011, Japan was hit by an earthquake and following tsunami. All employees of WWH ASA including group companies are accounted for and safe, and no damages to WWH ASA's assets has been reported. At time of writing, it is impossible to assess the medium and long term consequences for WWH ASA.

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

INCOME STATEMENT > WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	2010
Operating income	2	**12 001**
Operating expenses		
Employee benefits	3	**(46 209)**
Operating expenses	2	**(27 436)**
Depreciation	4/6	**(282)**
Total operating expenses		**(73 927)**
Operating profit		**(61 927)**
Financial income and expenses		
Financial income	2	**205 925**
Financial expenses	2	**(19 727)**
Financial derivatives		**1 746**
Financial income/(expenses)		**187 943**
Profit before tax		**126 017**
Income tax expense	5	**8 186**
Profit for the year		**134 203**
Transfers and allocations		
From equity		**(30 306)**
Fund for unrealised gains		**1 746**
Dividends		**162 763**
Total transfers and allocations		**134 203**

COMPREHENSIVE INCOME > WILH. WILHELMSEN HOLDING ASA

Profit for the year	**134 203**
Total comprehensive income	**134 203**
Attributable to	
Owners of the parent	**134 203**
Total comprehensive income for the year	**134 203**

Notes 1 to 17 on the next pages are an integral part of these financial statements.

BALANCE SHEET > WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	31.12.2010
ASSETS		
Non current assets		
Deferred tax asset	5	**8 340**
Intangible assets	4	**32**
Fixtures and buildings	4	**10 105**
Investments in subsidiaries	6	**3 152 744**
Investments in associates	7	**211 226**
Other non current assets	8	**105 535**
Total non current assets		**3 487 982**
Current assets		
Current financial investments	9/10	**489 868**
Other current assets	8	**54 208**
Cash and cash equivalents		**204 398**
Total current assets		**748 474**
Total assets		**4 236 456**
EQUITY AND LIABILITIES		
Equity		
Paid-in capital	11	**930 076**
Premium fund	11	**1 272 571**
Fund for unrealised gains	11	**1 746**
Retained earnings	11	**1 213 528**
Total equity		**3 417 922**
Non current liabilities		
Pension liabilities	12	**82 305**
Non current interest-bearing debt	13	**250 000**
Other non current liabilities	8	**42 115**
Total non current liabilities		**374 420**
Current liabilities		
Current income tax liabilities	5	**0**
Public duties payable		**6 451**
Other current liabilities	8/13	**437 663**
Total current liabilitiies		**444 115**
Total equity and liabilities		**4 236 456**

Lysaker, 15 March 2011

Diderik Schnitler chair	Wilhelm Wilhelmsen	Helen Juell	Odd Rune Austgulen	Bettina Banoun	Thomas Wilhelmsen group CEO

Notes 1 to 17 on the next pages are an integral part of these financial statements.

CASH FLOW STATEMENT > WILH. WILHELMSEN HOLDING ASA

NOK thousand	Note	2010
Cash flow from operating activities		
Profit before tax		126 017
Financial income/(expenses)		(184 085)
Financial derivatives unrealised		(1 746)
Depreciation	3	282
Change in net pension asset/liability		2 113
Change in other current assets		(6 328)
Change in working capital		15 445
Tax paid (company income tax, witholding tax)	5	(154)
Net cash provided by operating activities		**(48 455)**
Cash flow from investing activities		
Investments in fixed assets	3	(10 419)
Investments in subsidaries		(14 393)
Loan repayments received from subsidiaries		1 000
Loans granted to subsidiaries		(5 500)
Loan repayments received from associates		10 133
Loans granted to associates		(30 237)
Proceeds from sale of financial investments		129 469
Investments in financial investments		(571 501)
Dividend received	2	24 983
Interest received	2	3 409
Net cash flow from investing activities		**(463 057)**
Cash flow from financing activities		
Proceeds from issue of debt		843 210
Repayment of debt		(250 000)
Interest paid		(21 583)
Group contribution	2/5	120 000
Paid in share capital		31 001
Loan granted to other		(6 718)
Net cash flow from financing activities		**715 910**
Net increase in cash and cash equivalents		**204 398**
Cash and cash equivalents, excluding restricted cash, at 01.01		
Currencies on cash and cash equivalents*		
Cash and cash equivalents at 31.12		**204 398**

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

Notes 1 to 17 on the next pages are an integral part of these financial statements.

Note 1 > GENERAL

RESTRUCTURING OF WILH. WILHELMSEN GROUP

Wilh Wilhelmsen Holding ASA (the company) is a public limited company incorporated in Norway under the Norwegian Public Limited Companies Act.

The company's registered office and principal place of business is Strandveien 20, NO-1366 Lysaker, Norway. The company was incorporated 25 February 2010.

Restructuring and following IPO process of Shipping & Logistics:
On 15 April 2010, the general meeting of former Wilh. Wilhelmsen ASA group (WWI), Wilh. Wilhelmsen ASA and the company resolved to carry out a restructuring of the WWI. As a result of the restructuring, the company did take over Wilh. Wilhelmsen ASA's former role as parent company of the group. After restructuring and before the IPO of WWASA, the company owned all the shares in Wilh. Wilhelmsen ASA, wich continued the shipping and logistic business formerly conducted in WWI, and all the shares in WMS, wich has continued as the holding company for the maritime services segment.

The restructuring has been effected through a series of transactions whereby the non-logistics and non-shipping activites of Wilh. Wilhelmsen ASA (i.e. the shares in WMS as well as certain other assets) have been transferred from Wilh. Wilhelmsen ASA to the company, and the shareholders in WWI have received shares in the company through a distribution of dividends in kind, whereupon WWI was merged into WWASA.

For former shareholders of WWI, the restructuring implied that the shares of Wilh. Wilhelmsen ASA were replaced with shares in the company, in which the shareholders of Wilh. Wilhelmsen Holding ASA became shareholders in the exact same proportion as they held share in Wilh. Wilhelmsen Holding ASA prior to the restructuring.

Note 2 > COMBINED ITEMS, INCOME STATEMENT

NOK thousand	2010
OPERATING INCOME	
Income from other group companies	12 001
Total operating income	**12 001**
OTHER OPERATING EXPENSES	
Expenses from other group companies (house rent, canteen, meeting center)	(9 364)
Communication and IT expenses	(1 075)
External services	(6 552)
Travel and meeting expenses	(1 545)
Marketing expenses	(3 736)
Other administration expenses	(5 162)
Total other operating expenses	**(27 436)**
FINANCIAL INCOME	
Group contribution	120 000
Dividend	24 983
Interest income	3 446
Interest income from subsidiaries	142
Net currency gain	12 919
Return on current financial investments	44 435
Total financial income	**205 925**
FINANCIAL EXPENSES	
Interest expenses	(14 832)
Other financial expenses	(4 895)
Total financial expenses	**(19 727)**

Note 3 > EMPLOYEE BENEFITS

NOK thousand	2010
Pay	31 850
Payroll tax	4 836
Pension cost	6 595
Other remuneration	2 929
Total employee benefits	**46 209**
Average number of employees	46

REMUNERATION OF SENIOR EXECUTIVES

	Pay/fees/ pension	Bonus	Pension premium	Other remuneration	Total
2010					
Group CEO - until 1 October 2010	1 676		162	90	1 928
Group CEO - from 1 October 2010*	1 596	500	308	72	2 476
Group CFO *	2 875	300	724	111	4 009

* Including additional expenses related to future pensions: Group CEO NOK 320 and group CFO NOK 1 492 .

Board of directors
The company has not paid any remuneration in 2010 to the board. The board's remuneration for the fiscal year 2010 will be approved by the general assembly 28 April 2011.

Senior executives
Ingar Skaug - group CEO from 15 March 2010 until 30 September 2010 (former group CEO).
Thomas Wilhelmsen - group CEO from 1 October 2010, deputy group CEO from 1 June 2010 until 30 september 2010.
Nils Petter Dyvik - CFO from 1 June 2010.

The former group CEO had a bonus scheme which gave him the right to a maximum of six monthly salary payments.

The former group CEO has the right to a life-long pension constituting 66% of his annual salary at retirement. Agreed retirement age was 63, provided not agreed to be postponed.The pension should basically be 66% of end salary. If retiring at age 63, the pension will gradually be reduced from egual to salary to agreed level (66%) at age 67.

The group CEO - agreed retirement age is 62, provided not agreed to be postponed.The pension should basically be 50% of end salary. If retiring at age 62, the pension will gradually be reduced from egual to salary to agreed level (50%) at age 67.

The group CEO has a pay guarantee scheme which gives him the right to receive salary for 18 months after leaving the company as a result of mergers, substantial changes in ownership, or a decision by the board of directors. Possible income during the period is deducted up to 50%. This guarantee scheme comes into force after 6 months notice period.

Loans and guarantees	Employees	Board	Chair	Group CEO	Related parties
Total loans	98				

Employees are charged with a nominal interest average rate which for 2010 was 2.46%. No security has been provided for the loans.

SHARES OWNED OR CONTROLLED BY REPRESENTATIVES OF WILH. WILHELMSEN HOLDING ASA AT 31. DECEMBER 2010

Name	A shares	B shares	Total	Part of total shares	Part of voting stock
Board of directors					
Diderik Schnitler (chair)	2 000	25 000	27 000		
Wilhelm Wilhelmsen	20 596 173	2 302 044	22 898 217	49.24%	59.46%
Bettina Banoun	2 100		2 100		
Helen Juell	20 188		20 188		
Odd Rune Austgulen	136	40 000	40 136		
Senior executives					
Thomas Wilhelmsen (group CEO)	22 100	750	22 850		
Nils P. Dyvik (group CFO)	4 492	5 000	9 492		

Cont note 3 > EMPLOYEE BENEFITS

OPTION PROGRAMME FOR EMPLOYEES AT A SPECIFIED LEVEL OF MANAGEMENT

The board of directors of Wilh. Wilhelmsen ASA (WWI) resolved at a board meeting on 31 October 2007 to renew the share option programme for employees at management level in the company, and in its associated subsidiaries. This programme was originally introduced in February 2000. The new programme has changed from being an equity-settlement share-based programme to a cash-settlement share-based programme.

The board initially allocated 390 000 option rights in WWI (Share A) to the programme and authorised the group chief executive to decide who should be offered the option rights under the programme. The group chief executive decided to use the authority granted and in a letter of 17 December 2007, offered a select group of employees the opportunity to participate in the programme.

