VAN STEENDEREN MAINPORTLAWYERS

Van den Herik & Verhulst ADVOCATEN

[informal translation from Dutch]

# COMBINED PUBLIC 3rd REPORT PURSUANT TO ARTICLE 73A DUTCH BANKRUPTCY ACT IN THE MATTER OF

# FLINTER GROEP

Flinter

| | | |
|---|---|---|
| **Bankruptcy judges** | : | **W.J. Roos-van Toor and V.M. de Winkel** |
| **Administrators/trustees** | : | **A.J. van Steenderen and C. van den Bergh** |
| **Reporting period** | : | **7 March 2017 through 31 May 2017** |
| **Previous reports** | : | **Second report dated 9 March 2017** |
| **Date of report** | : | **12 June 2017** |

***Amendments with regard to the second report are italicised***

*This liquidation report contains a representation of facts become known to the trustee, as well as the trustee's preliminary views thereon. Third parties may not derive rights from the contents of this report. The trustee accepts no liability for any inaccuracies and/or incompleteness to be found in this report.*

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VAN STEENDEREN MAINPORTLAWYERS

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## I. PRELIMINARY COMMENTS

This report is the first combined public report of the administrators/trustees in the moratoriums on payments/bankruptcies of the legal entities mentioned herein below, jointly also called "Flinter".

The bankruptcies declared during the second reporting period have been italicised in the overview below.

| Name of company | Date of moratorium | Date of bankruptcy | Reference |
|---|---|---|---|
| Flinter Groep B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/557 F |
| Flinter Management B.V. | 19-Oct-16 | | C/10/16/12 S |
| Flinter Shipping B.V. | 19-Oct-16 | | C/10/16/13 S |
| Flinter America N.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/558 F |
| Flinter Arctic N.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/559 F |
| Flinter Rose N.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/560 F |
| Flinterbothnia II B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/561 F |
| Flinter Gerarda II B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/562 F |
| Flinter Orcana II B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/563 F |
| Flinterspirit III B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/564 F |
| Flintersun III B.V. | 19-Oct-16 | 09-Nov-16 | C/10/16/565 F |
| Flinter Agencies B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/566 F |
| Flinter Groningen B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/567 F |
| Flinter Real Estate B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/568 F |
| Flinter Shared Services B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/569 F |
| Flinter Participaties B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/570 F |
| Flinter Timechartering B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/571 F |
| Flinter Newbuilding and Brokerage B.V. | 21-Oct-16 | 09-Nov-16 | C/10/16/572 F |
| CRS Rebecca B.V. | 24-Oct-16 | 09-Nov-16 | C/10/16/573 F |
| Flinter Chartering B.V. | 25-Oct-16 | 09-Nov-16 | C/10/16/574 F |
| Flinter Bareboat B.V. | 25-Oct-16 | 09-Nov-16 | C/10/16/575 F |
| C.V. Scheepvaartonderneming Flintersky II | 26-Oct-16 | 09-Nov-16 | C/10/16/576 F |
| Flintersky B.V. | 26-Oct-16 | 09-Nov-16 | C/10/16/577 F |
| Flinterdijk II B.V. | 02-Nov-16 | 09-Nov-16 | C/10/16/578 F |
| Flinterduin II B.V. | 02-Nov-16 | 09-Nov-16 | C/10/16/579 F |
| Flinter Rebecca B.V. | | 21-Nov-16 | C/10/16/599 F |
| Flinter Pioneer B.V. | | 21-Nov-16 | C/10/16/600 F |
| Flinter Rachel B.V. | | 21-Nov-16 | C/10/16/601 F |
| Flintermar B.V. | | 23-Nov-16 | C/10/16/612 F |
| Flinterland B.V. | | 23-Nov-16 | C/10/16/611 F |
| Flinter Aland N.V. | 25-Nov-16 | | C/10/16/37 S |
| Flinter Trader N.V. | 25-Nov-16 | | C/10/16/38 S |
| Flinter Tide N.V. | 25-Nov-16 | | C/10/16/39 S |
| Flinter Atlantic N.V. | 25-Nov-16 | | C/10/16/40 S |
| Flinterbirka B.V. | | 30-Nov-16 | C/10/16/637 F |
| Flinterbright B.V. | | 29-Nov-16 | C/10/16/618 F |
| Flinterbay B.V. | | 29-Nov-16 | C/10/16/619 F |

| | | | |
|---|---|---|---|
| C.V. Scheepvaartonderneming Flinter | | 5-Jan-17 | C/10/17/11 F |
| C.V. Scheepvaartonderneming Flinter | | 5-Jan-17 | C/10/17/9 F |
| C.V. Scheepvaartonderneming Flinter | | 5-Jan-17 | C/10/17/10 F |
| C.V. Scheepvaartonderneming Flinterbirka | | 5-Jan-17 | C/10/17/13 F |
| Flinterstream B.V. | | 31-Jan-17 | C/10/17/58 F |

On account of the interconnectedness of the activities of Flinter, a combined report has been prepared, which includes the reports for the period of the moratorium on payments of various companies belonging to Flinter.

The report contains a representation of facts become known to the administrators/trustees. The information provided to the administrators/trustees is the subject of further investigation. The administrators/trustees note that it may become apparent at a later stage that information mentioned in this report must be adjusted. Accordingly, no conclusion may as yet be drawn about the completeness and correctness of the data included in this report.

No attempt is made with this report to account for the condition of the estate or to provide complete insight.

No rights can be derived from this and subsequent reports. The administrators/trustees accept no liability for any inaccuracies in and/or incompleteness of the report.

This report and the subsequent reports will be published in Dutch and (with some delay) in English. The Dutch version will prevail. This report is identical to the report submitted digitally.

## II. GENERAL INFORMATION

Flinter Groep B.V. is the holding company of the shipping company operating under the name "Flinter" ("Flinter"). Flinter is a shipping company of medium size that used to be active as a provider of sea transport and vessel management services. Flinter's fleet consisted of multipurpose and container feeder vessels, varying in size from 3,000 to 11,000 tonnes. At the time of the bankruptcy Flinter owned 28 vessels (partly through a participation). The navigation area comprised the Atlantic region and the east coast of America and South America.

Flinter was in charge of the management of approximately 50 vessels, including those belonging to the Flinter fleet. In addition to the commercial management (chartering), Flinter also carried out the technical and crewing management (maintenance, provisioning, ISM, crewing and certification) of the vessels.

Flinter was also active as an initiator of investment projects for the new construction or purchase of vessels; as such, it would seek investors and ensure that contacts between those investors and the shipping companies belonging to Flinter Groep were maintained.

Flinter is established in an office building on the A29 motorway, at Krakau 3, Barendrecht. Flinter also used to have offices in Istanbul, Gdynia (Poland), Antwerp and Vaasa (Finland). The administrative

organisation employs 65 people. A total of 400 seafarers are involved – salaried or otherwise – in the shipping companies affiliated to Flinter.

The office staff and 54 seafarers are employed with Flinter Shared Services B.V. Most of the other seafarers are employed with foreign crewing agents.

## III. HISTORY

The company started in 1989 in Groningen, with the purchase of the 3,000-tonne multipurpose vessel MV Flinterborg. From its incorporation onward, Flinter grew steadily. In 2000, Flinter took over Rotterdam freighting and forwarding office Ancora Shipping. In 2006 the companies were merged and the merged company continued under the Flinter name as a provider of sea transport and vessel management services in the newly set up office at Barendrecht.

Over the years, Flinter brought 7 vessels on the market. These vessels were financed with loans taken out with several banks and financial institutions and were partly financed by private investors. In connection with those investment projects, many shipping companies were incorporated as limited partnerships, with general partners in the shape of private and public limited companies. The legal structure was inspired mainly by tax motives. The management of the shipping companies was carried out by the subsidiary company of Flinter Groep B.V., Maas Participaties B.V.

Some 4,000 private investors participated in the shipping companies; jointly, they invested a total of around EUR 120 million in the Flinter fleet.

Flinter undertook the convening and facilitation of the general members' meetings of the shipping companies. With a view to the communication between the investors and Flinter, participants' committees were appointed as advisory and consultation bodies, to supervise the investors' interests.

## IV. MARKET CIRCUMSTANCES

From around 2008, there has been a worldwide slump in the large shipping sector, with cargo vessel overcapacity and a shortfall in cargo supply, resulting in lower freight rates. According to its management, Flinter has also been affected by the consequences of this slump. As a result, the operation of cargo vessels has been (greatly) loss-making in recent years.

In the past years, Flinter implemented various restructurings. In 2005, ING Bank made a credit facility available to Flinter. The restructurings took place in consultation with ING Bank. In 2013, for example, a part of the fleet that was being financed by ING Bank was placed in a company incorporated for that purpose, Flinter Fleet Holding B.V. This concerned nine vessels: the Flinter America, Flinter Arctic, Flinter Rose, Flinterbothnia, Gerarda, Orcana, Flinterspirit, Flintersun and Flinterstar. Flinter Fleet Holding B.V. received 100% of the shares of the single-purpose ship owners of the said vessels, after which the general partners acquired ownership percentages varying from between 7 to 15% from Flinter Fleet Holding B.V. In the years that followed, various talks were held with ING Bank on the principle of safeguarding the continuity of Flinter's activities.

Halfway through 2016, after the management had ordered for a quick scan of the organisation to be made by a third party at the instigation of ING Bank, a far-reaching restructuring of personnel took place. In the context of this restructuring, ING Bank relinquished the grounds for calling in the financing provided to Flinter for a period up to 1 October 2016.

On 3 October 2016 ING Bank announced that the credit facilities would not be continued. Subsequently, by letters of 12 October 2016 ING Bank cancelled and called in the financing provided. Under those circumstances, the management of Flinter Groep B.V. and several subsidiaries were forced to apply for a moratorium on payments, on 19 October 2016.

In the context of calling in and cancelling the credit, ING Bank blocked the bank accounts held by Flinter with this banking institution, which also included the bank accounts held by Flinter Shipping B.V. and the bank accounts held for the benefit of the vessels whose earnings and expenditure were shared between them in the geared pool and the gearless pool, respectively, as set up by Flinter. The vessels that participated in those shipping pools were not just financed by ING Bank but also by other banking institutions: Bremer Landesbank, Rabobank, ABN AMRO Bank and Cat Finance. Now that the freight monies could no longer be paid, the shipping companies participating in the pools could no longer meet their obligations vis-á-vis the financing banks, which led to also Bremer Landesbank, Rabobank, ABN AMRO Bank and Cat Finance cancelling and calling in their loans.

