WILSON
THE PREFERRED CARRIER

Annual report '10


Wilson is one of Europe's leading shipowning companies in the short sea bulk sector. Wilson's strength is the ability to combine various contracts of affreightment in order to provide Norwegian and European industrial customers with competitive offers.

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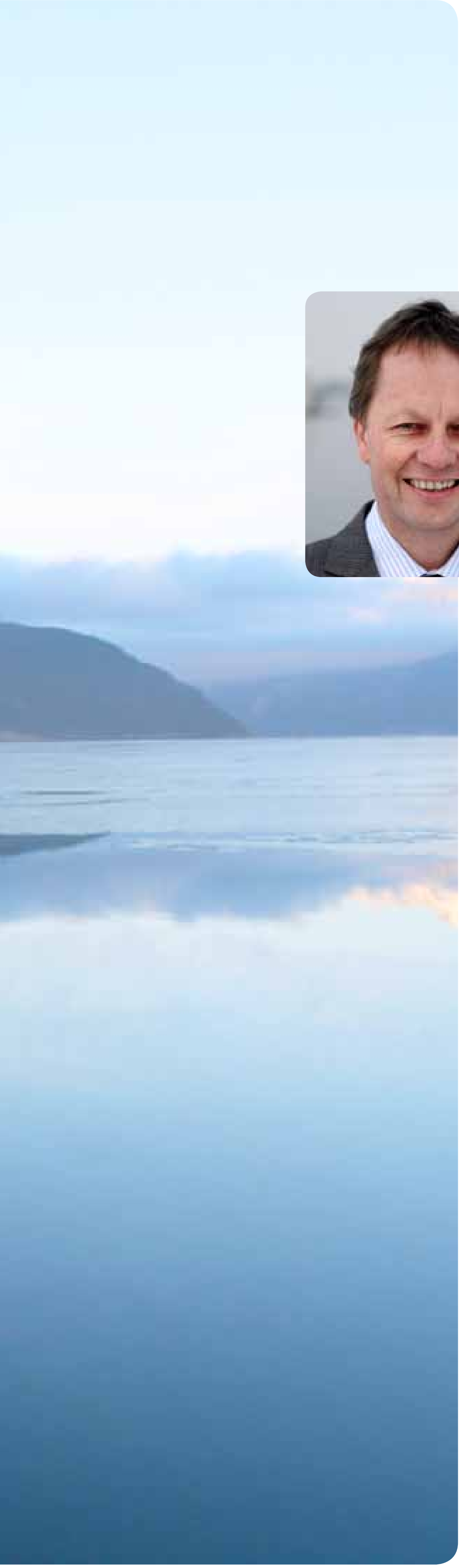

2010 – Outlook

The Wilson Group has delivered a strong and improved profit performance for 2010, with an increase in operating profit of MNOK 224 and profit for the year of MNOK 57. After the sharp economic downturn in 2009, it is satisfying to once more being able to deliver positive figures.

At the same time, market developments during the past year have brought little satisfaction. For 2010, in terms of activity as well as rates, we are still a little below the average for the five-year period prior to the downturn. We are continually reminded of the fact that recovery takes time. Although more and more macro-economic indicators are pointing in the right direction, it takes time to establish higher rates and lasting growth in volumes. However, it is our view that our line of shipping – short sea within the European trade – is faced with "only" a challenge of demand. This is because the supply of new tonnage in our sector is limited, and there will be a tightening of the market as demand gradually starts picking up once more.

The fact that our profit performance for 2010 was so considerably improved, but without rates and activity levels being more than about half what they were in the period 2003-2008, illustrates clearly just how brutal the fall in volumes was in 2009. At the same time, it gives an indication of the potential in the company and its capacity to generate profits when the markets recover fully from the downturn. In such a situation it is important to have costs well under control, so that the increase in activity levels is not matched by a similar rise in costs. The results reported for 2010 show quite clearly that we are focused on cost containment and that we are succeeding in maintaining operating costs at a reasonable level.

With a steady but positive tightening on the demand side, no overshadowing increase on the supply side, and with a strong focus on cost control, our long-term expectations are positive. While the underlying trend this year is moving in the right direction, we are nevertheless cautious in terms of our expectations for 2011. Wilson's competitive position is, however, strong and a tightening market will serve to reinforce and strengthen the company's positive development!

Bergen, February 2011

Øyvind Gjerde
CEO

Key Financial Figures

INCOME STATEMENT (MNOK)	**2010 IFRS**	**2009 IFRS**	**2008 IFRS**	**2007 IFRS**	**2006 IFRS**	**2005 NGAAP**
Gross freight income	1 969	1 648	2 157	1 831	1 659	1 633
EBITDA	269	56	404	392	294	291
Operating result (EBIT)	91	(133)	234	257	185	198
Financial result	(42)	101	(63)	(120)	(25)	(1)
of which interest expenses	67	65	89	63	36	31
Result before tax	49	(32)	170	132	160	197
Annual result	58	1	250	96	120	159
Earnings per share (NOK)	1.38	0.01	5.91	2.28	2.85	3.77
BALANCE SHEET (MNOK)						
Equity	862	799	837	626	549	475
Total assets	2 705	2 385	2 584	2 090	1 760	1 330
Net interest-bearing debt [1]	1 499	1 326	1 351	898	816	559
MARGINS						
EBITDA margin, % [2]	13.7	3.4	18.7	21.4	17.7	17.8
EBIT margin, % [3]	4.6	(8.1)	10.8	14.0	11.1	12.1
Profit margin, % [4]	2.5	(1.9)	7.9	7.2	9.6	12.1
RETURNS						
Return on equity, % [5]	7.0	0.1	34.1	16.4	23.5	40.4
Return on total capital, % [6]	3.5	-5.4	10.6	14.3	12.4	16.5
CAPITAL STRUCTURE						
Debt-to-equity ratio [7]	1.7	1.7	1.6	1.4	1.5	1.2
Interest cover ratio [8]	1.7	0.5	2.9	3.1	5.5	7.3
Equity ratio, % [9]	31.9	33.5	32.4	29.9	31.2	35.8