The options rights have to be exercised in the period from 1 January 2008 - 31 December 2010. The strike price was the average market price for class A shares on the Oslo Stock Exchange over the seven trading days preceding the offer of option rights, corresponding to NOK 212 per share. The holder of the option rights must also purchase WWI A shares for one-third of the gain before tax, and own at least a corresponding number of shares for three years from the exercise of the option rights.

Due to the restructuring of the group and that the options were out of the money, the cash-settled share-based programme was eliminated in 2010 and hence fair value of the outstanding option rights at 31 December was zero. NOK 0 thousand was recognised through the income statement for 2010.

Movements in the number of share rights outstanding and their related weighted average exercise prices are as follows:

		2010
	Average exercise price in NOK per share	Number of options granted
At 01.01	212.0	320 000
Granted		
Repealed		
Eliminated due to restructuring		(320 000)
Exercised		
Outstanding option rights 31.12		**0**

Fair value of the outstanding option rights are recorded as a liability in the financial statement at each balance sheet date. The fair value of the outstanding option rights determined using the Black-Scholes option pricing model.

EXPENSED AUDIT FEE (excluding VAT)

	2010
Statutory audit	240
Other assurance services	79
Other assistance	9
Total expensed audit fee	**328**

Note 4 > INTANGIBLE AND FIXED ASSETS

NOK thousand	Intangible assets	Buildings	Fixed assets
Additions	43	6 663	3 713
Cost price 31.12.2010	43	6 663	3 713
Depreciation 2010	(11)	(222)	(50)
Accumulated ordinary depreciation 31.12.2010	(11)	(222)	(50)
Carrying amounts 31.12.2010	**32**	**6 441**	**3 663**
Economic lifetime	Up to 3 years	Up to 25 years	3-10 years
Depreciation schedule	Straight line	Straight line	Straight line

Note 5 > TAX

NOK thousand	2010
Allocation of tax expenses	
Payable tax/witholding tax	(154)
Change in deferred tax	8 340
Total income tax	8 186
Basis for tax computation	
Profit before tax	126 017
28% tax	(35 285)
Tax effect from	
Permanent differences	13 634
Withholding tax	(154)
Non taxable income and loss	23 240
Tax credit allowance	6 750
Current years calculated tax	8 186
Effective tax rate	(6.5%)
Deferred tax	
Tax effect of temporary differences	
Fixtures	16
Current assets and liabilities	(813)
Non current liabilities and provisions for liabilities	1 890
Tax credit allowance	(9 375)
Tax losses carried forward	(10 417)
Tax effect on received group contribution	10 360
Deferred tax asset	(8 340)

Note 6 > INVESTMENTS IN SUBSIDIARIES

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

NOK thousand	Business office country	Voting share ownership share	2010 Book value
Wilh. Wilhelmsen ASA	Lysaker, Norway	73%	2 174 931
Wilhelmsen Maritime Services AS	Lysaker, Norway	100%	964 440
Wilh. Wilhelmsen (Hong Kong) Ltd	Hong Kong	100%	900
Wilh. Wilhelmsen (Asia) Sdn Bhd	Kuala Lumpur, Malaysia	100%	474
WilService AS	Lysaker, Norway	100%	12 000
Total investments in subsidiaries			3 152 744

Note 7 > INVESTMENTS IN JOINT VENTURES AND ASSOCIATES

PARENT COMPANY

Investments in associates are recorded at cost. Where a reduction in the value of shares is considered to be permanent and significant a impairment to net realisable value is recorded.
At 31.12.2010 Wilh. Wilhelmsen Holding ASA had no investments in joint ventures.

Associates	Business office country	2010 Voting share /ownership share
K-POAGS Pty Limited	Sydney, Australia	22.5%
K-NSS Pty Limited	Sydney, Australia	22.5%
KW Auto Logistics Pty Limited	Sydney, Australia	22.5%
K-AATerminals Pty Limited	Sydney, Australia	11.0%

NOK thousand	Business office country	Associates Book value
K-POAGS Pty Limited	Sydney, Australia	170 039
K-NSS Pty Limited	Sydney, Australia	22 174
KW Auto Logistics Pty Limited	Sydney, Australia	19 009
K-AATerminals Pty Limited	Sydney, Australia	5
Book value of associates		211 226

Note 8 > COMBINED ITEMS, BALANCE SHEET

NOK thousand	Note	2010
OTHER NON CURRENT ASSETS		
Non current loan to group companies (subsidiary and associates)		98 817
Other non current assets		6 718
Total other non current assets		105 535
Of which non current debitors falling due for payment later than one year:		
Loans to group companies (subsidiary and associates)		98 817
Other non current assets		6 718
Total other non current assets due after one year		105 535
OTHER CURRENT ASSETS		
Inter-company receivables		41 308
Other current receivables		12 899
Total other current assets		54 208
OTHER NON CURRENT LIABILITIES		
Allocation of commitment		42 115
Total other non current liabilites		42 115
OTHER CURRENT LIABILITIES		
Accounts payable		1 931
Inter-company payables		3 319
Next year's instalment on interest-bearing debt	13	250 000
Proposal dividend	11	162 763
Other current liabilities		19 651
Total other current liabilities		437 663

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

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

Note 9 > CURRENT FINANCIAL INVESTMENTS

NOK thousand	2010
Market value asset management portfolio	
Nordic equities	371 286
Bonds	122 372
Other financial derivatives	(3 790)
Total current financial investments	**489 868**

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

The net unrealised gain at 31 December 2010 is	**34 304**

Note 10 > RESTRICTED BANK DEPOSITS AND UNDRAWN COMMITTED DRAWING RIGHTS

NOK thousand	2010
Payroll tax withholding account	**4 105**
Undrawn committed drawing rights	**250 000**

Note 11 > EQUITY

PARENT COMPANY

NOK thousand	Share capital	Premium fund	Fund for unrealised gains	Retained earnings	Total
Current year's change in equity					
Issue of share capital 25 February 2010	**1 000**	**20**			**1 020**
Cash contribution	**1 000**	**28 981**			**29 981**
Contribution in kind	**928 076**	**1 243 571**		**1 243 835**	**3 415 482**
Proposed dividend				**(162 763)**	**(162 763)**
Total comprehensive income fot the year			**1 746**	**132 457**	**134 203**
Equity 31.12.2010	**930 076**	**1 272 571**	**1 746**	**1 213 528**	**3 417 922**

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

Dividend

The proposed dividend for fiscal year 2010 is NOK 3.50 per share, payable in first half year 2011. A decision on this proposal will be taken by the annual general meeting on 28 April 2011.

The largest shareholders at 31 December 2010

Shareholders	A shares	B shares	Total number of shares	% of total shares	% of voting stock
Tallyman AS	20 498 789	2 281 044	22 779 833	48.98%	59.18%
Pareto Aksje Norge	1 645 815	622 150	2 267 965	4.88%	4.75%
Odin Norden		2 032 903	2 032 903	4.37%	
Folketrygdfondet	1 052 450	590 100	1 642 550	3.53%	3.04%
Odin Norge	8 150	1 479 878	1 488 028	3.20%	0.02%
Skagen Vekst	1 357 250		1 357 250	2.92%	3.92%
Pareto Aktiv	736 773	285 897	1 022 670	2.20%	2.13%
Six SIS AG 5 Pct Nom	665 800		665 800	1.43%	1.92%
Stiftelsen Tom Wilhelmsen	370 400	236 000	606 400	1.30%	1.07%
JP Morgan Clearing Corp.		536 450	536 450	1.15%	
JP Morgan Chase Bank	114 157	385 840	499 997	1.08%	0.33%
Pareto Verdi	326 539	121 928	448 467	0.96%	0.94%
Six SIS AG 25 Pct	35 220	275 300	310 520	0.67%	0.10%
DnB NOR Navigator	190 038	106 093	296 131	0.64%	0.55%
Odin Maritim	248 027	19 303	267 330	0.57%	0.72%
Nordea Bank Norge ASA, Markets		264 900	264 900	0.57%	
Citibank N.A. New York Branch	258 752		258 752	0.56%	0.75%
MP Pensjon PK	13 493	234 289	247 782	0.53%	0.04%
SEB Private Bank S.A. Luxembourg	62 300	179 100	241 400	0.52%	0.18%
Kommunal Landspensjonskasse	210 406	13 600	224 006	0.48%	0.61%
Other	6 842 733	2 201 957	9 044 690	19.45%	19.76%
Total number of shares	**34 637 092**	**11 866 732**	**46 503 824**	**100.00%**	**100.00%**

Shares on foreigners hands

At 31. December 2010 - 2 175 704 (6.28%) A shares and 2 002 565 (16.88%) B shares.

Descripton of the pension scheme

> The company have a defined benefit plan, organised as a collective policy in a life insurance company and a defined contribution plan for all employees.

> The defined benefit plan is covered by WW own pension fund – Wilh. Wilhelmsen Pensjonskasse. Pension benefits include coverage for old age, disability, spouse and children, and these supplement payments by the Norwegian National Insurance system. The full pension obligation is earned after 30 years of service and gives the right to an old age pension at a level of 66% of gross salary, incuding other occupational pensions and National Insurance.

> The WW group decided in the beginning of 2005 that the group would convert to a defined contribution pension scheme for all new employees. WW Pensjonskasse was then closed and a contract for a defined contribution pension plan was established with Vital Forsikring. Contributions paid by the employer are the maximum permitted by law. Insurance for disability, spouse/co-habitant and childrens pension is linked to the defined contribution pension coverage.

> The pension rights and obligations from The company also has obligations related to salaries in excess of 12 times the Norwegian National Insurance base amount (G) and agreements on early retirement. Pension obligations related to salaries in excess of 12G and early retirement are mainly financed from operations.

> Pension costs and obligations include payroll taxes.

	2010	
	Funded	Unfunded
Number of people in pension plans at 31.12		
In employment	50	7
Pensioners and beneficiaries	2	3
Total number of people covered by pension shcemes	52	10

	Expenses	Commitments
Financial assumptions for the pension calculations		
Rate of return on assets in pension plans	5.6%	5.0%
Discount rate	4.4%	3.6%
Anticipated pay regulation	4.0%	3.5%
Anticipated regulation of National Insurance base amount (G)	4.0%	3.5%
Anticipated regulation of pensions	2.0%	1.5%

It is given that the group's assumptions for the pension calculation differ from the pension assumptions from the Norwegian Accounting Standards, based on the group's composition of average age of employees in employment and those in retirement, and the history of the group's pension plan. The assumptions are set by the actuary in collaboration with the group.
The expected return on assets reflects the weighted average expected returns for each asset class, and is affected by the closure of the pension fund.
The discount rate is based on market yields of government bonds, 14 years in average for all plans.
Anticipated pay regulation are business sector specific, influenced by composition of employees under the plans. Anticipated increase in G is tied up to the anticipated pay regulations.
Anticipated regulation of pensions is determined by the difference between return on assets and the hurdle rate.