## V. PERIOD AS FROM 18 OCTOBER 2016

After a moratorium on payments was granted to Flinter Groep B.V. and several subsidiaries on 19 October 2016, Flinter's activities were continued where possible, with a view to a possible relaunch. In consultation with the financing banks, the administrators conducted a sales procedure. Prospective purchasers received a Memorandum Invitation to Tender Procedure Flinter Groep. Several of them made a bid by sending in the Tender Document; however, the bids received were not acceptable to the financing banks. The banks rely on valuations made on their behalf in this respect; by now, several banks have decided on a public sale of the vessels mortgaged to them.

On 7 December 2016, by orders of Rabobank an auction took place of the first Flinter vessel, MV Flinterbirka. On 13 December 2016, also by orders of Rabobank MV Flinterstream will be auctioned. At the instructions of ING Bank, the MVs Flinterbothnia, Orcana, Flintersun, Flinterspirit, Flinter America, Flinter Rose, Gerarda and Flintersky are to be auctioned on 19 December 2016. Accordingly, a comprehensive liquidation of Flinter has become inevitable.

Since it turned out that there was no prospect of satisfying the creditors in the manner provided in Article 242 Dutch Bankruptcy Act, on 8 November 2016 the administrators asked the District Court to cancel the moratoria on payments and to declare the bankruptcy of the legal entities in question. This did not apply to the moratoria on payments granted to Flinter Shipping B.V. and Flinter Management B.V., since the management activities were continued by these companies. By now, the management of nearly all the vessels belonging to the Flinter fleet has been transferred to other managers. In the short term, also the moratoria on payments granted to Flinter Shipping B.V. and Flinter Management B.V. will be converted into bankruptcies.

## VI. COOLING-OFF PERIOD

The bankruptcy judges have ordered a cooling-off period of two months in all the provisionally granted moratoria on payments or bankruptcies. During this cooling-off period, third parties are unable to demand the surrender of their goods as held in the custody of either the administrator/trustee or the party subject to a moratorium/bankruptcy, other than by authorisation of the bankruptcy judge.

## VII. REPORT IN CONFORMITY WITH THE RECOFA GUIDELINES (DEBT MANAGEMENT ACT)

### 1. Taking stock

1.1 Management and organisation

Organisational charts of Flinter Groep B.V. and Flinter Fleet Holding B.V. are attached to this report (**annexes 1 and 2**).

The overview below shows the details of the statutory directors of the companies that were granted moratoria on payments or were declared bankrupt.

| Name of company | Statutory director |
|---|---|
| Flinter Groep B.V. | Flinter Beheer B.V. |
| Flinter Management B.V. | Flinter Beheer B.V. |
| Flinter Shipping B.V. | Flinter Beheer B.V. |
| Flinter America N.V. | Flinter America B.V. |
| Flinter Arctic N.V. | Flinter Arctic B.V. |
| Flinter Rose N.V. | Flinter Rose B.V. |
| Flinterbothnia II B.V. | Maas Participaties B.V. |
| Flinter Gerarda II B.V. | Maas Participaties B.V. |
| Flinter Orcana II B.V. | Maas Participaties B.V. |
| Flinterspirit III B.V. | Maas Participaties B.V. |
| Flintersun III B.V. | Maas Participaties B.V. |
| Flinter Agencies B.V. | Flinter Beheer B.V. |
| Flinter Groningen B.V. | Flinter Beheer B.V. |
| Flinter Real Estate B.V. | Flinter Beheer B.V. |
| Flinter Shared Services B.V. | Flinter Beheer B.V. |
| Flinter Participaties B.V. | Flinter Beheer B.V. |
| Flinter Timechartering B.V. | Flinter Beheer B.V. |
| Flinter Newbuilding and Brokerage B.V. | Flinter Beheer B.V. |
| CRS Rebecca B.V. | Maas Participaties B.V. |
| Flinter Chartering B.V. | Flinter Beheer B.V. |
| Flinter Bareboat B.V. | Flinter Beheer B.V. |
| C.V. Scheepvaartonderneming Flintersky II | Flintersky B.V. |
| Flintersky B.V. | Maas Participaties B.V. |
| Flinterdijk II B.V. | Maas Participaties B.V. |
| Flinterduin II B.V. | Maas Participaties B.V. |
| Flinter Rebecca B.V. | Maas Participaties B.V. |
| Flinter Pioneer B.V. | Maas Participaties B.V. |

| | |
|---|---|
| Flinter Rachel B.V. | Maas Participaties B.V. |
| Flintermar B.V. | Maas Participaties B.V. |
| Flinterland B.V. | Maas Participaties B.V. |
| Flinter Aland N.V. | Flinter Aland B.V. |
| Flinter Trader N.V. | Flinter Trader B.V. |
| Flinter Tide N.V. | Flinter Tide B.V. |
| Flinter Atlantic N.V. | Flinter Atlantic B.V. |
| Flinterbirka B.V. | Maas Participaties B.V. |
| Flinterbright B.V. | Maas Participaties B.V. |
| Flinterbay B.V. | Maas Participaties B.V. |
| C.V. Scheepvaartonderneming Flinter | Flinter Pioneer B.V. |
| C.V. Scheepvaartonderneming Flinter | Flinter Rachel B.V. |
| C.V. Scheepvaartonderneming Flinter | Flinter Rebecca B.V. |
| C.V. Scheepvaartonderneming Flinterbirka | Flinterbirka B.V. |
| Flinterstream B.V. | Dobbe Otto CVA |

1.2 Profit and loss

The overview below shows the key financial results of the legal entities in 1.1 above, for financial years 2013/2014 and 2014/2015. These financial data were derived from the annual accounts (consolidated or otherwise) received by the trustees.

The key financial results with regard to 2016 are noted in the second bankruptcy report in italics. These data were derived from the balance sheet columns for the 2016 financial year received by the trustees. Furthermore, the key financial data have been noted of the legal entities declared bankrupt during the second reporting period.

Flinter Groep B.V consolidated figures

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 41,206,000 | € 1,564,000 (loss) | € 48,255,000 |
| 2014 | € 37,056,000 | € 1,460,000 (profit) | € 34,194,000 |
| 2015 | € 24,084,000 | € 1,268,000 (profit) | € 31,962,000 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Not prepared | Not prepared | Not prepared |

Flinter Groep B.V unconsolidated figures

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Under investigation | € 1,175,000 (loss) | € 49,117,000 |
| 2014 | Under investigation | € 1,664,000 (profit) | € 44,418,000 |
| 2015 | Under investigation | € 1,268,000 (profit) | € 46,681,000 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 64,628 (loss, exclusive participations) | € 46,521,906 |

Flinter Management B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 6,410,448 | € 1,538,550 (profit) | € 5,865,076 |
| 2014 | € 6,416,581 | € 961,153 (profit) | € 7,546,711 |
| 2015 | € 7,556,040 | € 1,359,970 (profit) | € 10,488,647 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 5,027,686 | € 782,786 (profit) | € 9,780,919 |

Flinter Shipping B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 10,539,773 | € 1,622,294 (profit) | € 25,496,246 |
| 2014 | € 8,514,551 | € 1,112,273 (profit) | € 24,048,592 |
| 2015 | € 8,364,421 | € 630,881 (profit) | € 23,647,881 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 6,064,652 | € 875,651 (profit) | € 27,941,347 |

Flinter America N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 3,712,380 | € 868,732 (loss) | € 13,336,461 |
| 2014 | € 3,540,770 | € 369,827 (profit) | € 13,035,595 |
| 2015 | € 3,202,065 | € 576,419 (loss) | € 12,431,897 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,177,985 | € 510,095 (loss) | € 12,771,327 |

Flinter Arctic N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 3,510,152 | € 837,368 (loss) | € 13,735,411 |
| 2014 | € 4,019,522 | € 316,073 (profit) | € 13,236,040 |
| 2015 | € 3,157,347 | € 611,250 (loss) | € 12,583,207 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,137,954 | € 409,196 (loss) | € 12,251,995 |

Flinter Rose N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 2,473,198 | € 323,271 (loss) | € 7,493,634 |
| 2014 | € 2,523,794 | € 168,572 (profit) | € 7,298,828 |
| 2015 | € 2,277,325 | € 165,159 (loss) | € 7,073,517 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 792,286 | € 195,592 (loss) | € 7,473,537 |

Flinterbothnia II B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 430,808 | € 371,013 (loss) | € 3,524,092 |
| 2014 | € 2,192,064 | € 203,760 (loss) | € 3,340,235 |
| 2015 | € 1,900,690 | € 266,464 (loss) | € 3,140,779 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 471,593 | € 478,245 (loss) | € 3,415,905 |

Flinter Gerarda II B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 593,443 | € 169,040 (loss) | € 5,522,294 |
| 2014 | € 2,639,004 | € 282,703 (loss) | € 5,482,947 |
| 2015 | € 1,955,031 | € 304,187 (loss) | € 5,217,932 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 614,384 | € 755,421 (loss) | € 5,228,993 |

Flinter Orcana II B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 565,967 | € 373,600 (loss) | € 5,539,098 |
| 2014 | € 2,338,707 | € 292,245 (loss) | € 5,311,893 |
| 2015 | € 2,116,948 | € 377,284 (loss) | € 5,021,718 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 700,955 | € 501,469 (loss) | € 5,344,741 |

Flinterspirit III B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 212,341 | €115,346 (loss) | € 6,048,681 |
| 2014 | € 2,472,812 | € 330,220 (loss) | € 5,158,267 |
| 2015 | € 2,906,273 | € 179,282 (loss) | € 4,915,182 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 716,529 | € 782,694 (loss) | € 4,905,432 |

Flintersun III B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 661,615 | € 422,293 (loss) | € 7,697,621 |
| 2014 | € 3,672,113 | € 515,161 (loss) | € 7,379,308 |
| 2015 | € 2,054,502 | € 1,281,323 (loss) | € 7,019,778 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,014,197 | € 680,991 | € 7,346,328 |

Flinter Agencies B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Under investigation | € 90,075 (profit) | € 486,899 |
| 2014 | € 136,906 | € 34,542 (profit) | € 529,595 |
| 2015 | € 85,051 | € 18,223 (profit) | € 560,850 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 293,921 | € 54,137 (profit) | € 630,174 |

