ULS ULJANIK PLOVIDBA

ULJANIK PLOVIDBA d.d.

SEMIANNUAL UNAUDITED FINANCIAL STATEMENTS

FOR THE PERIOD

JANUARY - JUNE 2010

Pula, July 2010

CONTENT:

Financial Statements of ULJANIK PLOVIDBA d.d. (unaudited) for the period January – June 2010

Notes

Interim Report of the Management

Statement of the person responsible for preparing Financial Statements

APPENDIX 1. Reporting period:		1.1.2010	to		30.6.2010]
	Quarte	rly Finan	cial Stateme	nts-TFI-PC	D	
Tax number (MB):	03292754					
Registration number (MBS):	040010793					
Personal identification number	49693360447	J				
(OIB): Issuing company:	ULJANIK PLOVIDBA D.	D.				
Postal code and place	52100]	PULA			
Street and house number:	CARRARINA 6					
E-mail address	uljanik-plovidba@pu.t-	com.hr				
Internet address	www.uljanikplovidba.c	<u>om</u>				
lunicipality/city code and name	359 PULA					
County code and name	18 ISTARSKA				Number of employees:	28
Consolidated report:	NO			E	(quarter end) Business activity (NKD) code	
Entities in consolidation (according to IFRS):		Registered se	at:	Tax number	(MB):
Bookkeeping service:		1				
	BOJANA MIHAJLOVIĆ	J				
	(unosi se samo prezime i 052 492546	i ime osobe	za kontakt)	F a iii-	050 400508	
				Facsimile	e: 052 492598	
	bojana.mihajlovic@ulja	anikplovidb	<u>ba.com</u>			
Name and family name	DRAGUTIN PAVLETIĆ (person authorized to rep	present the c	company)			
Notes to Financia 2. Statement of pe	ments (Balance Sheet, Pr	drawing-up	of financial stater		:, Change in Capital Stateme	nt and

ULJANIK PLOVIDBA d.d.

X

(signature of authorized representative)

Position	AOP		in HRK
Position			in HRK
Position			
Position			1
		Previous period	Current period
	2	3	4
SSETS			
RECEIVABELS FOR SUBSCRIBED NOT PAID CAPITAL	001		
NON-CURRENT ASSETS	002	310.691.290	446.940.160
INTANGIBLE ASSETS	003	569	
	004	3.782.374	3.787.129
. LONG-TERM FINANCIAL ASSETS	005	304.416.040	412.888.904
. RECEIVABLES	006	2.492.307	30.264.127
DEFERRED TAX ASSET	007		
CURRENT ASSETS	800	39.627.376	50.726.000
INVENTORIES	009		
TRADE RECEIVABLES	010	21.754.527	28.979.677
. SHORT-TERM FINANCIAL ASSETS	011	17.633.812	17.349.069
CASH AND CASH EQUIVALENTS	012	239.037	4.397.254
PREPAID EXPENSES AND ACCRUED INCOME	013	26.834	
	014		
TOTAL ASSETS	015	350.345.500	497.666.160
) OFF BALANCE SHEET ITEMS	016		
ABILITIES			
CAPITAL AND RESERVES	017	326.217.053	397.812.917
SHARE (SUBSCRIBED) CAPITAL	018	232.000.000	232.000.000
CAPITAL RESERVES	019	-1.720.661	-4.160.459
.LEGAL RESERVES	020	9.537.798	13.038.146
. REVALUATION RESERVES	021	0	52.126.859
RETAINED PROFIT	022	31.769.506	86.399.916
I. LOSS CARRIED FORWARD	023		
II. PROFIT FOR THE YEAR	024	54.630.410	18.408.455
III. LOSS FOR THE YEAR	025		-
. MINORITY INTEREST	026		-
	027	1.805.697	1.879.503
	028	2.799.115	30.669.639
	029	19.378.778	67.304.101
	030	144.857	
	031	350.345.500	497.666.160
	032		
ALANCE SHEET SUPPLEMENT (to be completed by entities that prepare consolidated financial statement)			<u>.</u>
APITAL AND RESERVES			
Attributable to majority owners	033		T
	034		1