NOK thousand	2010
Pension assets investments (in %)	
Short-term bonds	32.0%
Bonds held to maturity	43.0%
Money market	0.9%
Equities	24.2%
Total pension assets investments	100.0%

The table shows how pension funds including derivatives administered by Storebrand Kapitalforvaltning AS were invested at 31 December.
The recorded return on assets administered by Storebrand Kapitalforvaltning was 8.42% for 2010.

		2010	
	Funded	Unfunded	Total
Pension expenses			
Net present value of pension obligations	3 017		3 017
Interest expenses on pension obligations	2 432	389	2 820
Anticipated return pension fund	(2 375)		(2 375)
Costs of defined contribution plan	3 133		3 133
Net pension expense	6 206	389	6 595

NOK thousand		2010	
	Funded	Unfunded	Total
Total pension obligations			
Accrued pension obligations	(98 040)		(98 040)
Fair value of plan assets	70 195		70 195
Total pension obligations	(27 845)		(27 845)
Accrued pension obligations		(52 833)	(52 833)
Total pension obligations	(27 845)	(52 833)	(80 678)
Changes in estimates not recorded in the accounts	(2 739)	1 112	(1 627)
Recorded pension obligations	(30 583)	(51 721)	(82 305)

Amounts in the balance sheet	
Assets	
Liabilities	(82 305)
Net asset/(liability)	(82 305)

	2010
Pension obligations	
Current service cost	3 017
Interest expenses	2 820
Pension payments	(3 732)
Transfer from WWASA - restructuring of the group	158 559
Actuarial (gain)/loss	(9 792)
Changes in estimates not recorded in the accounts	
Pension obligation 31.12	150 873
Gross pension assets	
Expected return	2 375
Pension payments	(2 383)
Transfer from WWASA - restructuring of the group	78 368
Actuarial gain/(loss) on plan assets	(8 165)
Gross pensions assets 31.12	70 195

Premium payments in 2011 are expected to be NOK 3 750. Payments from operations are estimated at NOK 994.

Historical developments	
Defined benefit obligation	(150 873)
Plan assets	70 195
Present value of wholly unfunded obligations	(1 627)
Surplus/(deficit)	(82 305)

Note 13 > INTEREST-BEARING DEBT

PARENT COMPANY

NOK thousand	2010
Interest-bearing debt	
Mortgage debt	**500 000**
Total interest-bearing debt	**500 000**
Repayment schedule for interest-bearing debt	
Due in year 1	**250 000**
Due in year 2	**250 000**
Due in year 3	
Due in year 4	
Due in year 5 and later	
Total interest-bearing debt	**500 000**

The parent company's financing arrangement provides for customary financial covenants related to minimum liquidity, and minimum value adjusted equity ratio. The company was in compliance with these covenants at 31 December 2010.

The effective interest paid by the parent company on its financing arrangement is calculated to 6,65% pa, including all financing expense.

FINANCIAL RISK

See note 14 to the group accounts and note 15 to the parent accounts for further information on financial risk, and note 13 to the group accounts concerning the fair value of interest-bearing debt.

Note 14 > OPERATING LEASE COMMITMENTS

The company has a sale/leaseback agreement for the office building, Strandveien 20. The lease run over 15 years from 1 October 2009, with an option to extend for additional 5 years + 5 years.

NOK thousand	2010
Due in year 1	**37 025**
Due in year 2	**37 765**
Due in year 3	**38 521**
Due in year 4	**39 291**
Due in year 5 and later	**438 831**
Total expense related to sale/leaseback of office building	**591 433**

Note 15 > FINANCIAL RISK

PARENT COMPANY

CREDIT RISK

Guarantees

The group and parent policy's is that no financial guarantees are provided by the parent company.

Cash and bank deposits

The parent's exposure to credit risk on cash and bank deposits is considered to be very limited as the parent maintain banking relationships with a selection of well-known and good quality banks.

LIQUIDITY RISK

The parent's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to at all times meet its liabilities, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the parent and group's reputation.

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

FAIR VALUE ESTIMATION

The fair value of financial instruments traded in an active market is based on quoted market prices at the balance sheet date. The fair value of financial instruments that are not traded in an active market (over-the-counter contracts) are based on third party quotes. These quotes use the maximum number of observable market rates for price discovery. Specific valuation techniques used to value financial instruments include:
Quoted market prices or dealer quotes for similar instruments.
The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
The fair value of interest rate swap option (swaption) contracts is determined using observable volatility, yield curve and time-to-maturity parameters at the balance sheet date, resulting in a swaption premium.
The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value.
The fair value of foreign exchange option contracts is determined using observable forward exchange rates, volatility, yield curves and time-to-maturity parameters at the balance sheet date, resulting in an option premium.
The carrying value less impairment provision of receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the company for similar financial instruments.

NOK thousand	Fair value	Carrying amount
Interest bearing debt 31.12		
Bank loan	**500 000**	**500 000**
Total interest bearing debt 31.12.2010	**500 000**	**500 000**

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

The quoted market price used for financial assets held by the group is the current mid price. These instruments are included in level 1. Instruments included in level 1 at the end of 2010 are liquid investment grade bonds.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. These instruments are included in level 2. Instruments included in level 2 are FX and IR derivatives.

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

NOK thousand	Level 1	Level 2	Level 3	Total balance
Total financial instruments and short term financial investments				
Financial assets at fair value through income statement				
Financial derivatives		**1 746**		**1 746**
Bonds	**122 372**			**122 372**
Equities	**371 286**			**371 286**
Other financial derivatives		**(3 790)**		**(3 790)**
Total assets 31.12.2010	**493 658**	**(2 044)**		**491 613**

Cont note 15 > FINANCIAL RISK

Financial instruments by category

Assets	Loans and receivables	Assets at fair value through the income statement	Total
Other non current assets	105 535		105 535
Current financial investments		489 868	489 868
Other current assets	54 208		54 208
Cash and cash equivalent	204 398		204 398
Assets at 31.12.2010	**364 141**	**489 868**	**854 009**

Liabilities	Other financial liabilites at amortised cost	Total
Non current interest bearing debt	250 000	250 000
Other non current liabilities		
Other current liabilities	274 901	274 901
Liabilities 31.12.2010	**524 901**	**524 901**

See Note 14 to the group financial statement for further information about the group risk factors.

Note 16 > EVENTS AFTER THE BALANCE SHEET DATE

See note 20 to group accounts on page 73. No material events occurred between the balance sheet date and the date when the accounts were presented which provide new information about conditions prevailing on the balance sheet date.

Note 17 > DECLARATION ON THE DETERMINATION OF EMPLOYEE BENEFITS FOR SENIOR EXECUTIVES

This declaration applies for fiscal 2011 and has been adopted by the board of Wilh. Wilhelmsen Holding ASA (WWH) at its meeting of 15 March 2011 pursuant to section 6-16a of the Norwegian Act on Public Limited Companies.

General
The board of WWH wants the group to have an international profile which ensures the breadth of expertise it requires in shipping, maritime services and logistics. As a result, the board's goal is that compensation arrangements for the corporate management team will be on a par with other Norwegian companies working internationally.

Company employees regarded as Senior Executives for the purposes of this declaration are: Thomas Wilhelmsen, group CEO, Nils Petter Dyvik, group CFO, Jan Eyvin Wang president and CEO of Wilh. Wilhelmsen ASA and Dag Schjerven, president and CEO of Wilhelmsen Maritime Services AS.

Salary
The salary of the group CEO is determined by the board of WWH, while the salary of other Senior Executives is determined administratively on the basis of frameworks specified by the board.

Benefits in kind
The Senior Executives are provided with a company car and receive free newspapers, free telephone, free mobile phone and coverage of the cost of tele communication to specified standards. The Senior Executives are also compensated for certain taxable expenses.

Bonus
The Senior Executives participate in a bonus system which is performance-oriented and based on pre-defined levels varying from 3 to 6 months salary.

Options
There is at the moment no share option program for Senior Executives.

Shares in WWH
The Senior Executives, except CEO in Wilh. Wilhelmsen ASA, in common with the other employees in the wholly-owned Norwegian companies, receive an offer every year to buy shares in WWH at a discount corresponding to 20% on the market price. The discount can be no more than NOK 1 500.

Pension scheme
At 1 January 1993, the former Wilh.Wilhelmsen ASA established its own pension fund – Wilh. Wilhelmsen Pensjonskasse. Wilh.Wilhelmsen Pensjonskasse decided effective 31 December 2010 to transfer its funds and liabilities to Storebrand. Pension benefits for Senior Executives include coverage for old age, disability, spouse and children, and supplement payments by the Norwegian National Insurance system. The full pension entitlement is earned after 30 years of service and gives the right to an old age pension at a level of 66% gross salary, maximum 12 times the Norwegian National Insurance base amount (G) including National Insurance and other social security payments.

The Senior Executives also have rights related to salaries in excess of 12G and the option to take early retirement from the age of 62-65. Pension obligations related to salaries in excess of 12G and early retirement are insured.

Pay guarantee scheme
The group CEO has a pay guarantee scheme which gives him the right to receive salary for 18 months after leaving the company as a result of mergers, substantial changes in ownership, or a decision by the board of directors. Possible income during the period is deducted up to 50%. This guarantee scheme comes into force after six months notice period. Nils Petter Dyvik and Dag Schjerven also have arrangements for salary payment beyond redundancy period following departure from the group.

Guidelines for pay determination, etc, in 2011-12
The group CEO's pay for 1 July 2011 to 30 June 2012 will be determined by the board. Pay for the other Senior Executives over the same period will be determined administratively within frameworks established by the board. The determination by the board of the group CEO's pay and the framework for other Senior Executives, hereunder possible shareperformance based insentive scheemes, will build on the general development of pay in the community and show regard to the development of pay for corresponding positions in comparable Norwegian maritime enterprises working internationally.

Statement on Senior Executive pay in 2010
Pay policy for Senior Executives in the previous fiscal year built on the same policies as those described above for 2011-12. See note 3 concerning pay and other remuneration for Senior Executives of the parent company and note 4 of the group accounts concerning Senior Executives of the group.

Effect on the company of senior executive pay agreements concluded in 2010
A new pay agreement has been entered into with Thomas Wilhelmsen when he started as group CEO on 1 October 2010. No new pay agreements for Senior Executives have otherwise been concluded nor changes made to existing agreements in the previous fiscal year.