Flinter Groningen B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | € 1,994,062 (loss) | € 13,778,720 |
| 2014 | Nil | € 285,648 (profit) | € 12,642,385 |
| 2015 | Nil | € 190,593 (profit) | € 12,832,963 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 235 (profit, exclusive participations) | € 12,286,882 |

Flinter Real Estate B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 466,090 | Nil | € 3,756,850 |
| 2014 | € 440,196 | Nil | € 3,592,717 |
| 2015 | € 378,612 | Nil | € 3,425,239 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 243,828 | € 21,071 (loss) | € 3,281,314 |

Flinter Shared Services B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 5,620,966 | € 291,407 (loss) | € 38,529,941 |
| 2014 | € 6,212,361 | € 5,892,084 (loss) | € 28,288,251 |
| 2015 | € 5,914,385 | € 368,010 (loss) | € 22,010,176 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 3,753,751 | € 726,554 (loss) | € 53,011,950 |

Flinter Participaties B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | € 1,386,629 (loss) | € 3,573,964 |
| 2014 | Nil | € 5,859,552 (profit) | € 4,266,515 |
| 2015 | Nil | € 1,001,620 (loss) | € 4,721,763 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 51,664 (loss, exclusive participations) | € 4,323,409 |

Flinter Timechartering B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | € 432 (loss) | € 239,113 |
| 2014 | Nil | € 157 (profit) | € 238,282 |
| 2015 | Nil | € 175 (profit) | € 238,445 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 104 (loss) | € 238,549 |

Flinter Newbuilding and Brokerage B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | € 187,230 (loss) | € 169,284 |
| 2014 | Nil | € 95,504 (loss) | € 71,998 |
| 2015 | Nil | € 39 (loss) | € 93,925 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 56 (loss) | € 986 |

CRS Rebecca B.V. (incorporated 23 May 2014)

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2014 | $ 2,297,863 | $ 105,126 (loss) | $ 2,499,057 |
| 2015 | $ 4,959,803 | $228,948 (profit) | $ 2,046,799 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | $ 1,263,925 | $ 409,358 (loss) | $ 1,614,653 |

Flinter Chartering B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Under investigation | € 425,787 (profit) | € 5,376,055 |
| 2014 | € 7,828,024 | € 340,033 (profit) | € 5,174,474 |
| 2015 | € 4,786,940 | € 384,924 (profit) | € 5,260,879 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 3,632,681 | € 754,118 (profit) | € 6,031,577 |

Flinter Bareboat B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 11,945,972 | € 572,769 (loss) | € 986,331 |
| 2014 | € 7,859,426 | € 422,259 (loss) | € 311,010 |
| 2015 | € 837,382 | € 12,411 (profit) | € 68,728 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | € 6,077 (profit) | € 9,336 |

C.V. Scheepvaartonderneming Flintersky II

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 3,817,236 | € 796,203 (loss) | € 7,954,194 |
| 2014 | € 3,056,632 | € 742,174 (loss) | € 8,061,030 |
| 2015 | € 2,704,097 | € 893,883 (loss) | € 6,810,567 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 982,635 | € 758,415 (loss) | € 7,423,174 |

Flintersky B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 18,151 |
| 2014 | Nil | Nil | € 15,862 |
| 2015 | Nil | Nil | € 15,862 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 15,862 |

Flinterdijk II B.V. (incorporated 2 August 2016)

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 245,580 | € 194,810 (loss) | € 4,091,743 |

Flinterduin II B.V. (incorporated 2 August 2016)

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 110,244 | € 378,313 (loss) | € 3,974,622 |

Flinter Rebecca B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 17,880 |
| 2014 | Nil | Nil | € 16,573 |
| 2015 | Nil | Nil | € 16,573 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 16,573 |

Flinter Pioneer B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 15,855 |
| 2014 | Nil | Nil | € 15,855 |
| 2015 | Nil | Nil | € 15,855 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 15,855 |

Flinter Rachel B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 16,573 |
| 2014 | Nil | Nil | € 16,573 |
| 2015 | Nil | Nil | € 16,573 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 16,573 |

Flintermar B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 18,151 |
| 2014 | Nil | Nil | € 18,151 |
| 2015 | Nil | Nil | € 18,151 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 1,.151 |

Flinterland B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 18,151 |
| 2014 | Nil | Nil | € 18,151 |
| 2015 | Nil | Nil | € 18,151 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 18.151 |

Flinter Aland N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 3,796,828 | € 569,203 (loss) | € 13,810,312 |
| 2014 | € 3,880,210 | € 685,370 (profit) | € 13,171,597 |
| 2015 | € 2,937,607 | € 447,746 (loss) | € 12,664,920 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,276,267 | € 734,882 (loss) | € 13,255,758 |

Flinter Trader N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 2,782,511 | €322,425 (profit) | € 12,320,896 |
| 2014 | € 2,947,300 | € 112,787 (profit) | € 11,572,967 |
| 2015 | € 2,365,999 | € 246,247 (loss) | € 11,095,013 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,047,127 | € 546,056 (loss) | € 11,752,727 |

Flinter Tide N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 3,393,586 | € 296,517 (profit) | € 12,320,878 |
| 2014 | € 3,019,264 | € 77,768 (profit) | € 11,591,351 |
| 2015 | € 1,688,409 | € 393,288 (loss) | € 11,069,522 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,073,388 | € 634,268 (loss) | € 11,791,771 |

Flinter Atlantic N.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | € 4,072,884 | €498,342 (loss) | € 13,775,694 |
| 2014 | € 3,756,688 | € 1,006,881 (profit) | € 13,111,266 |
| 2015 | € 3,427,803 | € 695,433 (loss) | € 12,579,521 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | € 1,222,354 | € 417,723 (loss) | € 13,187,792 |

Flinterbirka B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 18,009 |
| 2014 | Nil | Nil | € 18,009 |
| 2015 | Nil | Nil | € 18,009 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 18,009 |

Flinterbright B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 16,573 |
| 2014 | Nil | Nil | € 16,544 |
| 2015 | Nil | Nil | € 16,544 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 16,544 |

Flinterbay B.V.

| Year | Revenue | Result | Balance sheet total |
|---|---|---|---|
| 2013 | Nil | Nil | € 20,559 |
| 2014 | Nil | Nil | € 20,559 |
| 2015 | Nil | Nil | € 20,559 |
| 2016 | Under investigation | Under investigation | Under investigation |
| 2016 | Nil | Nil | € 20,559 |

1.3 Ongoing litigation proceedings

As far as the administrators/trustees are aware, Flinter is party to the following legal proceedings:

Flinter Shared Services B.V., Flinter Management B.V. and 13 other Flinter companies/Coöperatieve Rabobank U.A.

On 16 March 2016, the District Court of Rotterdam rendered judgment in the case with case and cause list number C/10/461757/HA ZA 14-1055 between the Flinter companies as claimants and Rabobank as defendant. The District Court rejected the claim, ordering Flinter et al. to pay the costs. The essence of the dispute between the parties regards the question whether Rabobank has violated its duty of due care vis-à-vis the Flinter companies through the manipulation of the Euribor interest by its (Rabobank's) employees, at any rate, whether the interest swap agreements between the parties are revocable on account of (mutual) error. Flinter has filed an appeal from this judgment. The statement of appeal is on the cause list for 13 December 2016.

The trustees have requested The Hague Court of Appeal to stay the case on the docket of 13 December 2016. The trustees did not yet have access to the complete litigation file and, in order to determine a position with regard to the continuation of the proceedings, required further information with regard to the backgrounds of the proceedings. Moreover, the trustees still needed to consult with ING Bank, which has a right of pledge on the claim. However, The Hague Court of Appeal has rejected the trustees' request and automatically struck off the case. A definitive position with regard to the restart and continuation of the proceedings has not yet been determined.

Flinterstar III B.V./Owners Al Oraiq

This concerns litigation between the owners of the Flinterstar and the Al Oraiq, in respect to a collision that took place on the North Sea near Zeebrugge on 6 October 2015.

Flinterstar III B.V. is not bankrupt, so the estates of the bankrupt companies are not involved in the proceedings ongoing between Flinterstar III B.V. and the Owners Al Oraiq. Flinter Shipping B.V. and Flinter Group B.V. are involved in proceedings related to the collision between the MV Flinterstar and the MV Al Oraiq. It concerns proceedings initiated by the Belgian State, the Flemish Region and the Flemish Community regarding the costs of wreckage removal. Furthermore, Flinter Shipping B.V. and Flinter Group B.V. have been summoned by the Belgian State on 19 December 2016. In these proceedings, the Belgian State claims compensation for the damage resulting from pollution from bunker oil after the collision. Besides Flinter Shipping B.V. and Flinter Group B.V., the Owners Al Oraiq were summoned by the Belgian State. These proceedings will take place on 6 April 2017.

*As indicated in the previous report, the Belgian State, the Flemish Region and the Flemish Community brought proceedings against Flinter Shipping B.V. and Flinter Groep B.V., among others, in respect to wreck clearing costs.*

*The Belgian Government started to clear the wreck of the sunken vessel Flinterstar in its official capacity. Limitation of liability had been invoked on behalf of Flinterstar's owner. In the matter at hand, the Belgian government had ordered both the owner of the Flinterstar and the owner of the Al Oraiq to remove the wreck of the Flinterstar. The Court of Appeals in Ghent had decided that the Belgian Government was rightly taking the position that a vessel's owner can be obliged to clear a wrecked vessel, even if that owner had limited its liability. Flinterstar III B.V., Flinter Shipping B.V. and Flinter Groep B.V. brought an appeal in cassation against the said decision, before the Court of Cassation of Belgium. On 13 January 2017 the Court of Cassation quashed the earlier decision of the Court of Appeals in Ghent. As a result of the decision of the Court of Cassation the Belgian Government can no longer order the owner of a wrecked vessel to salvage that vessel if that owner invokes a limitation fund. In that case, the Government will have to accept the limitation fund and do the removal work itself. The P&I Club of the Flinterstar (British Marine) made specific payments to the Belgian Government, over and above the Flinterstar's limited liability fund; in view of the Court of Cassation's decision, the P&I Club now wants to claim those payments back from the Belgian Government. Since the orders for wreck clearing were addressed to Flinter Shipping B.V. and Flinter Groep B.V., this will require those companies' cooperation. A court expert had been appointed to determine the sum that was spent, and charged to the British marine, as a result of the wreck clearing order illegitimately imposed by the Belgian Government.*

Flinter Shared Services B.V./W.M. Bloem
This concerns proceedings pending before the District Court of The Hague regarding a claim pursuant to a monetary loan. The case is to be heard on 14 December 2016; the defendant is to produce a statement of defence.

