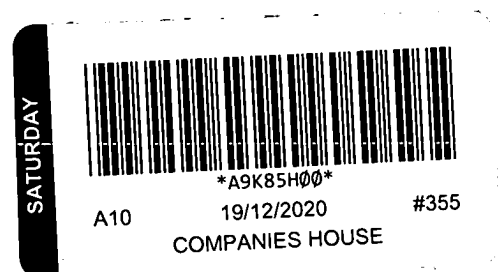


Registered number: 08694012

NORWEGIAN COMPASS LTD

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019



NORWEGIAN COMPASS LTD

COMPANY INFORMATION

Directors	F J Del Rio D S Farkas
Registered number	08694012
Registered office	The St Botolph Building 138 Houndsditch London EC3A 7AR
Independent auditors	BDO LLP Baker Street London W1U 7EU

NORWEGIAN COMPASS LTD

CONTENTS

	Page
Strategic Report	1
Directors' Report	2
Directors' Responsibilities Statement	3
Independent Auditor's Report	4 - 5
Statement of Comprehensive Income	6
Statement of Financial Position	7
Statement of Changes in Equity	8
Statement of Cash Flows	9
Notes to the Financial Statements	10 - 18

NORWEGIAN COMPASS LTD

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

Introduction

The principal activity of the Company during the year is to provide advances to companies within the same group.

Business review

Our primary objective is to provide continued financial support to Norwegian Cruise Line's growing business in a sustainable and cost effective manner.

Results and performance

The results of the Company for the year ended 31 December 2019, as shown on page 6, show a profit for the year of \$11,204,696 (2018 - \$11,494,972). The profits were comprised primarily of interest income. The results of the current year and prior years demonstrate the Company's ability to achieve their primary objective. The profits combined with the entities assets demonstrate the Company's ability to pay obligations as they become due.

Principal risks and uncertainties

Liquidity Risk

In the management of liquidity risk, the Company monitors its cash positioning and obtained funding via principal and interest payments on its notes receivable from group companies.

Credit Risk

The Company has no primary exposure to credit risk, other than amounts due from group companies.

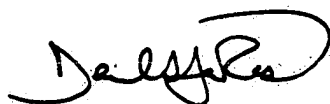
Other Risks

In the management of other risks, the Company follows controls and processes set out by the parent company of the group which is in line with Sarbanes-Oxley (SOX) requirements.

Financial key performance indicators

The key performance indicator used to manage the business is net profit margin.

This report was approved by the board on 8 December 2020 and signed on its behalf.



D S Farkas
Director

NORWEGIAN COMPASS LTD

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

The financial statements have been prepared under, and comply with, the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland."

PRINCIPAL ACTIVITY

The principal activity of the Company was to provide advances to companies within the same group.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to \$11,204,696 (2018 - \$11,494,972).

DIRECTORS

The directors who served during the year and up to the date of the financial statements were:

F J Del Rio
D S Farkas

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

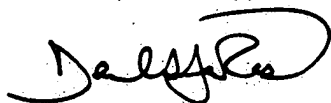
POST BALANCE SHEET EVENTS

The post balance sheet events resulting from the COVID-19 pandemic is a non-adjusting post balance sheet event for the purpose of the company's financial statements. It did not impact the company's operations or the company's financial statements.

AUDITOR

BDO LLP served as the Company's auditor for the year ended December 31, 2019.

This report was approved by the board on 8 December 2020 and signed on its behalf.



D S Farkas
Director

NORWEGIAN COMPASS LTD

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

NORWEGIAN COMPASS LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORWEGIAN COMPASS LTD

OPINION

We have audited the financial statements of Norwegian Compass Limited (the 'company') for the year ended 31 December 2019 which comprise the Statement of comprehensive income, Statement of financial position, Statement of changes in equity, Statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate, or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

OTHER INFORMATION

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

NORWEGIAN COMPASS LTD

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NORWEGIAN COMPASS LTD (CONTINUED)

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- information given in the Strategic report and Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report and Director's report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion;

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

USE OF OUR REPORT

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Michael Simms (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London 8 December 2020

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

NORWEGIAN COMPASS LTD

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

		Year ended 31 December 2019 \$	Year Ended 31 December 2018 \$
	Note		
Administrative expenses		<u>(17,467)</u>	<u>(16,194)</u>
OPERATING LOSS	4	<u>(17,467)</u>	<u>(16,194)</u>
Interest income	6	<u>11,222,163</u>	<u>11,511,166</u>
PROFIT BEFORE TAX		<u>11,204,696</u>	<u>11,494,972</u>
Taxation	7	<u>-</u>	<u>-</u>
PROFIT FOR THE YEAR		<u><u>11,204,696</u></u>	<u><u>11,494,972</u></u>
 TOTAL COMPREHENSIVE INCOME FOR THE YEAR		 <u><u>11,204,696</u></u>	 <u><u>11,494,972</u></u>

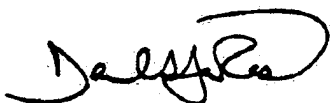
The notes on pages 10 to 18 form part of these financial statements.