PricewaterhouseCoopers AS
Postboks 748 Sentrum
NO-0106 Oslo
Telefon 02316

To the Annual Shareholders' Meeting of Wilh. Wilhelmsen Holding ASA

Independent auditor's report

Report on the Financial Statements

We have audited the accompanying financial statements of Wilh. Wilhelmsen Holding ASA, which comprise the financial statements for the parent company and the financial statements for the group. The financial statements for the parent company comprise the balance sheet at December 31, 2010, income statement, statement of comprehensive income, cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information. The financial statements for the group comprise the balance sheet at December 31, 2010, income statement, statement of comprehensive income, changes in equity, cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

The Board of Directors and the Managing Director's Responsibility for the Financial Statements

The Board of Directors and the Managing Director is responsible for the preparation and fair presentation of these financial statements in accordance with simplified IFRS according to the Norwegian accounting act § 3-9 for the parent company and in accordance with International Financial Reporting Standards as adopted by EU for the group, and for such internal control as the Board of Directors and the Managing Director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion on the financial statements for the parent company

In our opinion, the financial statements for the parent company give a true and fair view of the financial position of Wilh. Wilhelmsen Holding ASA as at December 31, 2010, and of its financial performance

Alta Arendal Bergen Bodø Drammen Egersund Florø Fredrikstad Førde Gardermoen Gol Hamar Hardanger Harstad Haugesund Kongsberg Kongsvinger Kristiansand Kristiansund Larvik Lyngseidet Mandal Mo i Rana Molde Mosjøen Måløy Namsos Oslo Sandefjord Sogndal Stavanger Stryn Tromsø Trondheim Tønsberg Ulsteinvik Ålesund
PricewaterhouseCoopers navnet refererer til individuelle medlemsfirmaer tilknyttet den verdensomspennende PricewaterhouseCoopers organisasjonen
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and its cash flows for the year then ended in accordance with simplified IFRS according to the Norwegian accounting act § 3-9.

Opinion on the financial statements for the group

In our opinion, the financial statements for the group give a true and fair view of the financial position of the group Wilh. Wilhelmsen Holding ASA as at December 31, 2010, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by EU.

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors report concerning the financial statements and the going concern assumption, and the proposal for the allocation of the profit is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements ISAE 3000 "Assurance Engagements Other than Audits or Reviews of Historical Financial Information", it is our opinion that the company's management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 15 March 2011
PricewaterhouseCoopers AS

Rita Granlund
State Authorised Public Accountant (Norway)

(2)

RESPONSIBILITY STATEMENT >

We confirm, to the best of our knowledge, that the financial statements for the period 1 January to 31 December 2010 have been prepared in accordance with current applicable accounting standards, and give a true and fair view of the assets, liabilities, financial position and loss for the entity and profit for the group taken as a whole. We also confirm that the Board of Directors' Report includes a true and fair review of the development and performance of the business and the position of the entity and the group, together with a description of the principal risks and uncertainties facing the entity and the group.

Lysaker, 15 March 2011
The board of directors of Wilh. Wilhelmsen Holding ASA

Diderik Schnitler chair	Wilhelm Wilhelmsen	Helen Juell	Odd Rune Austgulen	Bettina Banoun	Thomas Wilhelmsen group CEO

1 > HOUSTON 2 > OSLO 3 > DUBAI 4 > SINGAPORE * 5 > SYDNEY

*** 4 > SINGAPORE**

Singapore is one of the world's largest and busiest ports. WW established its first office there in 1970. Because of their broad range of competence and experience, the Singapore team handles the complete range of maritime products and services. The WW vessels are also calling Singapore several times a month on their round-the-world service.

CORPORATE GOVERNANCE

The board issues a report on WWH's corporate governance annually. Sound corporate governance is believed to strengthen the confidence in the company and enhance the greatest possible value creation over time in the best interests of its shareholders, employees and other stakeholders.

A "COMPLY OR EXPLAIN" PRINCIPLE

The report from the board is based on the requirements of the Norwegian Code of Practice for Corporate Governance (the "Code") dated 21 October 2010.

The Code is built on a "comply or explain" principle, which means that grounds must be given for possible departures from its provisions. Given a shareholder structure in which a majority owner controls more than 50% of the votes at the general meeting means it would be inappropriate to implement all the code's provisions in full.

VALUES BASE

As part of its corporate culture, WWH has developed and implemented the following core values: customer centred, empowerment, learning and innovation, stewardship, and teaming and collaboration.

Code of conduct and company principles are developed and published on the group's intranet, and consequently made available to all employees. A new requirement under the 2010 code is that the company should have guidelines for corporate social responsibility. WWH has such guidelines in place from December 2010.

THE BUSINESS

According to WWH's articles of association, its object is to engage in shipping, maritime services, aviation, industry, commerce, finance business, brokerage, agencies and forwarding, to own or manage real estate, and to run business related thereto or associated therewith. Within this object,

CORPORATE GOVERNANCE

"WWH's goal is to provide shareholders with a high return over time through a combination of rising value for the company's shares and payment of dividend."

the business concept is to be a leading international supplier of maritime services, based on expertise and a focus on customer requirements.

All elements of the remuneration paid to the group CEO and some senior employees are specified in note 4 to the group accounts.

EQUITY AND DIVIDEND

WWH has an equity tailored to its objectives, strategy and risk profile, which totalled just under USD 1 538 million at 31 December 2010. That corresponded to 38% of total capital.

The dividend policy states that WWH's goal is to provide shareholders with a high return over time through a combination of rising value for the company's shares and payment of dividend. The object is to have consistent yearly dividend paid twice annually.

WWH owns presently no shares in itself.

EQUAL TREATMENT OF SHAREHOLDERS AND TRANSACTIONS WITH CLOSE ASSOCIATES

The company has two share classes, comprising 34 637 092 A shares and 11 866 732 B shares respectively. Converting to a single share class is not regarded as appropriate in the present circumstances.

Certain transactions take place between the principal shareholder and the company, and these are conducted on market terms.

Pursuant to the instructions issued for the board, directors are required to inform the board if they have a significant interest, directly or indirectly, in contracts concluded by WWH.

NEGOTIABILITY

WWH's shares are freely negotiable.

GENERAL MEETING

The annual general meeting is normally held at the beginning of early in the second quarter. Shareholders with known addresses are notified by mail no later than 21 days prior to the meeting and information on the meeting and all relevant documents are published on the company's website no later than 21 days prior to the meeting.

Pursuant to the Public Companies Act, WWH has included a provision in its articles of association stating that documents to be handled at the general meeting and which are available to shareholders on the company's web site need not be mailed in hard copy to the shareholders. Hard copies shall however be provided to shareholders upon request.

Shareholders wishing to attend the general meeting must notify the company at least two working days before it takes place. Shareholders can appoint a proxy to vote for their shares. Form for the appointment of a proxy can be found at company's the web site.

The Public Companies Act also opens for, subject to relevant provisions in the company's articles of association, shareholders to take part at the general meeting without being present in person. At present, WWH has no intention of including such an amendment.

The chair of the board attends the general meeting and acts as its chair as specified in the articles of association. All shareholders have the right to submit motions to and speak at the general meeting, but only A shares carry voting rights. The company is not aware of any shareholder agreements among its shareholders.

NOMINATION COMMITTEE

WWH has appointed a nomination committee and guidelines for the nomination committee will be presented to the ordinary general meeting in 2011 for approval.

EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS – COMPOSITION AND INDEPENDENCE

The company does not have a corporate assembly. The annual general meeting elects the board. The interests of the employees have been met by an executive committee for industrial democracy in foreign trade shipping, which has comprised six members, four from the management and two from the workforce. It met five times in 2010. Issues submitted for consideration have included a draft of the accounts and budget as well as matters of major financial significance for the company or of special importance for the workforce.

The company's board comprises five directors elected by the general meeting for two years at a time. Two of the directors are women. Three directors are independent of the majority owner and of the executive management.

Information on the background and experience of the directors can be found on the company's web site, which also provides a specification of the shares in the

THE BOARD OF DIRECTORS

Diderik Schnitler, chair
Wilhelm Wilhelmsen
Odd Rune Austgulen
Helen Juell
Bettina Banoun

Information on the background and experience of the directors can be found on the company's web site.

CORPORATE GOVERNANCE

company owned by directors. The number of shares held by directors is also specified in note 3 to the WWH accounts.

WORK OF THE BOARD

The board establishes an annual plan for its work. Eight regular meetings are held every year including strategy meetings, and the board otherwise meets as and when required. One day-and-a-half strategy meeting is held. Directors are also kept regularly informed about the group's development between board meetings.

Instructions have been drawn up for the executive management and for the board itself. The board works continuously on internal control in the company as specified below.

The board regularly assesses its mode of working.

The company has an audit committee. The committee was established in 2010, and is elected by and from the board of directors. Wilhelm Wilhelmsen chairs the committee, which also includes Helen Juell and Odd Rune Austgulen. All 3 members of the committee are independent of management. One member is the controlling owner of WWH and one of the others is the sister of the controlling owner.

RISK MANAGEMENT AND INTERNAL CONTROL

WWH's internal control should contribute to sound control characterised by integrity, ethical values and attitudes in the organisation. Internal control is broadly defined as a process designed to provide reasonable assurance of:

- Effective and efficient operations
- Reliable financial reporting
- Compliance with laws and regulations
- Necessary resources provided and used in cost efficient ways.

Confirmation from external auditors and internal procedures i.e. business reviews (financial, operational and quality) give the management and board of director's confidence that WWH complies with external and internal rules and regulations.

Various internal control activities give management assurance that the internal control of financial systems is working adequately and according to segment management's expectations.

Internal control conducts activities which can be split in three categories:

- Activities established to evaluate and confirm the quality of internal control regarding financial reporting (per segment)
- Procedure for year-end financial statement and the board of directors' responsibility statement semi-annually and annually
- Enterprise risk assessment - including reporting of the segments internal control

Governing documents, code of conduct, corporate social responsibility, company principles, policies, guidelines and process descriptions are documented and electronically available to the company's employees through WWH's global integrated management system.

WWH's Finance and strategy division has the responsibility to update internal control procedures on a group level, including:

- WWH financial strategy
- WWH financial policies and guidelines
- WWH (parent) financial policies and guidelines

The WWH group Financial strategy is approved by the WWH Board and covers all main elements related to financial management of the group, including:

- Financial organization, responsibility and organization
- Objectives and key ratios
- Equity and dividend targets
- Investor relation
- Financing and debt management
- Cash and liquidity management
- Financial investment management
- Currency management
- Bunker oil management
- Credit management
- Contingent liabilities
- Accounting and financial reporting
- Tax management
- Internal control and risk management
- Reporting to WWH Board of Directors

WMS and WWASA have implemented similar governing documents approved by the respective boards and in line with the WWH group Financial Strategy.