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for the period

to

30.06.2010.

in HRK AOP Position **Previous period Current period** code Cumulative Quarter Cumulative Quarter 2 3 4 5 6 I. OPERATING INCOME 035 18.271.426 13.682.975 29.036.640 3.530.003 1. Sales revenue 036 6.997.703 3.420.151 6.723.518 3.489.430 2. Income from own consumption of products, goods and services 037 3. Other operating income 038 11.273.723 10.262.824 22.313.122 40.573 II. OPERATING EXPENSES 039 5.882.136 2.976.932 6.873.454 3.727.357 1. Decrease of inventories in work in progress and finished products 040 2. Increse of inventories in work in progress and finished products 041 3. Material expenses 042 327.272 175.002 377.818 192.164 4. Staff costs 043 4.462.844 2.267.038 4.351.207 2.169.544 5. Depreciation and amortisation 044 119.303 58.999 97.118 48.682 6. Other expenses 045 972.717 475.893 1.933.461 1.203.117 7. Impairment and charges 046 8. Provisions 113.850 047 113.850 9. Other operating expenses 048 III. FINANCIAL INCOME 049 8.740.567 1.730.267 7.011.467 4.777.446 1. Interest, exchange rate differences, dividend and similar from associated companies 050 455.822 393.190 2. Interest, exchange rate differences, dividend and similar from non-associated 051 8.284.745 1.337.077 7.011.467 4.777.446 companies 3. Income from investments in associates and joint ventures 052 4. Unrealised gains (income) 053 5. Other financial revenue 054 IV. FINANCIAL EXPENSES 055 1.973.230 870.798 9.908.529 7.099.468 1. Interest, exchange rate fluctuations and other costs with associated companies 056 2. Interest, exchange rate fluctuations and other costs with non-associated companies 057 1.973.230 870.798 9.908.529 7.099.468 058 3. Unrealised losses (costs) from finance assets 4. Other financial expenses 059 V. EXTRAORDINARY - OTHER INCOME 060 VI. EXTRAORDINARY - OTHER EXPENSES 061 VII. TOTAL INCOME 062 27.011.993 15.413.242 36.048.107 8.307.449 VIII. TOTAL EXPENSES 063 7.855.366 16.781.983 3.847.730 10.826.825 IX. PROFIT BEFORE TAXES 064 19.156.627 11.565.512 19.266.124 0 Х. LOSS BEFORE TAXES 065 0 0 0 2.519.376 XI. TAXATION 458.183 857.669 066 XII. NET PROFIT FOR THE PERIOD 067 19.156.627 11.107.329 18.408.455 0 XIII. LOSS FOR THE PERIOD 2.519.376 068 0 0 0 SUPPLEMENT TO INCOME STATEMENT (to be completed by companies that prepare consolidated financial statements) XIV.* NET PROFIT ATTRIBUTABLE TO MAJORITY OWNERS 069 XV.* NET PROFIT ATTRIBUTABLE TO MINORITY INTEREST 070 XVI.* LOSS ATTRIBUTABLE TO MAJORITY OWNERS 071 XVII.* LOSS ATTRIBUTABLE TO MINORITY INTEREST 072