An agreement has now been reached with Mr Bloem regarding an amicable settlement. After the settlement has been fulfilled, the proceedings will be struck off

Flinter Shipping B.V./Port authorities of Finland
These are proceedings pending before the Supreme Court of Finland regarding the repayment of fairway dues. On levying those dues, incorrectly a distinction was made between EU and non-EU countries. Flinter Shipping together with other shipping companies is the claimant in these proceedings. The trustees are investigating what stage this litigation has reached.

The court in Finland has order the Finnish State in first instance to pay damages at the amount of approximately EUR 1 million to various Flinter companies. This judgment was set aside in appeal. Partly at the request of the involved Flinter companies, an application for cassation was submitted to the Supreme Court in Finland. The Finnish State has been given the opportunity to respond to the application by the Supreme Court. After the Supreme Court has decided on the request, it will become clear whether the proceedings can be continued.

*The trustees decided on their position in regard to the continuation of the proceedings and spoke to ING Bank as pledgee. ING Bank is deliberating whether to exercise its rights in respect to the current claim.*

*With the bankruptcy judge's permission an amicable settlement was made pursuant to which a sum of EUR 10,000 was paid. After deduction of the agreed contribution to the estate, of EUR 1,210 inclusive of Dutch VAT, this sum was transferred to the pledgee, ING Bank.*

1.4 Insurances

The bankrupt companies that own cargo vessels are parties to several insurance policies, concerning hull and machinery, loss of hire, and other. These policies have been continued or terminated in consultation with the successor managers. In the case of termination, the managers have ensured that the insurance in question was taken out anew.

Flinter Shared Services B.V. is party to various insurance policies, such as for company liability, transport and equipment. Those policies were continued where necessary for the continuation of business operations.

Flinter Real Estate B.V. is party to an environmental insurance policy; this remains in effect until January 2017.

To the extent that continuation of insurance is unnecessary, policies have been or will be terminated.

*By now, all insurance agreements have been terminated.*

1.5 Leases

Flinter Groep is not a tenant party to any leases.

Flinter Real Estate B.V. has let out part of the office space at Krakau 3, Barendrecht.

The tenant who rented part of the office space at Krakau 3 in Barendrecht has now vacated and left the office space.

1.6 Cause of bankruptcy

The administrators/trustees refer to what is noted above at IV. The administrators/trustees will make a further investigation of the causes of the bankruptcy of Flinter. The outcomes of that investigation will be announced in one of the next reports.

**2. Staff**

2.1 Staff numbers at the time of the bankruptcy

At Flinter Shared Services B.V., 65 people are employed at the Flinter office in Barendrecht. In addition, 54 seafarers are employed with Flinter Shared Services B.V.
5 Employees (seafarers) work at Flinter Orcana II B.V.
1 Employee (seafarer) works at Flinter Gerarda II B.V.
In the year preceding the bankruptcy, 160 people were employed at Flinter Shared Services B.V. Halfway through 2016, in the context of the restructuring of personnel mentioned herein above at IV, employment contracts with 35 staff members were terminated.

2.2 Notice of dismissal

After having obtained authorisation thereto from the bankruptcy judges in pursuance of Article 68 (2) Dutch Bankruptcy Act, and taking into account the legal or contractual terms of notice,

the trustees sent the employees in question a written notice of dismissal to terminate their employment contracts pursuant to Article 40 Dutch Bankruptcy Act.

After the employment contracts had been terminated, the Dutch Employee Insurance Agency (*Uitvoeringsinstituut Werknemersverzekeringen* UWV) started the so-called intake procedure for the wage guarantee scheme (*Loongarantieregeling*) as provided in the Dutch Unemployment Act. Meetings took place on 3 and 17 November 2016, with UWV field staff explaining the guarantee scheme to the employees and helping them to fill out the requisite forms. By now, payment of the initial advances to the employees has taken place.

In respect to the claims referenced in Article 8:211 DCC (Dutch Civil Code), as arise from the seafarer employment agreements of the captain or other crew members, UWV will not make any advance payments in the context of the wage guarantee scheme for now, since said claims have priority to be paid from vessel proceeds. This priority prevails over the mortgage right on the vessels; the banks who obtained a mortgage right will ensure that the seafarers' claims on their employer are paid. The trustees have passed on the claims of seafarers brought to their notice to the banks in question, each time insisting on urgent payment of those claims. The trustees were unable to prevent that, because of the sometimes-slow decision-making processes at the banks, payment delays were incurred.

*An arrangement was established during the second reporting period between ING Bank and employees with a claim with priority on grounds of article 8:211 DCC, and payment of the relevant claims took place based on that arrangement, insofar as they had priority on vessels with a mortgage at the benefit of ING Bank.*

Insofar as the banks with a mortgage right on vessels have not yet begun payment of claims of employees, the Dutch Employee Insurance Agency (Uitvoeringsinstituut Werknemersverzekeringen, UWV) has offered to pay an advance in the context of the wage guarantee scheme (Loongarantieregeling).

After having obtained authorisation thereto from the bankruptcy judges in pursuance of Article 68 (2) Dutch Bankruptcy Act, and taking into account the legal or contractual terms of notice, the trustees sent the employees working for CV Scheepvaartonderneming Flinter Pioneer and CV Scheepvaartonderneming Flinter Rachel, which were declared bankrupt during the second reporting period, a written notice of dismissal to terminate their employment contracts.

2.3 Activities

The administrators/trustees informed the Barendrecht office staff during several meetings. The trustees requested that the bankruptcy judges authorise them to terminate the employment contracts and subsequently sent written notices of dismissal. Consultations have taken place between the trustees and UWV in the context of the wage guarantee scheme.

The trustees have consulted with the Dutch Human Environment and Transport Inspectorate (*Inspectie Leefomgeving en Transport* ILT) concerning the situation on board of several cargo vessels. The ILT checks whether the Dutch shipping industry complies with the national and international rules and regulations. In that context, ILT monitors sea-going vessels under the Dutch flag and supervises the security of the vessels and safety of the crew. ILT has discussed

with the trustees the complaints it had received from crew on board several vessels belonging to the Flinter fleet.

The trustees have sent written notices of dismissal to terminate the employment contracts of the employees working for CV Scheepvaartonderneming Flinter Pioneer and CV Scheepvaartonderneming Flinter Rachel.

## 3. Assets

Immovable property

3.1 Description
The premises at Krakau 3, Barendrecht (land registration: municipality of Barendrecht, section B number 8088 partly, and municipality of Barendrecht section B numbers 3886 and 5977) are the property of Flinter Real Estate B.V.

3.2 Sales proceeds
The trustees will take in hand the sale of the immovable property in consultation with the mortgage holder, ING Bank.

*With the bankruptcy judge's permission, by purchase agreement of 11 April 2017 the trustees sold the property at 3, Krakau, Barendrecht to De Haas Automotive Services B.V., established at Dordrecht. The sale proceeds came to EUR 2,550,000 in contribution to the estate; the transfer took place on 1 May 2017.*

*In the context of offsetting the property tax and water authority levies for 2017, the notary paid a sum of EUR 2,665.54 into the liquidation account.*

3.3 Sum of mortgage
EUR 5,600,000.

3.4 Trustees' fee or percentage
Not yet known.

The trustees have agreed with ING Bank on a fee of 1.5% of the purchase price up to EUR 2.4 mln and 15% of everything above that.

*Based on the arrangements made with ING Bank the contribution to the estate is EUR 70,785 inclusive of Dutch VAT. This sum was added to the liquidation account.*

3.5 Activities
Search of the land register and consultation with mortgage holder ING Bank. Inclusion of immovable property in the Invitation to Tender and contacts with several interested parties.

The immovable property has been viewed by a number of interested parties during the second reporting period. The trustees have provided these interested parties with the requested information.

*In the course of the third reporting period the trustees spoke to several candidate parties and negotiated with the purchaser about the terms and conditions for the sale. The trustees also drew up a purchase agreement*

Operating assets

3.6 Description
The office equipment in the offices at Krakau 3, Barendrecht is the property of Flinter Shared Services B.V.

3.7 Sales proceeds
The trustees will take in hand the sale of the office equipment.

With the permission of the bankruptcy judges the trustees have sold the ship models of the MV Flinterborg and the MV Flinterstar to the Maritime Museum in Rotterdam at a purchase price of EUR 6,050. The Maritime Museum in Rotterdam made an offer for the models of the MV Flinterborg and the MV Flinterstar because the museum would like to add these models to its collection of photo and film materials, shipping company flags of Flinter et cetera, which the Maritime Museum Rotterdam already owns.

The trustees have sold telephones and laptops to former employees of Flinter Shared Services B.V. The proceeds amount to EUR 3.297,10. The trustees have further sold a burst image of one of the founders. The proceeds amount to EUR 665,50.

The company inventory will be sold through an online sale to be organised by Van Beusekom Registermakelaars | Taxateurs | Veilinghouders. The auction is expected to start on 30 March 2017. The trustees refer to the website www.beusekom.nl.

*The online auction of the office furniture and equipment and stock items of Flinter Shares Services B.V. took place from 30 March through 12 April 2017. Sales proceeds amounted to EUR 146,293.20 inclusive of Dutch VAT.*

3.8 Trustees' fee or percentage
Not yet known.

*Now that under the tax collection act, office furniture and equipment are considered property found on the premises, a contribution to the estate is not relevant in their regard.*

3.9 Right of seizure by the tax authorities
Based on Article 22 (3) in conjunction with Article 21 (2) of the Dutch Collection of State Taxes Act of 1990 the tax authorities have priority to be paid from the proceeds of property found on the premises, which priority prevails over any pledgees' rights of pledge to such property.

3.10 Activities
The trustees have requested that Van Beusekom Registermakelaars | Taxateurs | Veilinghouders appraise the office equipment.

During the second reporting period the trustees have made agreements with Van Beusekom Registermakelaars | Taxateurs | Veilinghouders regarding the conditions at which the online auction will be undertaken.

*In respect to the online auction mentioned at 3.7 above the trustees consulted on the sale with Van Beusekom Registermakelaars I Taxateurs I Veilinghouders. The trustees also ensured that any administrative documents in the offices were removed.*

Stocks / work in progress

3.11 Description
The premises at Krakau 3, Barendrecht contain various stock items. These mainly concern (reconditioned) ship engine parts. Since after replacement, parts would usually be reconditioned to be placed in other vessels, it is impossible for the trustees any longer to ascertain to what company the stocks in question belong.

