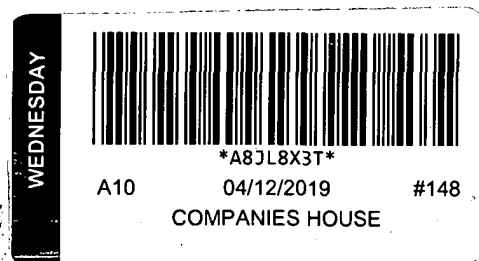


**Company Number: 6400103**

**CAPITAL SHIPBROKING LIMITED**  
**UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**31 MARCH 2019**



**CAPITAL SHIPBROKING LIMITED**  
**DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019**

Company Number: 6400103

The directors present their report and the unaudited financial statements of Capital Shipbroking Limited (the 'Company') for the year ended 31 March 2019.

**ACTIVITIES AND BUSINESS REVIEW**

The Company is incorporated and domiciled in England and Wales. The registered office is London Fruit and Wool, 1 Duval Square, London, E1 6PW.

The Company did not trade during the year and is dormant within the meaning of section 480 of the Companies Act 2006. The directors expect that the Company will remain dormant for the foreseeable future.

The directors do not recommend the payment of a dividend (2018: nil).

**DIRECTORS**

The directors of the Company, who held office during the year and up to the date of signing the financial statements were:

L Barclay	(resigned 15 October 2019)
P Newman	(resigned 7 June 2018)
D Williamson	(appointed 4 September 2018, resigned 15 October 2019)
R Bodnum	(appointed 15 October 2019)
K Cronin	(appointed 15 October 2019)
W Knottenbelt	(appointed 15 October 2019)
A Seaman	(appointed 15 October 2019)

This report has been approved by the board of directors and signed by order of the board:



Adrienne Seaman  
Director

19 November 2019

**CAPITAL SHIPBROKING LIMITED**  
**STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2019**

Company Number: 6400103

The directors present their strategic report and the unaudited financial statements of the Company for the year ended 31 March 2019.

**BUSINESS REVIEW AND FUTURE DEVELOPMENTS**

The directors consider that the year-end financial position was satisfactory and do not anticipate any changes to the principal activities.

**RESULTS**

The net assets of the Company are \$1 (2018: \$1).

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Company's risk profile and financial risk management policies are disclosed in note 2 to the financial statements.

**KEY PERFORMANCE INDICATORS**

The directors of the Company's ultimate parent, CME Group Inc., manage the operations of the group that it heads (the 'Group') on a divisional basis. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. Details of the key performance indicators of the Group can be found in the Group's Annual Report, which does not form part of this report.

This report has been approved by the board of directors and signed by order of the board:



Adrienne Seaman  
Director

19 November 2019

**CAPITAL SHIPBROKING LIMITED**  
**BALANCE SHEET AS AT 31 MARCH 2019**

Company Number: 6400103

		<u>As at</u> <u>31/03/2019</u>	<u>As at</u> <u>31/03/2018</u>
		\$	\$
<b>Non-current assets</b>			
Investment in subsidiary	5	1	1
		<u>1</u>	<u>1</u>
<b>Total assets</b>		<u>1</u>	<u>1</u>
<b>Net assets</b>		<u>1</u>	<u>1</u>
<b>Equity</b>			
Share capital	6	1	1
<b>Total equity</b>		<u>1</u>	<u>1</u>

The notes on pages 5 to 7 are an integral part of these financial statements.

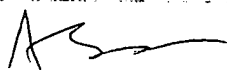
The Company was dormant throughout the year ended 31 March 2019 and entitled to an exemption under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for:

- (i) ensuring the Company keeps accounting records which comply with section 386 of the Companies Act 2006; and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with section 393 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company.

The financial statements on pages 3 to 7 were approved by the board of directors on 19 November 2019 and were signed on its behalf by:



Adrienne Seaman  
Director

**CAPITAL SHIPBROKING LIMITED**  
**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019**

	<u>Share capital (note 6)</u> \$	<u>Total equity</u> \$
As at 1 April 2017	1	1
As at 31 March 2018	<u>1</u>	<u>1</u>
As at 31 March 2019	<u><u>1</u></u>	<u><u>1</u></u>

The notes on pages 5 to 7 are an integral part of these financial statements.

Share capital

The balance classified as share capital includes the nominal value of the proceeds on issue of the Company's share capital, comprising £1 ordinary shares.

# **CAPITAL SHIPBROKING LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019**

### **1. PRINCIPAL ACCOUNTING POLICIES**

#### **a) Basis of preparation**

The financial statements have been prepared under the historical cost convention in accordance with IFRS adopted by the EU, IFR Interpretations Committee ('IFRIC') and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS and therefore comply with Article 4 of the EU IAS Regulation. The financial statements are prepared in US dollars, which is the presentation currency of the Company. The accounting policies have been applied consistently other than where new policies have been adopted.