WWH's auditors conduct audit in accordance with the laws, regulations and auditing standards and practices generally accepted in Norway and obtain reasonable assurance as to whether the financial statements are free of material misstatements. The audit includes examining on a test basis evidence supporting the amounts and disclosures in the financial

"WWH's internal control contributes to sound control characterised by integrity, ethical values and attitudes in the organisation."

statements. It also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statement presentation.

REMUNERATION OF DIRECTORS

Director's fees are determined by the general meeting and are not dependent on the company's results. These fees reflect the responsibilities of the board, its expertise, the amount of time devoted to its work and the complexity of the business.

No share options have been awarded to directors.

Directors perform no assignments for the company other than serving on the board.

REMUNERATION OF SENIOR EXECUTIVES

Salary and other components of the chief executive's remuneration package are detailed in note 3 to the parent company accounts.

The board determines the chief executive's remuneration and establishes the framework for adjustments to the pay of other employees. Pay adjustments for each employee are then determined administratively within the limits set. The board carries out a broad-based comparison with pay conditions in other Norwegian shipping companies, and gives weight to the general level of pay adjustments in Norway.

A bonus scheme has been instituted by the board for group employees in Norway. Certain subsidiaries have different arrangements. Intended to reinforce the focus on performance and results, the bonus scheme is based on the annual return on capital employed by the group and three predefined key performance indicators. The board determines the annual norm for the bonus scheme.

Other than the bonus scheme, remuneration of senior executives is not dependent on financial results.

There is at the moment no share option programme for employees in WWH.

INFORMATION AND COMMUNICATION

WWH gives weight to informing the market about the development of its results, and reports to the stock market through annual and interim reports, press releases and so forth. The financial calendar, with the dates for quarterly presentations and the annual general meeting, can be found on the WWH web site.

The interim and annual results are presented to invited analysts and business journalists at the same time as the accounts are made public on the Oslo Stock Exchange. At least two of these presentations each year are transmitted directly by webcast. Results are also posted to WWH's web site. The company fulfils the requirements set by the Oslo Stock Exchange for its Information and English symbols.

Extensive information about the activities of the parent company and the group is provided on the web site, including an overview of share price developments, the 20 largest shareholders, dividend paid over the past five years and cash flow per share.

The company intends to hold a capital market day annually. Analysts, journalists and financial institutions are invited to meet senior executives of the group, who present various aspects of WWH's business in more detail than can be provided by the quarterly presentations.

TAKEOVERS

The board has not established any key principles for its response to possible takeover bids. Were such circumstances to arise, it would seek to treat all shareholders equally.

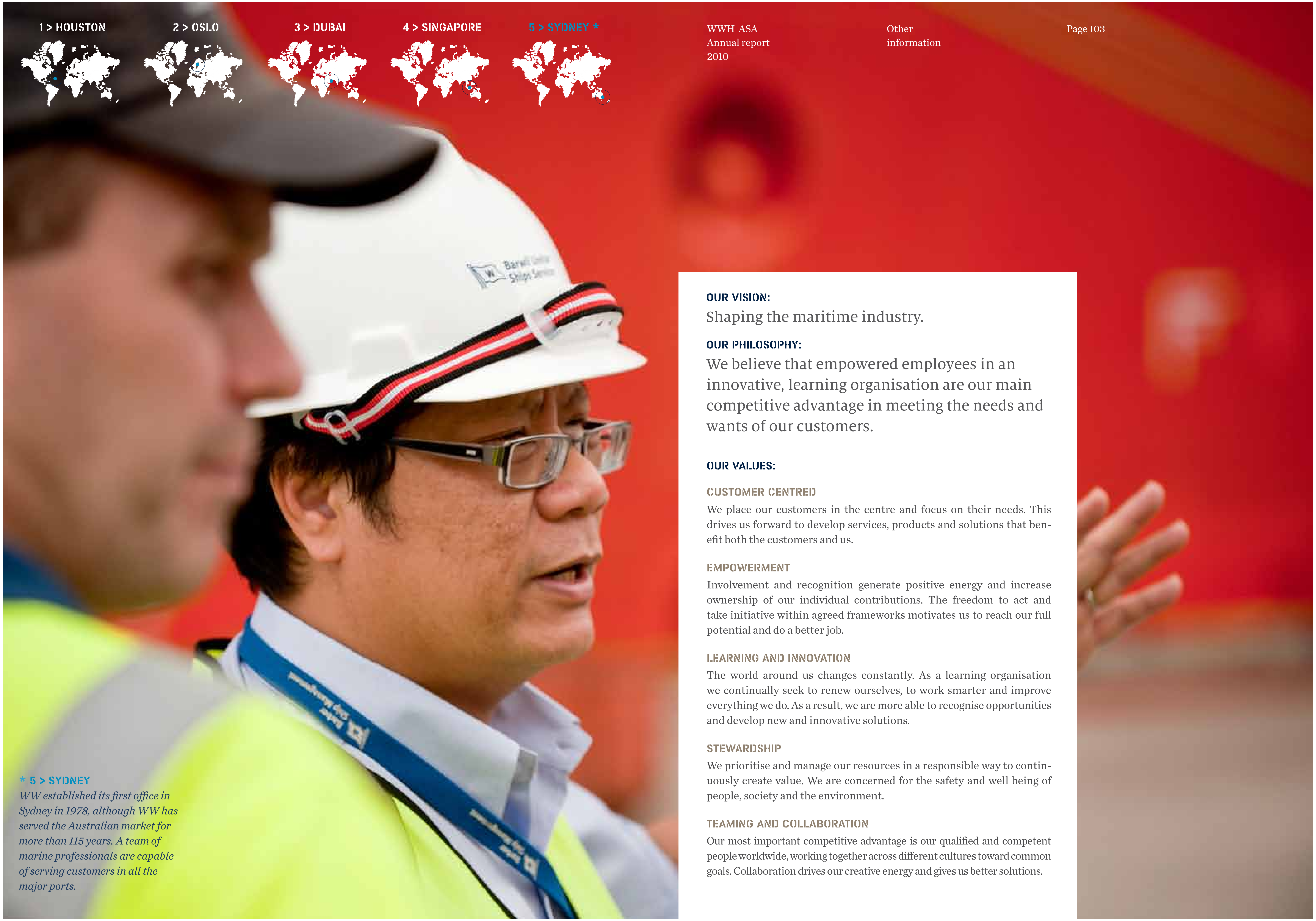
AUDITOR

The company's auditor attends board meetings as required, and is present when the annual accounts are under consideration. The auditor meets the board at least once a year without the executive management being present. The auditor provides the board with a review of work on the annual accounts, and explains changes in the accounting principles and other significant aspects.

The auditor's fee, broken down by audit work, audit related services, tax services and other consultancy services, is specified in note 4 to group accounts and note 3 to WWH accounts.

FINANCIAL CALENDAR

28 April	Annual general meeting
12 May	Q1 2011
9 August	Q2 2011
8 November	Q3 2011
8 December	Capital Markets Day



OUR VISION:

Shaping the maritime industry.

OUR PHILOSOPHY:

We believe that empowered employees in an innovative, learning organisation are our main competitive advantage in meeting the needs and wants of our customers.

OUR VALUES:

CUSTOMER CENTRED

We place our customers in the centre and focus on their needs. This drives us forward to develop services, products and solutions that benefit both the customers and us.

EMPOWERMENT

Involvement and recognition generate positive energy and increase ownership of our individual contributions. The freedom to act and take initiative within agreed frameworks motivates us to reach our full potential and do a better job.

LEARNING AND INNOVATION

The world around us changes constantly. As a learning organisation we continually seek to renew ourselves, to work smarter and improve everything we do. As a result, we are more able to recognise opportunities and develop new and innovative solutions.

STEWARDSHIP

We prioritise and manage our resources in a responsible way to continuously create value. We are concerned for the safety and well being of people, society and the environment.

TEAMING AND COLLABORATION

Our most important competitive advantage is our qualified and competent people worldwide, working together across different cultures toward common goals. Collaboration drives our creative energy and gives us better solutions.

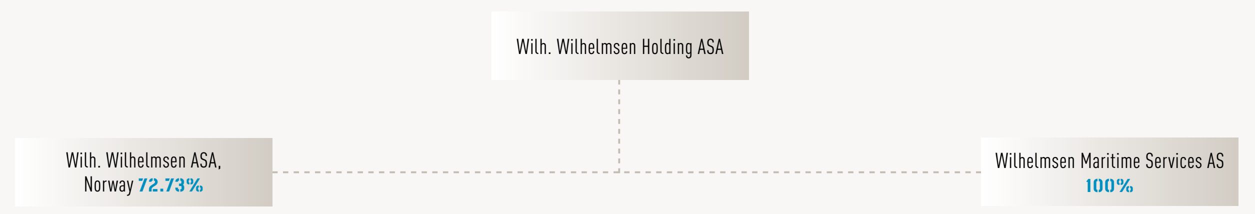
*** 5 > SYDNEY**

WW established its first office in Sydney in 1978, although WW has served the Australian market for more than 115 years. A team of marine professionals are capable of serving customers in all the major ports.