3.12 Sales proceeds
The trustees will take in hand the sale of the stock.

Part of the stock items was sold with permission of the bankruptcy judges. The sales proceeds were EUR 40,000 ex VAT.

The unsold stock items will be sold through an online sale to be organised by Van Beusekom Registermakelaars | Taxateurs | Veilinghouders. The auction is expected to start on 30 March 2017. The trustees refer to the website www.beusekom.nl.

*The online auction of the stock items of Flinter Shares Services B.V. took place from 30 March through 12 April 2017. Sales proceeds amounted to EUR 67,228.21 inclusive of Dutch VAT.*

3.13 Trustees' fee or percentage
Not yet known.

The trustees and ING Bank have differing opinions regarding the question of whether the inventory items bear a legally valid right of pledge. The sales proceeds of the inventory items will be deposited to the third party account of the trustees while awaiting an amicable settlement or legal decision regarding this matter.

*The total sales proceeds of EUR 115,628.21 inclusive of Dutch VAT were paid into the trustees' clients' account, pending an amicable settlement or court decision in regard to the question whether a legitimate right of pledge rests on the stock items.*

3.14 Activities
The trustees have listed the various stocks and are making preparations for their sale.

*In respect to the online auction the trustees consulted on the sale with Van Beusekom Registermakelaars I Taxateurs I Veilinghouders.*

Other assets

3.15 Descriptions
The overview below shows which cargo vessels are the property of the bankrupted companies.

| Legal entity | Vessel |
|---|---|
| Flinterbay B.V. | MV Flinterbay |
| Flinterbirka B.V. | MV Flinterbirka |
| Flinterbothnia II B.V. | MV Flinterbothnia |
| Flinterbright B.V. | MV Flinterbright |
| Flinter Gerarda II B.V. | MV Flinter Gerarda |
| Jorvik B.V. | MV Flinter Jorvik |
| Flinter Orcana II B.V. | MV Flinter Orcana |
| Flinter Rebecca B.V. | MV CRS Rebecca |
| Flinter Rose N.V. | MV Flinter Rose |
| Flinter Rachel B.V. | MV Flinterrachel |
| Flinter Spirit III B.V. | MV Flinterspirit |
| Flinter Tide N.V. (Antiqua & Barbuda) | MV Flinter Tide |
| Flinter Trader N.V. (Antiqua & Barbuda) | MV Flinter Trader |
| Flinterland B.V. | MV Flinterland |
| Flintermar B.V. | MV Flintermar |
| Flintersky B.V. | MV Flintersky |
| Flinterstream B.V. | MV Flinterstream |
| Flintersun III B.V. | MV Flintersun |
| Flinter America N.V. | MV Flinter America |
| Flinter Arctic N.V. | MV Flinter Arctic |
| Flinter Atlantic N.V. | MV Flinter Atlantic |
| Flinter Pioneer B.V. | MV Pioneer |
| Flinterdijk II B.V. | MV Flinterdijk |
| Flinterduin II B.V. | MV Flinterduin |
| Flinter Aland N.V. | MV Flinter Aland |
| Flinterstream B.V. | m/v Flinterstream |

*The trustees refer to the description of other assets in 3.16 below.*

3.16 Sales proceeds
Not yet known.

At the instruction of ING Bank as mortgage holder, the public sale of nine vessels took place on 19 December 2016. It concerns the following vessels and proceeds:

| |
|---|
| "MV Flintersky"<br>EUR 3,800,000<br>Buyer: Sky Shipping B.V. |
| "Flinterbothnia"<br>EUR 2,500,000<br>Buyer: Bothnia Shipping B.V. |
| "Gerarda"<br>EUR 4,000,000<br>Buyer: Gerarda Shipping B.V. |
| "Orcana" |

| |
|---|
| EUR 3,700,000<br>Buyer: Orcana Shipping B.V. |
| "Flinter Rose"<br>EUR 4,700,000<br>Buyer: Rose Shipping B.V. |
| "Flinterspirit"<br>EUR: 2,700,000<br>Buyer: Spirit II Shipping B.V. |
| "Flintersun"<br>EUR: 3,700,000<br>Buyer: Sun Shipping B.V. |
| "Flinter America"<br>EUR: 8,700,000<br>Buyer: America Shipping B.V. |
| "Flinter Arctic"<br>EUR: 8,900,000<br>Buyer: Arctic Shipping B.V. |

The public sale of the MV Flinterduin and the MV Flinterdijk will take place on 14 March 2017 at the instruction of ABN AMRO Bank N.V. in the presence of notary A.H. Geerling in Rotterdam. At the same time the public sale of the MV Flinterbay and the MV Flinterbright will take place at the instruction of Caterpillar Financial Services Corporation in the presence of Mr Geerling.

*On 14 March 2017 the public sale of m/v Flinterduin and m/v Flinterdijk took place. The vessels were sold to Longduin Shipping B.V.; proceeds were EUR 2,650,000 each.*

*Also on 14 March 2017, the public sale of m/v Flinterbay and m/v Flinterbright took place. The vessels were sold to Caterpillar Financial Services; proceeds were EUR 2,095,000 each. Since the vessels were sold to a foreign company the ships were deregistered from the Dutch land registry. The trustees helped realise this deregistration and stipulated an estate contribution per vessel of EUR 1,875 exclusive of Dutch VAT, which sums were paid into the liquidation account.*

*Flinter Participaties B.V. had a claim of EUR 55,484 on limited partnership Ruby Shipping C.V., which claim was sold to Ruby Shipping C.V. with the magistrates" permission. The trustees and ING Bank agreed on a contribution to the estate of EUR 2,000 exclusive of Dutch VAT. This contribution was paid into the liquidation account.*

*The trustees cooperated in the sale and transfer of the shares in Jorvik B.V. held by Maas Participaties B.V. In respect to this transaction, an estate contribution of EUR 2,000 exclusive of Dutch VAT was agreed; this contribution was paid into the liquidation account.*

*The trustees cooperated in the sale and transfer of the shares in private companies Flinter Diana B.V. and Flinter Erica B.V. indirectly held by Flinter Groep B.V. The purchase sum was EUR 10,000; this was paid into the liquidation account.*

*During the reporting period a sum of EUR 128,075.89 was received from a crew manager, who was in charge of the crew management of a number of Flinter vessels. Flinter had paid an advance to the crew manager, out of which to pay Flinter employees. The unused part of that advance was reimbursed and paid into the liquidation account.*

*At the request of Bremer Landesbank and with the permission of the magistrates the trustees are rendering their cooperation to the sale of motor vessels Flinterland, Flinter Aland, Flinter Atlantic, Flintermar, Flinter Rachel and Pioneer. A right of mortgage of Bremer Landesbank rests on these vessels. The vessels will be transferred in the next reporting period.*

*Bremer Landesbank also asked the trustees for their cooperation in the sale of m/v CRS Rebecca. Changes were made to this vessel in 2014, so that it might be used for cable recovery activities. On board the vessel is deck equipment consisting of a winch, a tensioner and a propulsion system, among other things. The trustees consider the deck equipment movable property unencumbered by a security right of the bank, and to the proceeds of which the estate is entitled. Bremer Landesbank takes the position that the deck equipment is a component of the vessel. To let this discussion impede the sale of the ship no longer, the trustees with the magistrates' permission agreed with Bremer Landesbank that cooperation will be rendered to the sale of the vessel and that EUR 175,000 of the sale proceeds will remain on deposit with the notary until there is a res judicata judgment to show whether the deck equipment should be considered movable property or a component of the vessel.*

*During the reporting period, a refund of EUR 11.99 was received from Post.nl.*

3.17 Activities

The trustees have had extensive consultations with the banks to find out what mortgage rights have been established on the cargo vessels.

*In respect to the transactions described in 3.16 above the trustees consulted with mortgage holders ABN AMRO Bank N.V. and Caterpillar Financial Services, pledgee ING Bank, the notaries in whose presence the sale of the vessels took place and the deed of transfer of the shares was passed, and with the crew manager. As to the sale of m/v CRS Rebecca and the deck equipment on board this vessel the trustees consulted with representatives and counsel of Bremer Landesbank.*

*The trustees also requested the magistrates' permission for the transaction described at 3.16 above.*

## 4. Accounts receivable

4.1 Scope of accounts receivable

As per 18 October 2016, Flinter Groep had a sum of circa EUR 7,6 million in receivables. The overview below shows the receivables portfolio of each company. The sums therein have been derived from the outstanding items lists that were found in the financial accounts of Flinter Groep.

The overview below contains the claims of the companies declared bankrupt during the second reporting period.

| Name | X € 1.00 |
|---|---|
| Flinter Groep B.V. | 0.00 |
| Flinter Management B.V. | 4,100,886.76 |
| Flinter Shipping B.V. | 990,088.91 |
| Flinter America N.V. | 1,636.00 |
| Flinter Arctic N.V. | 105.00 |
| Flinter Rose N.V. | 190.00 |

| | |
|---|---|
| Flinterbothnia II B.V. | 135.00 |
| Flinter Gerarda II B.V. | 511.75 |
| Flinter Orcana II B.V. | 1,791.04 |
| Flinterspirit III B.V. | 13,276.95 |
| Flintersun III B.V. | 19,897.28 |
| Flinter Agencies B.V. | 89,845.42 |
| Flinter Groningen B.V. | 0.00 |
| Flinter Real Estate B.V. | 7,340.00 |
| Flinter Shared Services B.V. | 1,735,924.95 |
| Flinter Participaties B.V. | 2,070.50 |
| Flinter Timechartering B.V. | 0.00 |
| Flinter Newbuilding and Brokerage B.V. | 0.00 |
| CRS Rebecca B.V. | 224,691.94 |
| Flinter Chartering B.V. | 462,500.00 |
| Flinter Bareboat B.V. | 0.00 |
| C.V. SVO Flintersky II | 0.00 |
| Flintersky B.V. | 0.00 |
| Flinterdijk II B.V. | 70.00 |
| Flinterduin II B.V. | 175.00 |
| Flinter Rebecca B.V. | 0.00 |
| Flinter Pioneer B.V. | 0.00 |
| Flinter Rachel B.V. | 0.00 |
| Flintermar B.V. | 0.00 |
| Flinterland B.V. | 0.00 |
| Flinter Aland N.V. | 240.00 |
| Flinter Trader N.V. | 120.00 |
| Flinter Tide N.V. | 739.79 |
| Flinter Atlantic N.V. | 1,387.00 |
| Flinterbirka B.V. | 0.00 |
| Flinterbright B.V. | 0.00 |
| Flinterbay B.V. | 0.00 |
| | ---------- |
| Total | 7,653,623.29 |
| C.V. Scheepvaartonderneming Flinter Pioneer | 140.00 |
| C.V. Scheepvaartonderneming Flinter Rachel | 2,945.00 |
| C.V. Scheepvaartonderneming Flinter Rebecca | 352,639.00 |
| C.V. Scheepvaartonderneming Flinterbirka | 195.00 |
| Flinterstream B.V. | 0.00 |
| | ---------- |
| Total | 8,009,542.29 |
| | ========== |

The trustees have now analysed the receivables portfolio. This analysis showed that of the total amount to be claimed of EUR 8,009,542, an amount of EUR 7,143,046 is related to intercompany claims.