NORWEGIAN COMPASS LTD
REGISTERED NUMBER: 08694012

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	\$	2019 \$	2018 \$
CURRENT ASSETS				
Debtors: due after more than one year	9	147,250,000	156,750,000	
Debtors: due within one year	9	11,372,739	11,426,323	
Cash and cash equivalents	10	<u>36,163</u>	<u>38,341</u>	
		158,658,902	168,214,664	
CURRENT LIABILITIES				
Creditors: amounts falling due within one year	11	<u>(93,756)</u>	<u>(78,755)</u>	
NET CURRENT ASSETS			<u>158,565,146</u>	<u>168,135,909</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>158,565,146</u>	<u>168,135,909</u>
NET ASSETS			<u>158,565,146</u>	<u>168,135,909</u>
CAPITAL AND RESERVES				
Share capital	13	145,000,002	165,000,002	
Profit and loss account	14	<u>13,565,144</u>	<u>3,135,907</u>	
TOTAL EQUITY		<u>158,565,146</u>	<u>168,135,909</u>	

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 8 December 2020.



D S Farkas
Director

The notes on pages 10 to 18 form part of these financial statements.

NORWEGIAN COMPASS LTD

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	Share capital \$	Profit and loss account \$	Total equity \$
At 1 January 2019		165,000,002	3,135,907	168,135,909
Profit for the year		-	11,204,696	11,204,696
Dividends: Equity capital		-	(20,775,459)	(20,775,459)
Transfer on cancelled shares		-	20,000,000	20,000,000
Shares cancelled	13	(20,000,000)	-	(20,000,000)
Total transactions with owners		(20,000,000)	(775,459)	(20,775,459)
At 31 December 2019		145,000,002	13,565,144	158,565,146

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Share capital \$	Profit and loss account \$	Total equity \$
At 1 January 2018	165,000,002	7,955,396	172,955,396
Profit for the year	-	11,494,972	11,494,972
Dividends: Equity capital	-	(16,314,461)	(16,314,461)
At 31 December 2018	165,000,002	3,135,907	168,135,909

The notes on pages 10 to 18 form part of these financial statements.

NORWEGIAN COMPASS LTD

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2019

	2019 \$	2018 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year	11,204,696	11,494,972
ADJUSTMENTS FOR:		
Interest income	(11,222,163)	(11,511,166)
Increase in creditors	<u>15,001</u>	<u>880</u>
NET CASH USED IN OPERATING ACTIVITIES	<u>(2,466)</u>	<u>(15,314)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	11,275,747	11,564,749
Receipt of intercompany amounts due	<u>9,500,000</u>	<u>4,750,000</u>
NET CASH GENERATED FROM INVESTING ACTIVITIES	<u>20,775,747</u>	<u>16,314,749</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Increase in amounts owed to group undertakings	-	12,992
Dividends paid	<u>(20,775,459)</u>	<u>(16,314,461)</u>
NET CASH USED IN FINANCING ACTIVITIES	<u>(20,775,459)</u>	<u>(16,301,469)</u>
Net increase/(decrease) in cash and cash equivalents	(2,178)	(2,034)
Cash and cash equivalents at beginning of year	<u>38,341</u>	<u>40,375</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>36,163</u>	<u>38,341</u>

The notes on pages 10 to 18 form part of these financial statements.

NORWEGIAN COMPASS LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. GENERAL INFORMATION

The financial statements are presented in US Dollars (USD), as this is the currency in which the majority of the Company's transactions are denominated.

The Company is a private company limited by shares, incorporated on 17 September 2013 under the laws of the United Kingdom. The address of its registered office is The St Botolph Building, 138 Houndsditch, London, EC3A 7AR.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical costs convention and in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The financial statements contain information about the Company as an individual undertaking, and do not contain consolidated financial information as the parent of a group. The Company is exempt from the requirements to prepare consolidated financial statements as it, and its subsidiaries are consolidated into the financial statements of Norwegian Cruise Line Holdings Limited, a company incorporated in Bermuda and publicly available on www.nclhldinvestor.com.

The following principal accounting policies have been applied:

2.2 Going concern

The financial statements have been prepared on the going concern basis. This contemplates the realisation of assets and liabilities in the ordinary course of business. The assessment of going concern also includes the impact of COVID-19. The interest income and principal payments generated by the Company's current assets are sufficient to meet the Company's current obligations and the Company is not expected to be impacted by the effects of COVID-19. The Group is a going concern with sufficient liquidity to satisfy its obligations over the next twelve months.

2.3 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.4 Cash and cash equivalents

Cash is represented by deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

NORWEGIAN COMPASS LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 Financial Instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Investments in non-convertible preference shares and in non-puttable ordinary and preference shares are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.7 Foreign currencies

Functional and presentation currency

The Company's functional and presentation currency is USD.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.8 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

2.9 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.10 Taxation

Tax is recognised in the Statement of Comprehensive Income, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

**3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION
UNCERTAINTY**

In preparing the financial statements, management is required to make estimates and assumptions which affect reported income, expenses, assets, liabilities and disclosure of contingent assets and liabilities. Use of available information and application of judgement are inherent in the formation of estimates, together with past experience and expectations of future events that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates.