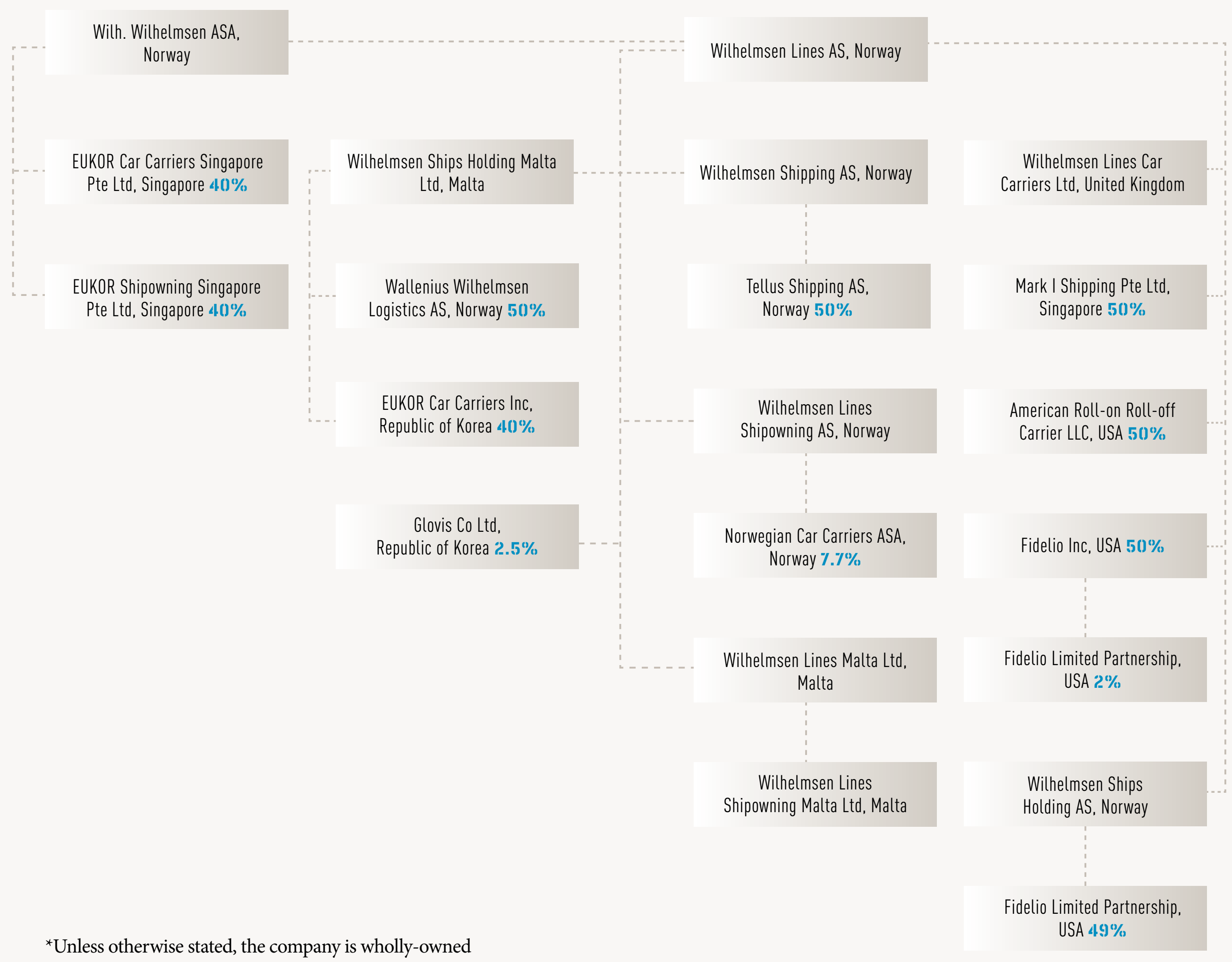
CORPORATE STRUCTURE

AS OF 31 DECEMBER 2010

WWH GROUP > STRUCTURE*

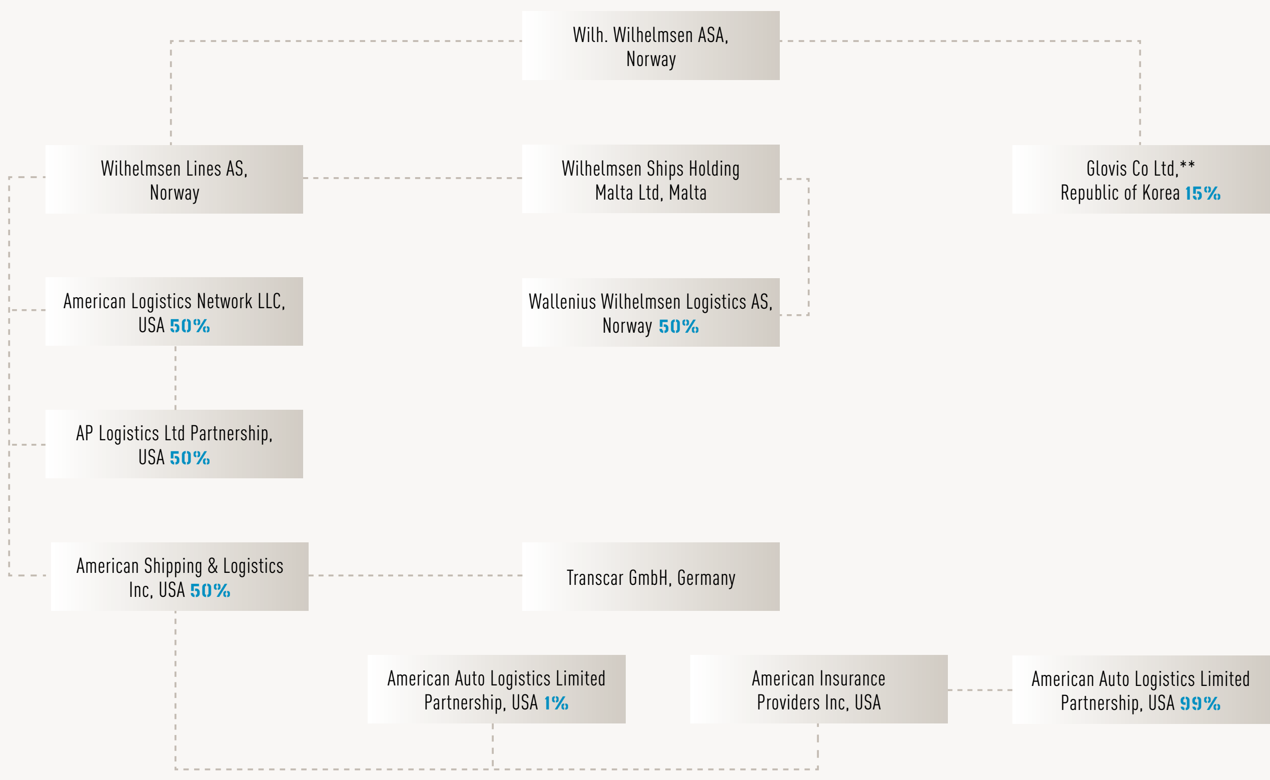


SHIPPING SEGMENT > STRUCTURE*



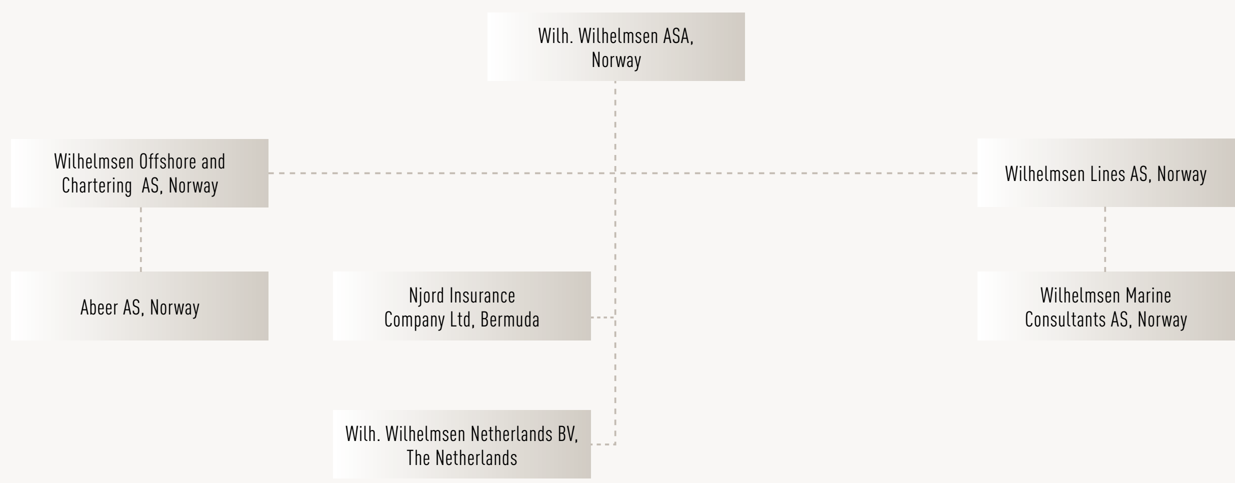
*Unless otherwise stated, the company is wholly-owned

LOGISTICS SEGMENT > STRUCTURE*



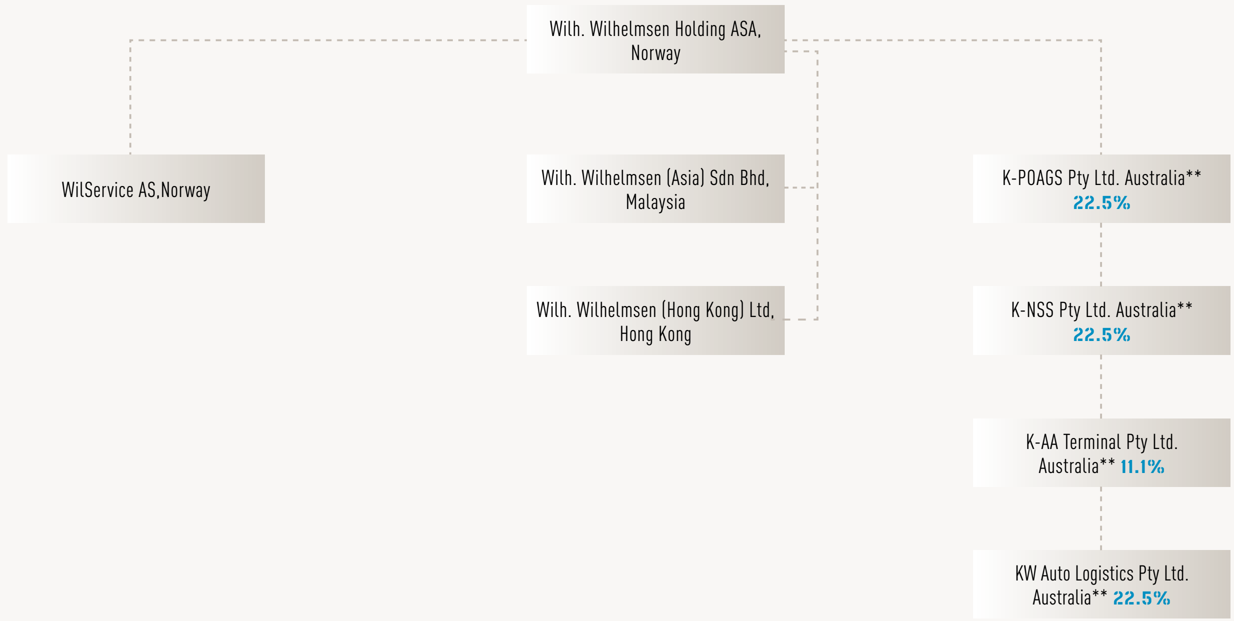
*Unless otherwise stated, the company is wholly-owned
**Owned through Wilh. Wilhelmsen ASA (12.5%) and Wilhelmsen Lines (2.5%)