*In respect to the collection of the accounts payable claims, the trustees are consulting with ING Bank as the pledgee for the claims in question.*

4.2 Proceeds

The administrators/trustees are investigating the payments that were made into the various bank accounts held by Flinter Groep after 18 October 2016.

## 5. Banks/Securities

5.1 Bank claims

By agreement of 17 May 2005 ING Bank made available a credit facility to several of the companies belonging to Flinter Groep. Flinter Groep B.V. and its subsidiaries were parties to the financing agreements that were concluded in respect to this financing.
On the date the moratoria on payments were granted, Flinter's debt to ING Bank as pursuant to said financing was circa EUR 18 million.

In addition, ING Bank provided further financing to several shipping companies belonging to Flinter. On the date the moratoria on payments were granted, Flinter's debt to ING Bank as pursuant to said financing was circa EUR 8 million.

ING Bank also provided financing to several subsidiaries of Flinter Fleet Holding B.V., in the context of the construction or purchase of the vessels belonging to those companies. Pursuant to the financing in question, ING Bank has a total claim of EUR 44.5 million.

Bremer Landesbank provided financing to Flintermar B.V., Flinterland B.V., Flinter Pioneer B.V., CRS Rebecca B.V., Flinter Rachel B.V., Flinter Aland N.V., Flinter Atlantic N.V., Flinter Trader N.V. and Flinter Tide N.V., for a total sum of around EUR 66 million, in the context of the construction or purchase of vessels belonging to the companies in question.

ABN AMRO Bank provided Flinterduin II B.V. and Flinterdijk II B.V. with credit facilities, pursuant to which ABN AMRO Bank has claims for EUR 3,402,398.02 and EUR 3,269,422.70, respectively.

Rabobank has provided Flinter Groep B.V. with financing in the amount of EUR 2 million.

Rabobank provided Flinterbirka B.V. with financing pursuant to which Rabobank has a claim of around EUR 3 million.

CAT Finance provided Flinterbay B.V. and Flinterbright B.V. with financing of EUR 5,490,000 each.

5.2 Lease contracts

Flinter Management B.V. is party to a lease contract regarding life rafts and immersion suits on board the vessels belonging to the Flinter Fleet. The successor managers have continued the lease agreement so that the life rafts and immersion suits can remain on board.

Flinter Shared Services B.V. is party to several lease contracts regarding vehicles. In connection to the continuation of activities, the lease contracts in regard to several vehicles were continued. Where cars could be surrendered and lease contracts terminated, they were.

The vehicles still being used were surrendered to the lease companies in late December 2016.

5.3 Description of securities

To secure compliance with the commitments under the financing mentioned above at VII (5.1), Flinter has created the following securities:

By way of several deeds of pledge, Flinter Groep B.V. and its subsidiaries have created rights of pledge on the operational assets, stocks and book debts for the benefit of ING Bank.

Flinter Real Estate B.V. has granted a mortgage right on the immovable property at Krakau 3, Barendrecht.

In addition, mortgage rights were granted on the vessels mentioned above at 3.15.

*The trustees established that ING Bank has started to offset sums against inter alia the money paid into the Flinter Shipping bank account. The trustees take the position that from a specific moment on, ING Bank knew that a bankruptcy of Flinter Groep, including Flinter Shipping, was unavoidable, and from that same moment on, pursuant to article 54 Dutch Bankruptcy Act no longer had the authority to offset any sums, unless ING was making those payments to satisfy claims on which Flinter Shipping had established an undisclosed pledge. The trustees contest that the payments intended above regarded claims pledged to ING Bank by Flinter Shipping. In the contracts of carriage on which said payments were based, Flinter Shipping had acted "as agent" and accordingly, as the relevant ship owners' authorised representative. Flinter Shipping has acquired no collection rights of its own pursuant to this. Accordingly, the claims in question also could not be given in pledge by Flinter Shipping. The trustees informed ING Bank of their position in writing, requesting that ING Bank pay the sums it had offset in contravention of Article 54 Dutch Bankruptcy Act into the liquidation account.*

*ING Bank takes the position that Flinter Shipping is entitled to all claims pursuant to freight revenues and that these fall under ING's undisclosed right of pledge. ING also claims that Flinter Shipping established a public right of pledge on the (balances of) bank accounts held at ING Bank and any claims Flinter Shipping has on ING Bank.*

*The trustees will first investigate whether an amicable settlement of this dispute is an option.*

5.4 Position of secured creditors
To the extent that there are legitimately established securities in the shape of rights of pledge or mortgage, holders thereof are designated secured creditors.

5.5 Trustees' fee
For their cooperation in the liquidation of mortgaged vessels, the trustees have stipulated a fee of EUR 50,000 per vessel.

For the sales efforts conducted by the trustees regarding the immovable property at Krakau 3 in Barendrecht, the trustees have agreed on a fee of 1.5% of the purchase price up to EUR 2.4 mln and 15% of everything above that.

With regard to the collection of the claim on Mr W.M. Bloem (see under 1.3), the trustees have agreed on a fee of EUR 1,000 ex VAT.

*During the reporting period the trustees and ING Bank agreed on the estate contributions mentioned at 3.16 above.*

5.6 Retention of title
Ten suppliers have invoked retention of title. The trustees are taking stock of the claims of those suppliers who have registered their claim.

*Any retentions of title were settled by the trustees. To the extent that these were legitimately stipulated retentions and the goods supplied under those retentions of title were still present, the latter were returned to the suppliers in question.*

5.7 Retention rights
The trustees have not become aware of any retention rights being invoked.

5.8 Right of recovery
The trustees have not become aware of any rights of recovery being invoked.

5.9 Activities
The trustees consulted with the banks mentioned at 5.1 above and are investigating the credit relationships in question and the legitimacy of the security rights, as well as the retention rights claimed.

*During the reporting period the trustees investigated the legitimacy of the securities stipulated and corresponded with ING Bank about the offsetting described in 5.3 above. The trustees also consulted with suppliers who invoked a retention of title, about the surrender of the goods in question.*

## 6. Relaunch / continuation

Continuation

6.1 Operation / securities
For some time after the moratorium on payments had been granted or, as the case may be, the bankruptcy had been declared, the trustees continued the activities of Flinter. In consultation with the banks that obtained mortgage rights on the vessels, the management of those vessels was transferred to other managers. For the management activities that took place in November 2016 under the directorship of Flinter and the administrators/trustees, the trustees have stipulated compensation in the amount of EUR 278,000. The costs of continuing the office activities over November 2016, which have been estimated at EUR 65,000, will be paid from this sum.

During the reporting period the trustees have reached agreements with banks/financiers on the compensation of the management activities carried out by them. In this case, an amount of EUR 77,000 was paid to the estate during the reporting period, making the current total management compensation EUR 355,000.

6.2 Financial reporting
To follow in the next reports.

6.3 Activities
The trustees had extensive consultation with the banks about the (conditions for the) transfer of the management activities.

The trustees have consulted with banks/financiers during the second reporting period regarding the compensation for management activities carried out by the trustees. In consultation with the banks/financiers, the activities regarding the commercial and technical management have now been transferred to other managers.

Relaunch

6.4 Description
As was outlined herein above, the administrators have investigated whether a relaunch of the business activities might be possible. It has turned out that it is not.

6.5 Account
n/a

6.6 Proceeds
n/a

6.7 Trustees' fee or percentage
n/a

6.8 Activities
The administrators/trustees conducted a sales procedure in their capacity of administrators; in this context, they sent prospective purchasers a Memorandum Invitation to Tender Procedure. The trustees mapped the bids received and discussed them with the banks.

**7. Compliance with the law**

7.1 Obligation to keep books
Under investigation.

The trustees have determined that Flinter Groep has fulfilled the obligation to keep books.

7.2 Filing of annual accounts
Under investigation.

7.3 Auditors' approval certificate
Under investigation.

7.4 Payment obligation shares
Under investigation.

7.5 Mismanagement
Under investigation.

7.6 Fraudulent conduct in respect of creditors
Under investigation.

7.7 Activities
The trustees have engaged Grant Thornton Forensic & Investigation Services B.V. to take stock of the relevant financial administration and to secure this. This has taken place by now. The trustees will investigate the books and account of Flinter. The trustees will make no representations to third parties about this topic until these investigations are concluded.

*During the reporting period, Grant Thornton Forensic & Investigation Services B.V. took charge of the dismantling and storage of servers in the Flinter office.*

## 8. Accounts payable

8.1 Claims against the bankruptee

Besides the bankruptcy costs, there is at any rate a claim of UWV for continued wage payment obligations adopted by UWV.

With regard to the capping, implemented as of 1 January 2016, of the wage covered by the wage guarantee scheme, a number of employees will have a claim on Flinter Shared Services B.V. on grounds of article 40 Dutch Bankruptcy Act. One employee has currently submitted a claim of EUR 3,634.91.

8.2 Secured claims of the tax authorities

The Tax Authorities have filed a secured claim on the bankruptcy of Flinter Shared Services B.V. of EUR 157,234.