During the year, the Company did not trade on its own account and therefore has not prepared an income or cash flow statement. The Company had no employees and annual filing fees were borne by a fellow subsidiary company of CME Group Inc.

The financial statements have been prepared on a going concern basis.

#### **b) Investment in subsidiaries**

Investments comprise equity shareholdings. These investments are recorded at historical cost less provision for any impairment in their values. Dividend income is recognised upon receipt and interest when receivable.

A subsidiary is an entity over which the Company has control. Control exists where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

#### **c) Intercompany balances**

Intercompany balances are shown in accordance with the netting agreement, which allows netting of bilateral intercompany balances within entities that are party to the netting agreement.

#### **d) Share capital**

Ordinary shares are classified as equity. Dividends are recognised as deductions from retained earnings in the period in which they are declared.

#### **e) Functional currency**

The directors have concluded that the most appropriate functional currency of the Company is United States Dollars ('USD'). This reflects the fact that the majority of the entity's business is influenced by pricing in international shipping markets, with a predominately US Dollar denominated economic environment, and that the majority of revenue is invoiced in US Dollars.

# CAPITAL SHIPBROKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 2. FINANCIAL RISK MANAGEMENT

#### *Financial risk factors*

As at 31 March 2019, the overall financial risk management framework, strategy and policies of the Company were determined by the board of its ultimate parent company, CME Group Inc. It does this through the board committee and also by regional and market risk committees. The Company does not manage its own financial risk framework.

The Company's considers a variety of financial risks relative to its activities including foreign exchange, interest rate, price, credit, liquidity and fair value risk.

#### *Financial assets and liabilities*

The Company's financial assets are classified as loans and receivables. None of the Company's financial liabilities are held for trading.

#### *Market risk*

##### Foreign exchange risk

Transactional exposure arises from administrative and other expenses and remittance of funds in currencies other than the Company's functional currency of USD.

##### Interest rate risk

The Company's financial assets are non-interest bearing.

##### Price Risk

The Company's activities do not expose it to price risk.

#### *Credit risk*

Credit risk arises from the potential that a counterparty is unable or unlikely to perform on an obligation resulting in a loss for the Company. The Company has no significant concentrations of credit risk.

#### *Liquidity risk*

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and ensuring the availability of funding through an adequate amount of committed credit. This is important to ensure that the Company can meet all present and future financial obligations as they fall due and comply with regulatory requirements. The Group monitors free cash resources ensuring that all companies within the Group maintain sufficient resources to finance their operations and that all investments comply with Group policy. This dictates borrowing and investing limits based on an institution's credit rating and the nature of financial instruments that can be held.

The Company's exposure to liquidity risk is not significant.

#### *Fair value*

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The fair values of financial instruments are determined as per the Company's accounting policies.

As at 31 March 2019 there are no assets or liabilities whose carrying value was not a reasonable approximation of its fair value (2018: nil).

# CAPITAL SHIPBROKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 3. KEY ACCOUNTING JUDGEMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The Company makes various judgements in applying its accounting policies and various assumptions and estimates, including about the future, when determining the carrying value of certain assets and liabilities.

As at 31 March 2019 there were no such judgements or assumptions that had a significant effect on the amounts recognised in the financial statements.

### 4. DIRECTORS' REMUNERATION

No fees were paid to the directors in respect of services to the Company during the year (2018: nil).

The directors received no remuneration in the current or prior year in respect of their services as directors of the Company.

### 5. INVESTMENT IN SUBSIDIARIES

	As at 31/03/2019 \$	As at 31/03/2018 \$
As at the beginning of the financial year	1	1
As at the end of the financial year	<u>1</u>	<u>1</u>

At 31 March 2019, the Company's investment in subsidiary was as follows:

Name	Country of incorporation and operation	% held
Capital Shipbrokers LLP	England and Wales	0.0003

### 6. SHARE CAPITAL

	As at 31/03/2019 \$	As at 31/03/2018 \$
Allotted and fully paid:		
1 Ordinary share of £1 (2018: 1)	1	1
	<u>1</u>	<u>1</u>

### 7. RELATED PARTY TRANSACTIONS

The Company's immediate parent is Intercapital No. 1 Limited, which does not prepare consolidated financial statements.

The Company's intermediate parent is NEX International Limited, which does not prepare consolidated financial statements.

The Company's ultimate parent as at 31 March 2019 was CME Group Inc. which is incorporated in the US and headed the largest group of companies of which the Company was a member. CME Group Inc. prepares consolidated financial statements in accordance with US GAAP and copies may be obtained from the Company Secretary, CME Group Inc., 20 South Wacker Drive, Chicago, Illinois, 60606, which is its registered office.