HOLDING SEGMENT > STRUCTURE*



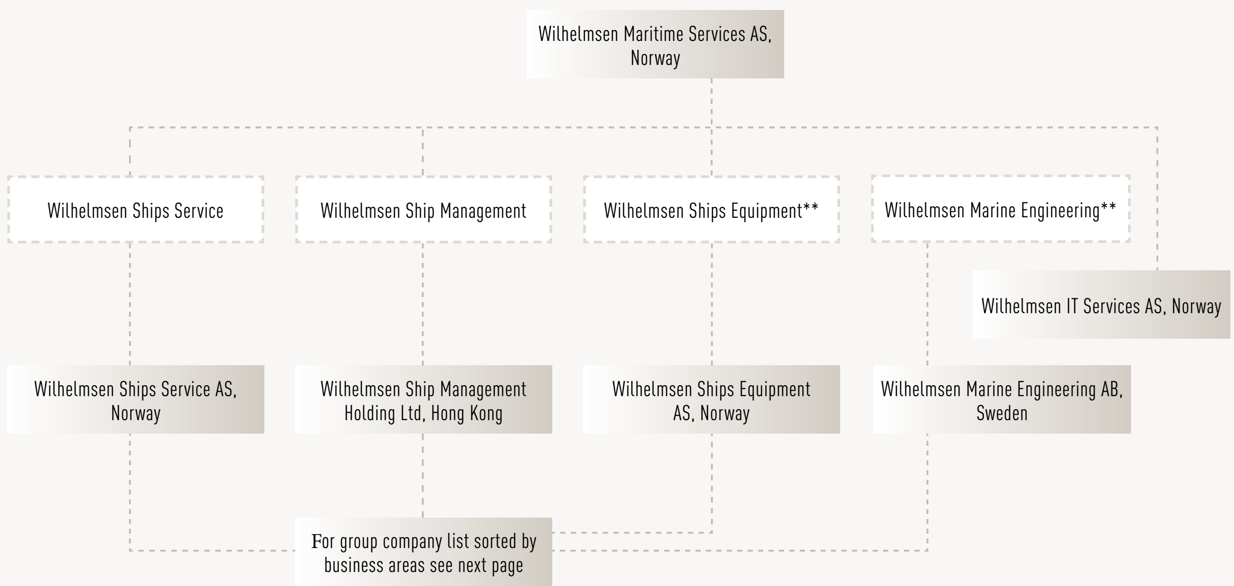
*Unless otherwise stated, the company is wholly-owned

OTHER GROUP COMPANIES IN HOLDING SEGMENT > STRUCTURE*



*Unless otherwise stated, the company is wholly-owned
** Kaplan investments are part of the Logistics segment

WILHELMSEN MARITIME SERVICES > STRUCTURE*



Legal entity

Business area

*Unless otherwise stated, the company is wholly-owned

**The business areas Wilhelmsen Ships Equipment and Wilhelmsen Marine Engineering have merged from 1 January 2011 to a new business area - Wilhelmsen Technical Solutions

WILHELMSEN MARITIME SERVICES > GROUP COMPANIES

COMPANY NAME	COUNTRY	OWNERSHIP %
Wilhelmsen Ships Services		
Wilhelmsen Ships Service Algeria SPA	ALGERIA	75.00 %
Wilhelmsen Ships Service Argentina SA	ARGENTINA	100.00 %
New Wave Maritime Services Pty Ltd	AUSTRALIA	100.00 %
Wilh. Wilhelmsen Oceania Pty Ltd	AUSTRALIA	50.00 %*
Wilhelmsen Ships Service Pty Limited	AUSTRALIA	100.00 %
Wiltrading (Darwin) Pty Ltd	AUSTRALIA	50.00 %*
WLB Shipping Pty Ltd	AUSTRALIA	100.00 %
Almoayed Wilhelmsen Ltd	BAHRAIN	50.00 %*
Wilhelmsen Ships Service Ltd	BANGLADESH	50.00 %
Wilhelmsen Ships Service NV (formerly known as Unitor Ships Service NV)	BELGIUM	100.00 %
Wilhelmsen Ships Service do Brasil Ltda	BRAZIL	100.00 %
Barwil Unimaster Ltd	BULGARIA	50.00 %
Wilhelmsen Ships Service Ltd	BULGARIA	100.00 %
Wilhelmsen Ships Service Inc	CANADA	100.00 %
Barwil Chile SA	CHILE	50.00 %
Wilhelmsen Ships Service (Chile) S.A.	CHILE	99.90 %
Wilhelmsen Huayang Ships Service (Beijing) Co Ltd	CHINA	50.00 %
Wilhelmsen Huayang Ships Service (Beijing) Co Ltd - Shanghai Branch	CHINA	50.00 %
Wilhelmsen Huayang Ships Service (Shanghai) Co Ltd	CHINA	49.00 %*
Wilhelmsen Ships Service Co, Ltd	CHINA	100.00 %
Barwil Colombia SA	COLOMBIA	50.00 %
Wilhelmsen Ships Service Cyprus Ltd	CYPRUS	100.00 %
Wilhelmsen Ships Service A/S	DENMARK	100.00 %
Barwil Ecuador SA	ECUADOR	50.00 %
Barwil Arabia Shipping Agencies SAE	EGYPT	35.00 %
Barwil Egytrans Shipping Agencies SAE	EGYPT	70.00 %
Scan Arabia Shipping Agencies SAE	EGYPT	70.00 %
Wilhelmsen Ships Service Oy Ab	FINLAND	100.00 %
Auxiliaire Maritime SAS	FRANCE	100.00 %
Unitor Trading France SAS	FRANCE	100.00 %
Wilhelmsen Ships Service France SAS	FRANCE	100.00 %
B&P Ltd	GEORGIA	25.00 %
Barwil Batumi Ltd	GEORGIA	50.00 %
Barwil Georgia Ltd	GEORGIA	50.00 %
Norgeo Shipping Ltd	GEORGIA	50.00 %
Barwil Agencies GmbH	GERMANY	100.00 %
Wilhelmsen Ships Service GmbH	GERMANY	100.00 %
Barwil Black Sea Shipping Ltd	GIBRALTAR	50.00 %
Wilhelmsen Ships Service (Gibraltar) Limited	GIBRALTAR	100.00 %
Wiltrans (2000) Limited	GIBRALTAR	100.00 %
Wiltrans (Gilbraltar) Limited	GIBRALTAR	100.00 %
Barwil Hellas Ltd	GREECE	60.00 %
Uniref SA	GREECE	100.00 %
Wilhelmsen Ships Service Hellas SA	GREECE	100.00 %
Unitor Ships Service (Hong Kong) Limited	HONG KONG	100.00 %
Wilhelmsen Ships Service Limited	HONG KONG	100.00 %
Wilhelmsen Maritime Services Private Limited	INDIA	100.00 %
Wilhelmsen Ships Service Private Limited	INDIA	100.00 %
Wiltrans Logistics & Shipping Company Private Limited	INDIA	100.00 %
P.T. Tirta Samudera Caraka	INDONESIA	0.0 %*
P.T. Tirta Sarana Banjar	INDONESIA	0.0 %*
P.T. Tirta Sarana Borneo	INDONESIA	0.0 %*
P.T. Tirta Sarana Dermaga	INDONESIA	0.0 %*
P.T. Tirta Sarana Jasatama	INDONESIA	0.0 %*
P.T. Tirta Wahana Transportama	INDONESIA	0.0 %*
Barwil For Maritime Services Co Ltd	IRAQ	75.00 %

Wilhelmsen Ships Service SpA	ITALY	100.00 %
Wilhelmsen Aall Ships Service Pte Ltd - Legal Branch	JAPAN	100.00 %
Wilhelmsen Ships Service Co Ltd	JAPAN	100.00 %
Norwegian Jordanian Shipping Agencies Ltd Co	JORDAN	48.80 %
Wilhelmsen Ship Services Ltd	KENYA	100.00 %
Alghanim Barwil Shipping Co-Kutayba Yusuf Ahmed & Partners WLL	KUWAIT	49.00 %
Barwil-Andersson Agencies Ltd	LATVIA	49.00 %
Barwil Agencies Lebanon SAL	LEBANON	49.00 %
Barwil Westext Sdn Bhd	MALAYSIA	25.00 %*
NBM Agencies Sdn Bhd	MALAYSIA	100.00 %
Wilhelmsen Agencies Sdn Bhd	MALAYSIA	100.00 %
Wilhelmsen Freight & Logistics Sdn Bhd	MALAYSIA	100.00 %
Wilhelmsen Ships Service Holdings Sdn Bhd	MALAYSIA	100.00 %
Wilhelmsen Ships Service Malaysia Sdn Bhd	MALAYSIA	30.00 %*
Wilhelmsen Ships Service Trading Sdn Bhd	MALAYSIA	100.00 %
Wilhelmsen Ships Service Malta Limited	MALTA	100.00 %
Unitor de Mexico, SA de CV	MEXICO	100.00 %
Wilhelmsen Ships Service (Mozambique), Limitada	MOZAMBIQUE	100.00 %
Wilhelmsen Ships Service B.V.	NETHERLANDS	100.00 %
Unitor Ships Service NV Netherlands Antilles	NETHERLANDS ANTILLES	100.00 %
Wilh. Wilhelmsen (New Zealand) Limited	NEW ZEALAND	100.00 %
Wilhelmsen Ships Service Limited	NEW ZEALAND	100.00 %
Barwil Agencies AS	NORWAY	100.00 %
Unitor Chemicals AS	NORWAY	100.00 %
Wilhelmsen Agencies AS	NORWAY	100.00 %
Wilhelmsen Premier Marine Fuels AS	NORWAY	100.00 %
Towell Barwil Co LLC	OMAN	30.00 %
Wilhelmsen Ships Service (Private) Limited	PAKISTAN	50.00 %
WT Logistics (Pvt.) Limited	PAKISTAN	60.00 %
Barwil Agencies SA	PANAMA	47.00 %
Intertransport Air Logistics SA	PANAMA	24.00 %
Lonemar SA	PANAMA	47.00 %
Lowill SA	PANAMA	47.00 %
Scan Cargo Services S A	PANAMA	47.00 %
Transcanal Agency SA	PANAMA	47.00 %
Wekol SA	PANAMA	47.00 %
Wilhelmsen Ships Service SA	PANAMA	99.60 %*
Barwil Peru SA	PERU	50.00 %
Wilhelmsen-Smith Bell (Subic) Inc	PHILIPPINES	50.00 %
Wilhelmsen-Smith Bell Shipping Inc	PHILIPPINES	40.00 %*
Wilhelmsen Ships Service Philippines Inc	PHILIPPINES	100.00 %
Wilhelmsen Ships Service Polska Sp zoo	POLAND	100.00 %
Argomar-Navegcao e Transportes SA	PORTUGAL	70.00 %
Barwil-Knudsen, Agente de Navagacao Lda	PORTUGAL	70.00 %
Unitor-Equipamentos Maritimos Lda	PORTUGAL	100.00 %
Wilhelmsen Ships Service Portugal, SA	PORTUGAL	100.00 %
Wilhelmsen Ship Services Qatar Ltd	QATAR	100.00 %
Barwil (South Africa) Pty Ltd	REPUBLIC OF SOUTH AFRICA	100.00 %
Krew-Barwil (Pty) Ltd	REPUBLIC OF SOUTH AFRICA	49.00 %
Wilhelmsen Premier Marine Fuels (Pty) Ltd	REPUBLIC OF SOUTH AFRICA	100.00 %
Wilhelmsen Ships Services (Pty) Ltd	REPUBLIC OF SOUTH AFRICA	100.00 %
Wilhelmsen Ships Services South Africa (Pty) Ltd	REPUBLIC OF SOUTH AFRICA	70.00 %
Wilhelmsen Hyopwoon Ships Service Ltd	REPUBLIC OF KOREA	50.00 %
Wilhelmsen Ship Services Co Ltd	REPUBLIC OF KOREA	100.00 %
Barwil Star Agencies SRL	ROMANIA	50.00 %
Barwil Novorossiysk Ltd	RUSSIA	100.00 %
Barwil St. Petersburg Ltd	RUSSIA	100.00 %
Wilhelmsen Ships Service Ltd	RUSSIA	100.00 %
Barwil Agencies Ltd For Shipping	SAUDI ARABIA	70.00 %