CASH FLOW STATEMENT - Indirect method

for the period **1.1.2010**

to 30.6.2010

			in HRI
Position	AOP	Provious period	Current period
rosition	code	Previous period	Current period
1	2	3	4
CASH FLOW FROM OPERATING ACTIVITIES			
1. Profit before tax	073	19.156.627	19.266.124
2. Depreciation and amortisation	074	119.303	97.118
3. Increase in short-term liabilities	075		23.050
4. Decrease in short-term receivables	076	3.950.280	
5. Decrease in inventories	077		
6. Other increase of cash flow	078		
I. Total increase of cash flow from operating activities	079	23.226.210	19.386.292
1. Decrease in short-term liabilities	080	1.191.022	
2. Increase in short-term payables	081		7.225.151
3. Increase in inventories	082		
4. Other decrease in cash flow	083	127.106	901.885
II. Total decrease in cash flow from operating activities	084	1.318.128	8.127.036
A1) NET INCREASE IN CASH FLOW FROM OPERATING ACTIVITIES	085	21.908.082	11.259.256
A2) NET DECREASE IN CASH FLOW FROM OPERATING ACTIVITIES	086	0	0
CASH FLOW FROM INVESTING ACTIVITIES			
1. Cash proceeds from sale of non-current tangible and intangible assets	087		
2. Cash proceeds from sale of equity and debt security instruments	088		
3. Cash proceeds from interest payment	089		
4. Cash proceeds of dividend payment	090		
5. Other cash proceeds from investing activities	091		
III. Total cash inflow from investing activities	092	0	0
1. Cash outflow for acquisition of non-current tangible and intangible assets	093	31.939	101.303
2. Cash outflow for acquisition of equity and debt security instruments	094	72.353.615	56.346.005
3. Other cash outflows from investing activities	095		
IV. Total cash outflow from investing activities	096	72.385.554	56.447.308
B1) NET CASH FLOW FROM INVESTING ACTIVITIES	097	0	0
B2) NET CASH OUTFLOW FROM INVESTING ACTIVITIES	098	72.385.554	56.447.308
CASH FLOW FROM FINANCING ACTIVITIES	T	T	
1. Proceeds from issue of equity securities and debt securities	099		50.000.000
2. Proceeds from loans and borrowings	100	14.089.310	35.033.659
3. Other cash inflows from financing activities	101		3.265.100
V. Total cash inflows from financing activities	102	14.089.310	88.298.759
1. Repayment of loans and bonds	103	661.716	9.260.863
2. Dividends paid	104	22.807.559	
3. Repayment of finance lease	105		
4. Purchase of treasury shares	106	2.696.480	2.204.550
5. Other cash outflows from financing activities	107		27.487.077
VI. Total cash outflows from financing activities	108	26.165.755	38.952.490
C1) NET INCREASE OF CASH FLOW FROM FINANCING ACTIVITIES	109	0	49.346.269
C2) NET DECREASE OF CASH FLOW FROM FINANCING ACTIVITIES	110	12.076.445	0
Total increases of cash flows	111	0	4.158.217
Total decreases of cash flows	112	62.553.917	0
Cash and cash equivalents at the beginning of period	113	62.948.534	239.037
Increase of cash and cash equivalents	114		4.158.217
Decrease of cash and cash equivalents	115	62.553.917	0
Cash and cash equivalents at the end of period	116	394.617	4.397.254

in HRK

STATEMENT OF CHANGES IN EQUITY

from 1.1.2010 to 30.6.2010

		<u>.</u>			in HRK
Position	AOP code	Previous period	Increase	Decrease	Current period
1	2	31.12. previous year		3	4
1. Subscribed share capital	117	232.000.000			232.000.000
2. Capital reserves	118	-1.720.661		2.439.798	-4.160.459
3. Net income reserves	119	9.537.798	-2.204.550	-5.704.898	13.038.146
4. Retained earnings or loss carried forward	120	86.399.916			86.399.916
5.Net profit (loss) for the period	121		18.408.455		18.408.455
6. Revaluation of property, plant and equipment	122				0
7. Revaluation of intangible assets	123				0
8. Revaluation of available for sale financial assets	124				0
9. Other revaluation	125				0
10. Foreign exchange differences from investments abroad	126		52.126.859		52.126.859
11. Current and deferred taxes (part)	127				0
12. Protection of cash flow	128				0
13.Change of accounting policies	129				0
14.Change of prior period error	130				0
15.Other changes in equity	131				0
16.Total increase or decrease of equity	132	326.217.053	68.330.764	-3.265.100	397.812.917
16a. Attributable to majority owners	133			-	
16b. Attributable to minority interest	134				



NOTES TO THE FINANCIAL STATEMENTS AS AT 30.06.2010

GENERAL INFORMATION

ULJANIK PLOVIDBA, pomorski promet, d.d. Pula, was established in Croatia. The company is registered at the Commercial Court in Pazin.