The Dutch tax authorities have submitted priority claims up to an amount of EUR 973,024, which can be specified as follows for each legal entity:

| Name | Creditor | Amount x € 1.00 |
|---|---|---|
| Flinter America N.V. | Tax authorities | 36,788 |
| Flinter Arctic N.V. | Tax authorities | 5,466 |
| Flinter Rose N.V. | Tax authorities | 3,328 |
| Flinterbothnia II B.V. | Tax authorities | 10,743 |
| Flinter Gerarda II B.V. | Tax authorities | 13,427 |
| Flinter Orcana II B.V. | Tax authorities | 13,870 |
| Flinterspirit III B.V. | Tax authorities | 36,474 |
| Flintersun III B.V. | Tax authorities | 33,919 |
| Flinter Shared Services B.V. | Tax authorities | 674,590 |
| C.V. Scheepvaartonderneming Flintersky II | Tax authorities | 31,764 |
| Flinter Aland N.V. | Tax authorities | 18,184 |
| Flinter Trader N.V. | Tax authorities | 51,621 |
| Flinter Tide N.V. | Tax authorities | 13,835 |
| Flinter Atlantic N.V. | Tax authorities | 15,200 |
| C.V. Scheepvaartonderneming Flinter Pioneer | Tax authorities | 13,815 |
| | | --- |
| Total | | 973,024 |
| | | ======= |

The Dutch tax authorities have submitted priority claims up to an amount of EUR *5,549,342*, which can be specified as follows for each legal entity:

| *Naam* | *Crediteur* | *Bedrag x € 1,00* |
|---|---|---|
| *Flinter Management B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Shipping B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter America N.V.* | *Tax authorities* | *37,153* |
| *Flinter Arctic N.V.* | *Tax authorities* | *5,831* |
| *Flinter Rose N.V.* | *Tax authorities* | *3,693* |
| *Flinterbothnia II B.V.* | *Tax authorities* | *10,213* |
| *Flinter Gerarda II B.V.* | *Tax authorities* | *14,122* |

| | | |
|---|---|---|
| *Flinter Orcana II B.V.* | *Tax authorities* | *14,562* |
| *Flinterspirit III B.V.* | *Tax authorities* | *35,446* |
| *Flintersun III B.V.* | *Tax authorities* | *34,284* |
| *Flinter Agencies B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Groningen B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Real Estate B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Shared Services B.V.* | *Tax authorities (*)* | *1.149,470* |
| *Flinter Timechartering B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Newbuilding and Brokerage B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Chartering B.V.* | *Tax authorities (*)* | *451,640* |
| *Flinter Bareboat B.V.* | *Tax authorities (*)* | *451,640* |
| *C.V. Scheepvaartonderneming Flintersky II* | *Tax authorities* | *32,129* |
| *Flinterdijk II B.V.* | *Tax authorities* | *5,730* |
| *Flinterduin II B.V.* | *Tax authorities* | *5,730* |
| *Flinter Aland N.V.* | *Tax authorities* | *18,549* |
| *Flinter Trader N.V.* | *Tax authorities* | *51,986* |
| *Flinter Tide N.V.* | *Tax authorities* | *14,200* |
| *Flinter Atlantic N.V.* | *Tax authorities* | *15,565* |
| *C.V. Scheepvaartonderneming Flinter Pioneer* | *Tax authorities* | *11,605* |
| *C.V. Scheepvaartonderneming Flinter Rachel* | *Tax authorities* | *12,537* |
| *C.V. Scheepvaartonderneming Flinter Rebecca* | *Tax authorities* | *6,556* |
| *C.V. Scheepvaartonderneming Flinterbirka* | *Tax authorities* | *5,221* |
| | | --- |
| *Totaal* | | *5,549,342* |
| | | ======= |

*(*) This includes a claim relating to a fiscal unity for value-added tax purposes ad EUR 451.640.*

8.3 Secured claims of UWV
Not yet known.

8.4 Other secured creditors
Not yet known.

The Customs Administration has submitted a priority claim of EUR 434.36 in the bankruptcy of Flinter Shipping B.V.

8.5 Number of non-secured creditors

The numbers and sums of the non-secured creditors (trade payables) have been derived from the from the outstanding items lists that were found in the financial accounts of Flinter Groep.

| Name | Trade creditors | | Claims submitted | |
|---|---|---|---|---|
| | Amount | x € 1.00 | Amount | x € 1.00 |
| Flinter Groep B.V. (*) | 1 | 2,500.00 | 0 | 0.00 |
| Flinter Management B.V. | 53 | 91,846.27 | 3 | 7,136.73 |
| Flinter Shipping B.V. | 250 | 3,118,084.34 | 3 | 11,433.27 |
| Flinter America N.V. | 63 | 281,878.89 | 2 | 2,765.79 |
| Flinter Arctic N.V. | 46 | 85,775.33 | 2 | 7,215.53 |
| Flinter Rose N.V. | 46 | 82,776.39 | 0 | 0.00 |
| Flinterbothnia II B.V. | 35 | 53,060.35 | 0 | 0.00 |
| Flinter Gerarda II B.V. | 46 | 101,584.09 | 3 | 2,763.12 |
| Flinter Orcana II B.V. | 44 | 86,665.84 | 0 | 0.00 |
| Flinterspirit III B.V. | 50 | 235,265.68 | 2 | 4,717.16 |

| | | | | |
|---|---|---|---|---|
| Flintersun III B.V. | 53 | 235,069.16 | 1 | 3,095.16 |
| Flinter Agencies B.V. | 13 | 44,391.27 | 0 | 0.00 |
| Flinter Groningen B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Real Estate B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Shared Services B.V. | 68 | 238,634.38 | 4 | 12,883.41 |
| Flinter Participaties B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Timechartering B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Newbuilding and Brokerage B.V. | 0 | 0.00 | 0 | 0.00 |
| CRS Rebecca B.V. | 47 | 915,412.73 | 1 | 75,000.00 |
| Flinter Chartering B.V. | 3 | 16,602.27 | 0 | 0.00 |
| Flinter Bareboat B.V. | 1 | 1,204.00 | 0 | 0.00 |
| C.V. SVO Flintersky II | 60 | 1,105,807.39 | 2 | 3,377.16 |
| Flintersky B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinterdijk II B.V. | 25 | 46,472.98 | 0 | 0.00 |
| Flinterduin II B.V. | 23 | 52,247.70 | 0 | 0.00 |
| Flinter Rebecca B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Pioneer B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Rachel B.V. | 0 | 0.00 | 0 | 0.00 |
| Flintermar B.V. | 0 | 0.00 | 1 | 512.31 |
| Flinterland B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Aland N.V. | 70 | 426,243.44 | 2 | 2,443.35 |
| Flinter Trader N.V. | 56 | 499,507.41 | 2 | 27,562.96 |
| Flinter Tide N.V. | 49 | 580,516.44 | 1 | 2,981.51 |
| Flinter Atlantic N.V. | 51 | 580,516.44 | 2 | 16,562.40 |
| Flinterbirka B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinterbright B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinterbay B.V. | 0 | 0.00 | 0 | 0.00 |
| | --- | --- | --- | --- |
| Total | 1,153 | 8,520,191.11 | 31 | 180,449.86 |
| | ==== | ========== | ==== | ========== |

(*) Rabobank has filed a claim of € 1,000,000.02

Ordinary creditors have submitted the following claims.

| Name | Trade creditors | | Claims submitted | |
|---|---|---|---|---|
| | Amount | x € 1.00 | Amount | x € 1.00 |
| Flinter Groep B.V. (*) | 1 | 2,500.00 | 2 | 5,323.00 |
| Flinter Management B.V. | 53 | 91,846.27 | 26 | 264,614.45 |
| Flinter Shipping B.V.(**) | 250 | 3,118,084.34 | 56 | 1,081,873.23 |
| Flinter America N.V. (***) | 63 | 281,878.89 | 22 | 40,735.98 |
| Flinter Arctic N.V. (***) | 46 | 85,775.33 | 18 | 27,107.73 |
| Flinter Rose N.V. (***) | 46 | 82,776.39 | 15 | 12,738.57 |
| Flinterbothnia II B.V. (***) | 35 | 53,060.35 | 13 | 17,240.84 |
| Flinter Gerarda II B.V. (***) | 46 | 101,584.09 | 23 | 80,705.52 |
| Flinter Orcana II B.V. (***) | 44 | 86,665.84 | 18 | 113,588.68 |
| Flinterspirit III B.V. (***) | 50 | 235,265.68 | 23 | 55,188.79 |
| Flintersun III B.V. (***) | 53 | 235,069.16 | 22 | 46,683.42 |
| Flinter Agencies B.V. | 13 | 44,391.27 | 4 | 9,985.85 |
| Flinter Groningen B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Real Estate B.V. | 0 | 0.00 | 1 | 830.93 |
| Flinter Shared Services B.V. | 68 | 238,634.38 | 34 | 101,582.72 |
| Flinter Participaties B.V. | 0 | 0.00 | 0 | 0.00 |
| Flinter Timechartering B.V. | 0 | 0.00 | 0 | 0.00 |

| | | | | |
|---|---|---|---|---|
| Flinter Newbuilding and Brokerage B.V. | 0 | 0.00 | 0 | 0.00 |
| CRS Rebecca B.V. | 47 | 915,412.73 | 13 | 744,478.06 |
| Flinter Chartering B.V. | 3 | 16,602.27 | 0 | 0.00 |
| Flinter Bareboat B.V. | 1 | 1,204.00 | 2 | 2,429.00 |
| C.V. SVO Flintersky II | 60 | 1,105,807.39 | 20 | 681,216.09 |
| Flintersky B.V. | 0 | 0.00 | 3 | 8,347.42 |
| Flinterdijk II B.V. | 25 | 46,472.98 | 20 | 58,122.25 |
| Flinterduin II B.V. | 23 | 52,247.70 | 16 | 112,841.45 |
| Flinter Rebecca B.V. | 0 | 0.00 | 1 | 1,896.07 |
| Flinter Pioneer B.V. | 0 | 0.00 | 1 | 4,830.00 |
| Flinter Rachel B.V. | 0 | 0.00 | 2 | 11,050.06 |
| Flintermar B.V. | 0 | 0.00 | 26 | 123,109.00 |
| Flinterland B.V. | 0 | 0.00 | 17 | 46,778.68 |
| Flinter Aland N.V. | 70 | 426,243.44 | 34 | 145,837.20 |
| Flinter Trader N.V. | 56 | 499,507.41 | 23 | 237,549.20 |
| Flinter Tide N.V. | 49 | 580,516.44 | 22 | 64,376.41 |
| Flinter Atlantic N.V. | 51 | 218,644.76 | 20 | 70,732.20 |
| Flinterbirka B.V. | 0 | 0.00 | 5 | 61,700.38 |
| Flinterbright B.V. | 0 | 0.00 | 16 | 160,303.19 |
| Flinterbay B.V. | 0 | 0.00 | 7 | 148,168.10 |
| C.V. SVO Flinter Pioneer | 33 | 235,638.02 | 9 | 80,950.41 |
| C.V. SVO Flinter Rachel | 45 | 185,465.96 | 13 | 18,859.53 |
| C.V. SVO Flinter Rebecca | 45 | 306,304.78 | 11 | 14,361.69 |
| C.V. SVO Flinterbirka | 54 | 422,152.66 | 15 | 62,383.89 |
| Flinterstream B.V. | 0 | 0.00 | 7 | 34,379.64 |
| | ------- | ---------- | ------- | ---------- |
| Totaal | 1,330 | 9,669,752.53 | 580 | 4,752,899.63 |
| | ==== | ========== | ==== | ========== |

(*) The Rabobank has submitted a claim of € 1,000,000.02.