Binzagr Barwil Maritime Transport Co Ltd	SAUDI ARABIA	50.00 %
Nagliyat Al-Saudia Co Ltd	SAUDI ARABIA	49.60 %
Barwil Agencies Pte Ltd	SINGAPORE	100.00 %
Intertransport International Singapore Pte Ltd	SINGAPORE	100.00 %
Premier Marine Fuels Pte Ltd (In liquidation - Members' voluntary winding up)	SINGAPORE	100.00 %
Unitor Cylinder Pte Ltd	SINGAPORE	100.00 %
Wilhelmsen Ships Service (Japan) Pte Ltd	SINGAPORE	100.00 %
Wilhelmsen Premier Marine Fuel Pte Ltd	SINGAPORE	100.00 %
Wilhelmsen Ships Service (S) Pte Ltd	SINGAPORE	100.00 %
Barwil Ships Services SL	SPAIN	100.00 %
Nave Port Algeciras SL	SPAIN	100.00 %
Wilhelmsen Ships Service Canarias SA	SPAIN	100.00 %
Wilhelmsen Ships Service Spain SAU	SPAIN	100.00 %
Wilhelmsen Meridian Navigation Ltd	SRI LANKA	40.00 %
Baasher Barwil Agencies Ltd	SUDAN	50.00 %
Alarbab For Shipping Co. Ltd	SUDAN	0.00 %*
Wilhelmsen Lines Agenceis AB	SWEDEN	100.00 %
Wilhlemsen Ships Service AB	SWEDEN	100.00 %
National Company for Maritime Agencies Ltd	SYRIA ARAB REPUBLIC	50.00 %
Formosa Shipping Agencies Inc	TAIWAN	0.00 %*
Wilhelmsen Ships Service Inc	TAIWAN	0.00 %*
Wilhelmsen Ship Services Tanzania Ltd (formerly known as Scan Shipping Agencies Ltd)	TANZANIA	100.00 %
Wilhelmsen Ships Service (Thailand) Ltd	THAILAND	49.00 %*
Barwil Universal Denizcilik Tasimacilik Ticaret AS	TURKEY	50.00 %
Wilhelmsen Denizcilik Hizmetleri Ltd Sirketi	TURKEY	100.00 %
Wilhelmsen Lojistick Hizmetleri Ltd Sirketi	TURKEY	100.00 %
Wilhelmsen Ships Service Ukraine Ltd	UKRAINE	100.00 %
MSC Ukraine Ltd	UKRAINE	45.00 %
Mundial Shipping Services Ltd	UKRAINE	100.00 %
Barwil Abu Dhabi Ruwais LLC	UNITED ARAB EMIRATES	25.00 %*
Barwil Dubai LLC	UNITED ARAB EMIRATES	49.00 %*
Wilhelmsen Ship Services (UAE) LLC	UNITED ARAB EMIRATES	42.50 %*
Wilhelmsen Ship Services L.L.C.	UNITED ARAB EMIRATES	100.00 %
Triangle Shipping Agencies LLC	UNITED ARAB EMIRATES	49.00 %*
Wilhelmsen Maritime Services AS (Dubai Branch)	UNITED ARAB EMIRATES	100.00 %
Wilhelmsen Maritime Services JAFZA	UNITED ARAB EMIRATES	100.00 %
Denholm Barwil Ltd.	UNITED KINGDOM	40.00 %
Wilhelmsen Premier Marine Fuels Limited	UNITED KINGDOM	100.00 %
Wilhelmsen Ships Service Limited	UNITED KINGDOM	100.00 %
Knight Transport Ltd	UNITED STATES	33.33 %
Wilhelmsen Ships Service Inc	UNITED STATES	100.00 %
Barwil de Venezuela CA	VENEZUELA	50.00 %
Barwil-Sunnytrans Ltd	VIETNAM	50.00 %
International Shipping Co Ltd	YEMEN	0.00 %*
Wilhelmsen Ship Management		
Unicorn Shipping Services Ltd.	BANGLADESH	51.00 %
Wilhelmsen Ship Management doo	CROATIA	100.00 %
Barber Ship Management Ltd - Legal Branch	GREECE	100.00 %
Wilhelmsen Marine Personnel (Hong Kong) Ltd	HONG KONG	100.00 %
Barklav (Hong Kong) Limited	HONG KONG	50.00 %
Wilhelmsen Ship Management Limited	HONG KONG	100.00 %
Wilhelmsen Ship Management (India) Private Limited	INDIA	100.00 %
Wilhelmsen Ship Management Sdn Bhd	MALAYSIA	100.00 %
Unicorn Shipping Services Limited	MAURITIUS	51.00 %
Barber Moss Ship Management AS	NORWAY	50.00 %
Wilhelmsen Marine Personnel (Norway) AS	NORWAY	100.00 %
Wilhelmsen Ship Management (Norway) AS	NORWAY	100.00 %
Wilhelmsen Insurance Services AS	NORWAY	100.00 %

Golar Wilhelmsen Management AS	NORWAY	40.00 %
OOPS (Panama) SA	PANAMA	100.00 %
Wilhelmsen-Smith Bell Manning Inc (formerly known as Barber-Smith Bell Manning Inc)	PHILIPPINES	25.00 %*
Polish Manning Services Sp zoo	POLAND	100.00 %
Wilhelmsen Marine Personnel Sp zoo	POLAND	100.00 %
Wilhelmsen Ship Management Korea Ltd	REPUBLIC OF KOREA	100.00 %
Haeyoung Maritime Services Co.,Ltd.	REPUBLIC OF KOREA	20.00 %
Barklav SRL	ROMANIA	50.00 %
Wilhelmsen Marine Personnel Novorossiysk Ltd	RUSSIA	100.00 %
Wilhelmsen Ship Management Singapore Pte Ltd	SINGAPORE	100.00 %
Wilhelmsen Technical & Operational Solutions Pte Ltd	SINGAPORE	100.00 %
Crewing Agency "Barber Manning"	UKRAINE	75.00 %
Wilhelmsen Ship Management (USA) Inc	UNITED STATES	100.00 %
Wilhelmsen Ships Equipment		
Ti China Co Ltd	CHINA	100.00 %
Wilhelmsen Ships Equipment Production Co Ltd (formerly known as Unitor Production (China) Co Ltd)	CHINA	100.00 %
Wilhelmsen Ships Equipment Co. Ltd	CHINA	100.00 %
Wilhelmsen Ships Equipment Co Ltd	JAPAN	100.00 %
TI Marine Contracting AS	NORWAY	100.00 %
Yarwil AS	NORWAY	50.00 %
Wilhelmsen Ships Equipment Sp zoo	POLAND	100.00 %
Wilhelmsen SE Korea Co Ltd	REPUBLIC OF KOREA	100.00 %
Wilhelmsen Ships Equipment (S) Pte Ltd	SINGAPORE	100.00 %
European Manning Services Ltd	UNITED KINGDOM	100.00 %
Ticon Insulation Limited	UNITED KINGDOM	100.00 %
Wilhelmsen Ships Equipment Co Ltd - Hanoi Representative Office (formerly know as Unitor (China) Co Ltd - Hanoi Representative Office)	VIETNAM	100.00 %
Wilhelmsen Marine Engineering		
Wilhelmsen Marine Engineering do Brasil Ltda	BRAZIL	100.00 %
Wilhelmsen Callenberg AB - Shanghai Representative Office (formerly known as Callenberg Electro AB - Shanghai Rep. Office)	CHINA	100.00 %
Wilhelmsen Marine Electrical Technology (Wuhu) Co Ltd (formerly known as Callenberg Marine Electrical Technology (Wuhu) Co Ltd)	CHINA	100.00 %
Wilhelmsen Marine Engineering (China) Co Ltd	CHINA	100.00 %
Wilhelmsen Callenberg A/S	DENMARK	100.00 %
Wilhelmsen Callenberg AS	NORWAY	100.00 %
Wilhelmsen Marine Engineering Korea Co.Ltd.	REPUBLIC OF KOREA	100.00 %
Wilhelmsen Callenberg Pte Ltd	SINGAPORE	100.00 %
Wilhelmsen Callenberg AB	SWEDEN	100.00 %
Wilhelmsen Callenberg Fläkt AB	SWEDEN	100.00 %
Wilhelmsen Callenberg California Inc	UNITED STATES	100.00 %
Wilhelmsen Callenberg Inc	UNITED STATES	100.00 %

* Additional profit share agreement

Designed by Red kommunikasjon Photos by Tommy Normann

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CELEBRATING 150 YEARS 1861–2011