Uljanik Plovidba d.d. Pula is the 100% owner of its subsidiary UNITED SHIPPING SERVICES ONE INC., registered in Liberia and the 100% owner of the company REAL d.o.o., Pula.

The ownership structure as at 30 June 2010 is composed of small shareholders.

The registered office of the Company is at Pula, Carrarina 6, Croatia.

The principal activities of the Company are international maritime transport, providing of services in maritime transport and travel agency operations;

In the first half of the year 2010 the Company employed an average of 29 employees (2009: 29).

The financial statements for the Company have been prepared in accordance with the International Financial Reporting Standards ('IFRS'), the application of which has been approved by the Croatian Financial Reporting Standards Bord, and in accordance with the Regulation on the Structure and Content of the Annual Accounts.

The following are the notes explaining single categories in the financial statements of the Company:

- 1. The increase in the revenues in the first six months of 2010 with respect to the same period last year is the result of recording of the revenue in the amount of 22.2 mil HRK deriving from the government grant for the construction of the new tanker Verige pursuant to the Resolution of the Government of the Republic of Croatia on the adoption of the government-funded subsidy Programme of construction of vessels for Croatian ship-owners and the Grant Agreement for hull 709, entered into on 13.02.2009.
- 2. In the current six month period the net financial expenses amounted to 2.8 mil HRK, versus the net financial income in the amount of 6.7 mil HRK in the same period in 2009. The reason for this discrepancy are the increase of loan interest expenses in 2010 and significant foreign exchange losses incurred due to the transformation of the loan obligations expressed in USD into their counter-value in HRK according to the mean rate of exchange at the end of the accounting period, and a decrease in the foreign exchange profits with respect to the same accounting period in 2009.

ULJANIK PLOVIDBA

NOTES TO THE FINANCIAL STATEMENTS AS AT 30.06.2010

- 3. The Company reports a lower profit in this period (18.4 mil HRK) than the profit reported in the same period in 2009 (19.1 mil HRK) which is the result of increased operating revenues and net financial expenses as described in points 1. and 2.
- 4. The long-term financial assets have been increased for the value of the government grant funds which have been recorded in the assets as investment into a subsidiary and due to the adjustment of the value of the investment into the foreign subsidiary into its counter-value in HRK according to the mean rate of exchange for the USD dollar as at 30.06.2010. The investments into the foreign subsidiary United Shipping Services One Inc. as at 30.06.2010 amounts 69,716,040 USD.
- 5. The increase in long-term liabilities refers to the obtained long-term loan which was, after it has been obtained, granted to the foreign subsidiary with the same conditions for the purpose of financing of the vessel. Long-term receivables have been increased for the same amount in the mother company. The long-term USD loans have been expressed in their equivalent value in HRK according to the mean rate of exchange of the Croatian National Bank as at 30.06.2010.
- 6. Short-term liabilities were increased in the first quarter due to the increase of the value of short-term loan liabilities. The foreign currency loans have been disclosed in their HRK equivalent according to the mean rate of exchange of the Croatian National Bank as at 30.06.2010. Pursuant to the decision of the Director dated 16th April 2010 and with the consent of the Supervisory Board, the Company set up a Program for the issuing of commercial bills. The total value of the Program is 150 mil HRK. The first tranche of commercial bills in the total amount of 50,000,000 HRK has been listed on the Official Market of the Zagreb Stock Exchange on 5th May 2010.
- 7. During the first six months of 2010 the Company purchased treasury shares in the total amount of 2,204 thousand HRK and sold treasury shares in the amount of 5,705 thousand HRK.
- 8. Revaluation reserves increased with respect to their amount as at 31.12.2009 for 52,127 thousand HRK, i.e. they were created on the basis of the adjustment of the investment in the foreign subsidiary, at the mean rate of exchange for the USD as at 30.06.2010.