4. OPERATING LOSS

The operating loss is stated after charging:

	2019	2018
	\$	\$
Audit fee	<u>15,001</u>	<u>13,873</u>

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

5. AUDITOR'S REMUNERATION

	2019	2018
	\$	\$
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	<u>15,001</u>	<u>13,873</u>
	<u>15,001</u>	<u>13,873</u>

6. INTEREST INCOME

	2019	2018
	\$	\$
Other interest receivable	<u>11,222,163</u>	<u>11,511,166</u>
	<u>11,222,163</u>	<u>11,511,166</u>

NORWEGIAN COMPASS LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

7. TAXATION

	2019	2018
	\$	\$
UK Corporation tax charge for the year	-	-

UK Income tax is calculated at 19.0% (2018: 19.0%) of the estimated profit for the year.

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than the standard rate of corporation tax in the UK of 19.0% (2018: 19.0%). The differences are explained below:

	2019	2018
	\$	\$
Profit on ordinary activities before tax	<u>11,204,696</u>	<u>11,494,972</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.0% (2018: 19.0%)	2,128,892	2,184,045
Effects of:		
Group relief	<u>(2,128,892)</u>	<u>(2,184,045)</u>
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax changes

There were no factors that may affect future changes.

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

8. DIVIDENDS

	Year ended 31 December 2019 \$	Year ended 31 December 2018 \$
Dividends on Equity Shares	<u>20,775,459</u>	<u>16,314,461</u>

9. DEBTORS

	2019 \$	2018 \$
DUE AFTER MORE THAN ONE YEAR		
Amounts owed by group undertakings	<u>147,250,000</u>	<u>156,750,000</u>

	2019 \$	2018 \$
DUE WITHIN ONE YEAR		
Amounts owed by group undertakings	<u>11,372,739</u>	<u>11,426,323</u>

Amounts owed to group undertakings due within one year include one instalment of \$9,500,000 due on 1 November 2020. The loans carry interest at a rate of 6.75% (2018: 6.75%).

Amounts owed by group companies due after more than one year are being repaid in a final instalment of \$147,250,000 on 1 November 2021. Interest is payable at the rate of 6.75% (2018: 6.75%). None of the debtors are past due or impaired. Amounts are unsecured.

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

10. CASH AND CASH EQUIVALENTS

	2019	2018
	\$	\$
Cash at bank	<u>36,163</u>	<u>38,341</u>

11. CREDITORS: Amounts falling due within one year

	2019	2018
	\$	\$
Accruals	31,001	16,000
Amounts owed to group undertakings	<u>62,755</u>	<u>62,755</u>
	<u>93,756</u>	<u>78,755</u>

12. FINANCIAL INSTRUMENTS

	2019	2018
	\$	\$
Financial assets		
Cash and cash equivalents	36,163	38,341
Amounts owed by group undertakings	<u>158,622,739</u>	<u>168,176,323</u>
	<u>158,658,902</u>	<u>168,214,664</u>
Financial liabilities		
Creditors	<u>(93,756)</u>	<u>(78,755)</u>

NORWEGIAN COMPASS LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

13. SHARE CAPITAL

Shares classified as equity	2019		2018	
	Number	Nominal value \$	Number	Nominal value \$
Authorised, Allotted, called up and fully paid				
145,000,000 Ordinary shares of \$1 each (2018: 165,000,000 Ordinary shares of \$1 each)	145,000,000	145,000,000	165,000,000	165,000,000
1 Ordinary share of £1 each	1	2	1	2
	<u>145,000,001</u>	<u>145,000,002</u>	<u>165,000,001</u>	<u>165,000,002</u>

20,000,000 Ordinary shares were cancelled on 20 November 2019.

14. RESERVE

Profit and Loss

Profit and loss include all current year and prior period retained profit.

15. RELATED PARTY TRANSACTIONS

In accordance with FRS 102 section 33.1A the Company has taken advantage of the exemption available not to disclose details of transactions entered into between wholly owned subsidiaries. Amounts owed by and to group undertakings are disclosed in notes 9 and 11 respectively.

Key management personnel compensation in the year totalled \$Nil (2018: \$Nil).

16. FINANCIAL RISK MANAGEMENT

Norwegian Cruise Line Holdings Limited has overall responsibility for the establishment and oversight of the Company's risk management framework. The Group is responsible for developing and monitoring the Group's risk management strategy and policies.

17. CONTROLLING PARTY

The Company is a subsidiary undertaking of NCL Corporation Ltd., a company incorporated in Bermuda.

The ultimate parent undertaking is Norwegian Cruise Line Holdings Limited a public company incorporated in Bermuda, and its registered office is Park Place, 3rd Floor, 55 Par-la-Ville Road, Hamilton HM 11, Bermuda. These group accounts are publicly available on www.nclhldinvestor.com.

18. EVENTS AFTER THE END OF THE REPORTING PERIOD

The subsequent events resulting from the COVID-19 pandemic is a non-adjusting post balance sheet event for the purpose of the Company's financial statements. It did not impact the Company's operations or the Company's financial statements.