(**) Excluding a disputed claim of € 165,000.

(***) The ING has submitted a claim of € 8,500,616.75.

*Ordinary creditors have submitted the following claims.*

| Name | Trade creditors | | Claims submitted | |
|---|---|---|---|---|
| | Amount | x € 1.00 | Amount | x € 1.00 |
| Flinter Groep B.V. (*) | 1 | 2,500.00 | *3* | *10,026.39* |
| Flinter Management B.V. | 53 | 91,846.27 | *32* | *293,012.83* |
| Flinter Shipping B.V.(**) | 250 | 3,118,084.34 | *63* | *1,363,994.61* |
| Flinter America N.V. (***) | 63 | 281,878.89 | *24* | *41,167.99* |
| Flinter Arctic N.V. (***) | 46 | 85,775.33 | *19* | *27,719.94* |
| Flinter Rose N.V. (***) | 46 | 82,776.39 | *18* | *14,287.08* |
| Flinterbothnia II B.V. (***) | 35 | 53,060.35 | *17* | *39,845.43* |
| Flinter Gerarda II B.V. (***) | 46 | 101,584.09 | *27* | *85,062.32* |
| Flinter Orcana II B.V. (***) | 44 | 86,665.84 | *21* | *118,041.29* |
| Flinterspirit III B.V. (***) | 50 | 235,265.68 | *27* | *95,062.02* |
| Flintersun III B.V. (***) | 53 | 235,069.16 | *26* | *57,409.07* |
| Flinter Agencies B.V. | 13 | 44,391.27 | *5* | *47,927.10* |
| Flinter Groningen B.V. | 0 | 0.00 | *0* | *0.00* |
| Flinter Real Estate B.V. | 0 | 0.00 | *1* | *830.93* |
| Flinter Shared Services B.V. | 68 | 238,63438 | *39* | *286,213.94* |

| | | | | |
|---|---|---|---|---|
| Flinter Participaties B.V. | 0 | 0.00 | *0* | *0.00* |
| Flinter Timechartering B.V. | 0 | 0.00 | *0* | *0.00* |
| Flinter Newbuilding and Brokerage B.V. | 0 | 0.00 | *0* | *0.00* |
| CRS Rebecca B.V. | 47 | 915,412.73 | *19* | *788,662.51* |
| Flinter Chartering B.V. | 3 | 16,602.27 | *0* | *0.00* |
| Flinter Bareboat B.V. | 1 | 1,204.00 | *2* | *2,429.00* |
| C.V. SVO Flintersky II | 60 | 1,105,807.39 | *29* | *1,061,260.69* |
| Flintersky B.V. | 0 | 0.00 | *4* | *9,687.85* |
| Flinterdijk II B.V. | 25 | 46,472.98 | *26* | *71,763.38* |
| Flinterduin II B.V. | 23 | 52,247.70 | *24* | *162,087.42* |
| Flinter Rebecca B.V. | 0 | 0.00 | *1* | *1,896.07* |
| Flinter Pioneer B.V. | 0 | 0.00 | *1* | *4,830.00* |
| Flinter Rachel B.V. | 0 | 0.00 | *2* | *11,050.06* |
| Flintermar B.V. | 0 | 0.00 | *32* | *139,997.51* |
| Flinterland B.V. | 0 | 0.00 | *22* | *59,594.25* |
| Flinter Aland N.V. | 70 | 426,243.44 | *37* | *150,142.55* |
| Flinter Trader N.V. | 56 | 499,507.41 | *28* | *298,109.81* |
| Flinter Tide N.V. | 49 | 580,516.44 | *26* | *69,614.78* |
| Flinter Atlantic N.V. | 51 | 218,644.76 | *22* | *72,236.55* |
| Flinterbirka B.V. | 0 | 0.00 | *6* | *71,950.38* |
| Flinterbright B.V. | 0 | 0.00 | *22* | *175,850.59* |
| Flinterbay B.V. | 0 | 0.00 | *11* | *162,673.81* |
| C.V. SVO Flinter Pioneer | 33 | 235,638.02 | *14* | *86,329.60* |
| C.V. SVO Flinter Rachel | 45 | 185,465.96 | *14* | *21,865.77* |
| C.V. SVO Flinter Rebecca | 45 | 306,304.78 | *13* | *17,463.49* |
| C.V. SVO Flinterbirka | 54 | 422,152.66 | *19* | *74,807.61* |
| Flinterstream B.V. | 0 | 0.00 | *10* | *55,985.50* |
| | ------ | ---------- | ------- | ---------- |
| Totaal | 1,330 | 9.669,752,53 | *706* | *6,050,890.12* |
| | ==== | ========== | ==== | ========== |

*(*) The Rabobank has submitted a claim of € 1,000,000.02.*

*(**) Excluding a disputed claim of € 165,000.*

*(***) The ING has submitted a claim of € 8,500,616.75.*

8.6 Sum in non-secured payables submitted
EUR 1,180,449.88.

EUR 14,253,516.40 (excluding disputed claim of € 165,000).

*EUR 15,551,506.89 (excluding disputed claim of € 165,000).*

8.7 Expected manner of liquidation
For now, the trustees assume that the estate assets to be realised may partly pay only the most preferred estate creditors, which means that (partial) payment of the secured and non-secured creditors will not be arrived at. The above is an estimation based upon the state of the estate at this time.

8.8 Activities
Mapping the debt burden of Flinter Groep.

**Creditors may file their claim(s) with Van den Herik & Verhulst Lawyers N.V., PO Box 50535, 3007 JA Rotterdam, preferably via www.herikverhulst.nl/nl/vorderingen.**

Limited partners in the bankrupt shipping companies have currently submitted claims following from deposits. Not all shipping companies belonging to Flinter were declared bankrupt. Meetings of shipping companies took place in December 2016, in which it was decided to terminate the limited partnerships. It concerns the limited partnerships.

With regard to the fact that these limited partnerships are not bankrupted and have now been terminated, the claims of the partners in these limited partnerships cannot be submitted to the trustees.

## 9. Other

9.1 Balance of bankruptcy account

On the reporting date, the balance of Flinter Groep's bankruptcy accounts was EUR 279,668.36.

On the reporting date, the balance of Flinter Groep's bankruptcy accounts was EUR 583,542.96.

*On the reporting date, the balance of Flinter Groep's bankruptcy accounts was EUR 992.257,45.*

9.2 Hours spent

In the period to which this report relates the trustees and their employees spent a total of 835 hours and 15 minutes on the bankruptcies of Flinter Groep (includes the period of the preliminary moratoria on payments).

In the second reporting period, the trustees and their employees have spent 782 hours and 31 minutes on the bankruptcies of Flinter Groep.

Up to 9 March 2017, the trustees and their employees have spent 1,617 hours and 46 minutes on the bankruptcies of Flinter Groep.

*In the third reporting period, the trustees and their employees have spent 264 hours and 52 minutes on the bankruptcies of Flinter Groep.*

*Up to 1 June 2017, the trustees and their employees have spent 1,882 hours and 38 minutes on the bankruptcies of Flinter Groep.*

9.3 Interim financial report

The first interim financial report of Flinter Groep B.V. and that of Flinter Shared Services B.V. are attached to this report as **annexes 3 and 4**.

The second interim financial reports of Flinter Shipping B.V., Flinter Shared Services B.V., Flinter Rebecca B.V., Flinter Pioneer B.V., Flinter Rachel B.V., Flintermar B.V., Flinterland B.V., Flinter Aland N.V., Flinter Trader N.V., Flinter Tide N.V. and Flinter Atlantic N.V. are attached to this report as **annexes 1 through 11**.

*The third interim financial reports of Flinter Groep B.V., Flinter Management B.V., Flinter Shipping B.V., Flinter Real Estate B.V., Flinter Shared Services B.V., Flinter Rebecca B.V., Flinter Pioneer B.V., Flinter Rachel B.V., Flintermar B.V., Flinterland B.V., Flinter Aland N.V., Flinter Trader N.V., Flinter Tide N.V. en Flinter Atlantic N.V. are attached to this report as* ***annexes 12 through 25****.*

9.4 Term of bankruptcy liquidation

At this time, the trustees are unable to express a view on the term of liquidation of the bankruptcy.

9.5 Plan of action

In the coming reporting period the activities of the trustees will mainly focus on:

- selling assets, including the immovable property, inventory and stocks;
- investigating and assessing the ongoing litigation;
- investigating (financial) books and accounts;
- investigating the causes for the bankruptcies;
- investigating the financing and securities;
- assessing and settling retention of title claims;
- investigating legitimacy;
- taking stock of the debt burden.

In the coming reporting period the activities of the trustees will mainly focus on:

- selling assets, including the immovable property, inventory and stocks;
- further investigating and assessing the ongoing litigation;
- further investigating (financial) books and accounts;
- investigating the causes for the bankruptcies;
- further investigating the financing and securities;
- investigating legitimacy;
- taking stock of the debt burden.

*In the coming reporting period the activities of the trustees will mainly focus on:*

- *consult with ING Bank regarding the ongoing proceedings (see at 1.3 above);*
- *further investigating (financial) books and accounts;*
- *investigating the causes for the bankruptcies;*
- *the dispute with Bremer Landesbank about the proceeds of the deck equipment on board m/v CRS Rebecca (see in 3.16 above);*
- *explore option of amicable settlement in respect to offsetting by the pledgee (see in 5.3 above);*
- *investigating legitimacy;*
- *taking stock of the debt burden.*

9.6 Submission date next report

In three months.

In three months.

*In three months*

VAN STEENDEREN MAINPORT LAWYERS

Van den Herik & Verhulst ADVOCATEN

9.7 Activities
See above.

See above.

*See above*

12 June 2017

A.J. van Steenderen
Van Steenderen Mainport Lawyers B.V.

C. van den Bergh
Van den Herik & Verhulst Advocaten N.V.