For the ULJANIK PLOVIDBA d.d. Pula

Dragutin Pavletić Director of ULJANIK PLOVIDBA d.d.



DIRECTOR

INTERIM REPORT OF THE MANAGEMENT IN THE PERIOD 01-06/2010

The business activity of ULJANIK PLOVIDBA (Company) and its foreign subsidiaries in the 01-06/2010 period was regular and within the planned parameters. Despite the extremely negative fluctuations on the tanker market the Company has in this period managed to:

- a) maintain regular and stable operation of the Company,
- b) continue with its Program of fleet renewal, especially MR tankers:
 - taking over of m/t VERIGE;
 - continuation of the construction of hull n.710 at the 3. MAJ Shipyard, which was launched, and the delivery is scheduled for September 2010;
 - commencing of activities on the construction of four Bulk Carriers of 52.000 DWT at ULJANIK Shipyard;
 - sale of m/t FR8 ADRIA.
- c) constant employment of all vessels with the continuation of the Company's fleet high efficiency trend,
- d) fulfil all its loan payment obligations (with no reprogramming) with the continuance of the positive effects of keeping of the interest rates at low level
- e) full implementation of the safety and quality system on the vessels and in the office, with continuous increase in the quality and expertise of the employees and maintenance of a high level of professionalism,
- f) high efficiency of the vessel's management,
- g) maintaining of the personnel structure both at sea and on shore.

An review of the functions in the company is given below:

1. ECONOMIC ASPECT

In the period reviewed the company realized a consolidated net profit in the amount 38.8 mil HRK, versus the 28.7 mil HRK realized in the period 6/2009, as a result of increased operating income of 154.0 mil HRK. The total expenses increased and amount to 102 mil HRK, which is primarily attributable to the taking over and commissioning of the new m/t Verige.

2. PERSONNEL

As at 30.06.2010 the company had 29 employees which is 1 employee more with respect to the previous trimester. The company employs exclusively Croatian seafarers on all the vessels in its fleet.

3. TECHNICAL ASPECT

No significant technical stoppages were recorded in this period for any of the vessels. The company keeps maintaining high efficiency of vessel exploitation.

4. ACQUISITION OF TREASURY SHARES

In the first 6 months of 2010 the company acquired and disposed of treasury shares in accordance with art. 233, section 3, point 2 of the Companies Act (acquisition and disposal of shares for the requirements of Company employees). The company acquired 3450 treasury



DIRECTOR

shares and disposed of 5600 treasury sales. Pursuant to the resolution of the General Assembly dated 16 July 2010, 2067 shares were divided to the employees as part of the profit share scheme to the employees and the Director of the company.

5. IMPORTANT EVENTS IN 2010

In accordance with the Development Strategy of ULJANIK PLOVIDBA d.d. until 2015 the company entered into four contracts for construction of bulk carriers, through its fully owned subsidiary ULJANIK SHIPMANAGEMENT Inc. Monrovia with ULJANIK BRODOGRADILIŠTE d.d. on 18 January 2010 and 28 June 2010. The newbuildings have been assigned hull numbers 488, 489, 490 and 491. The delivery of the vessels has been scheduled for the end of 2011 and during 2012. The company intends to finance the construction of the said vessels by applying for grants from the Croatian Government's economy recovery measures in addition to traditional sources of financing.

On 9 March 2010 the company took delivery of hull n. 709 - m/t VERIGE from 3.MAJ Shipyard, a product carrier for the transportation of petroleum products and chemicals of 51,800 DWT. The vessel's exploitation began after delivery.

On 24 March 2010 the company sold its stake in the company ISTRIA CONSULT d.o.o. Pula.

Pursuant to the resolution of the Director dated 17 March 2010 and with the consent of the Supervisory Board, on16th April 2010 the company effected payment of interim dividends for the year 2009 in the amount of 20.00 HRK per share.

Pursuant to the resolution of the Director dated 16^{th} April 2010 and with the consent of the Supervisory Board, the Company set up a Program for the issuing of commercial bills ("Program"). The total value of the Program is 150 mil HRK and it enables the Company to issue several tranches, as instruments of short-term financing, up to the total value of the Program. The duration of the Program is five years and the Arranger and sole Dealer is Raiffeisenbank Austria d.d. The first tranche of commercial bills in the total amount of 50,000,000.00 HRK has been listed on the Official Market of the Zagreb Stock Exchange on 5^{th} May 2010.

On 21 April 2010 the shares were listed on the Official market of the Zagreb Stock Exchange. On the same day the Zagreb Stock Exchange and Raiffeisenbank Austria d.d. entered into an Agreement on Market Making obligations for the shares ULJANIK PLOVIDBA (ULPL-R-A).

On 6 July 2010 m/t POMER (newbuilding 710) was launched at 3.MAJ Shipyard in Rijeka. Delivery is scheduled for September 2010.

On 16 July 2010 a General Assembly of the Company was held at which the resolution was passed on the sharing of profits, which included the payment of dividend to the Shareholders. The total amount destined for payments to the shareholders from the business activity of the Company amounted to 21,500,000.00 HRK, of which 10,797,560.00 were paid as interim dividend, while the remaining amount of 10,702,440.00 HRK shall be paid to the shareholders in accordance with the Law.



DIRECTOR

6. COMPANY GROWTH

The Strategy of development of ULJANIK PLOVIDBA d.d. until the year 2015 envisages the continuation of the primary maritime activity in two sectors, transport of dry cargo and transport of petroleum products and chemicals. Accordingly, the Company has on order two additional tankers from 3.MAJ Shipyard (newbuildings 710 and 713) and four dry cargo vessels from ULJANIK BRODOGRADILIŠTE (newbuildings 488- 491).

The Company intends to continue participating on the new and second hand vessel market with the purpose to optimise its fleet and fleet efficiency. Even though its principal business will continue to be operation and management of its own fleet, the development of the Company shall also be aimed at ship management for other ship owners.

7. COMPANY ACTIVITIES CONCERNING RESEARCH AND DEVELOPMENT

Within its ship management operations the Company continuously engages in research which is primarily connected with the introduction of new technical solutions and technologies related to vessel exploitation.

8. BUSINESS RISKS

It is well-known that the principal activities that the Company engages in, i.e. international maritime transport and ship management are among the most risky activities and that they are directly connected with significant business risks, of which the currently most risky are:

- global economic trends;
- the risk of interest rate increase;
- significant oscillations in the value of the vessels;
- the risk of strict conditions of business operation;
- debt and uncertain period of return on capital;
- fluctuation in the basic costs of business operation;
- workforce fluctuation.

9. CORPORATE MANAGEMENT CODE

The Company fully complies with its Corporate Management Code.

Pula, 28 July 2010

Dragutin Pavletić, Director

STATEMENT OF THE PERSON RESPONSIBLE FOR PREPARING FINANCIAL STATEMENTS

Unaudited semiannual financial reports of ULJANIK PLOVIDBA d.d. (hereafter: Company) for the period January – June 2010, to the best of my knowledge, have been prepared according to International Financial Reporting Standards and they contain an overall and true presentation of assets, liabilities, losses and profits, the financial position and activities of the Company.

Financial-accounting manager

Bluiburglower

Bojana Mihajlović

Pula, 28 July, 2010