[1]) Excluding financial commitments arising from acquisitions
[2]) Operating result before depreciation and amortisation (EBITDA) as a percentage of gross freight income
[3]) Operating result (EBIT) as a percentage of gross freight income
[4]) Pre-tax result as a percentage of gross freight income
[5]) Result for the year after tax as a percentage of average equity
[6]) Operating result (EBIT) plus financial income, excluding agio, as a percentage of average total capital
[7]) Net interest-bearing debt over equity
[8]) Pre-tax result plus interest expenses as a share of interest expenses
[9]) Equity as a percentage of total capital

Wilson Lista loading
woodpulp at Follafoss


SODRA
red 50081
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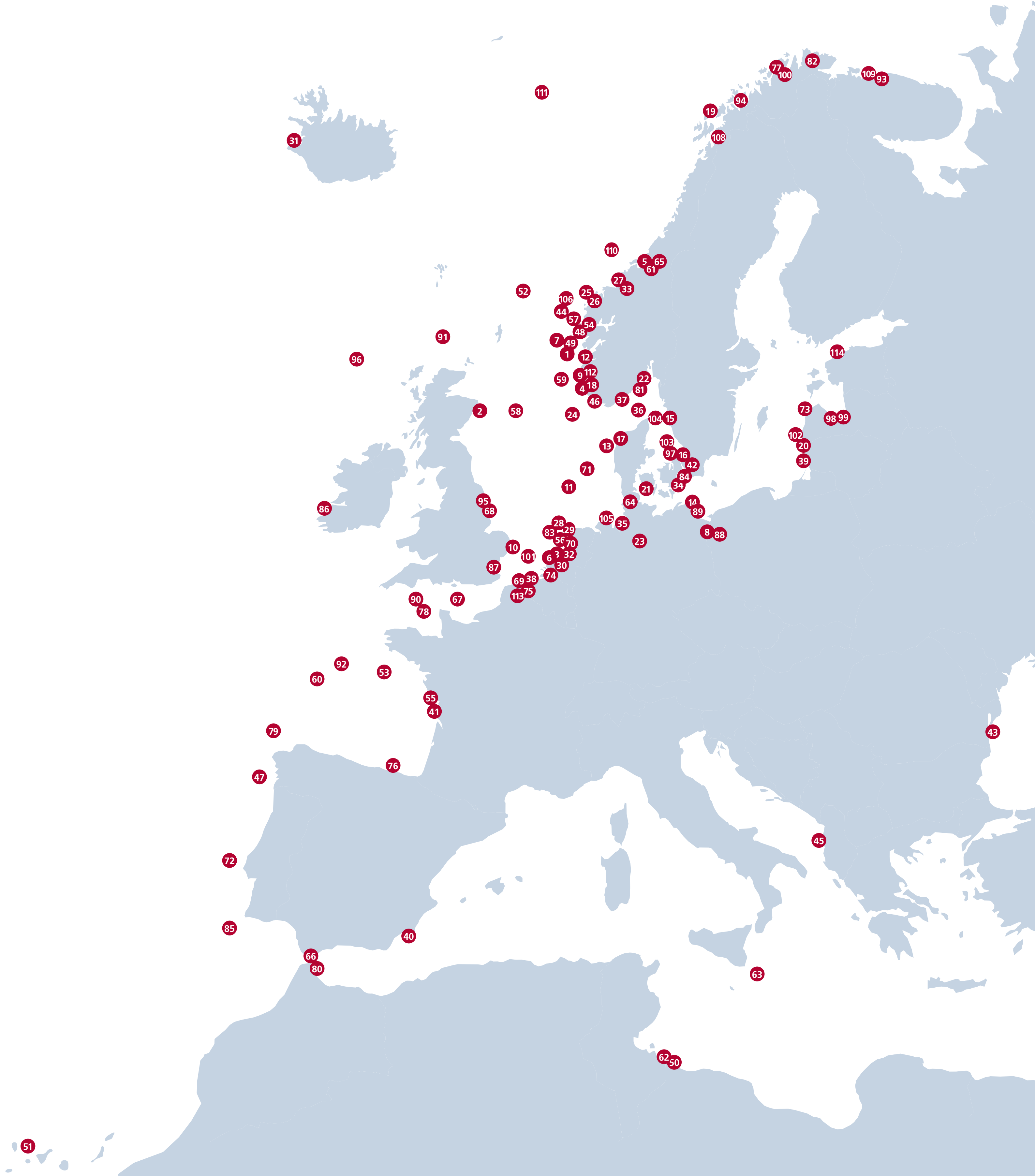
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Continous presence

- Wherever there is cargo, you will find a Wilson vessel.

Wilson's business concept is to offer Norwegian and European industry competitive, reliable, flexible and long-term maritime transport services. In the exercise of this aim, Wilson has gradually built up a fleet which as of 31 December 2010 totalled 114 vessels. The fleet consists mainly of dry cargo vessels in range 1 500 dwt-10 000 dwt which operate primarily in European waters. Wilson's philosophy is for every vessel to be able to take any cargo at any time, therefore most of the vessels in the fleet have flexible hold solutions capable of accommodating most types of dry bulk and project cargoes.

The map to the left is a snapshot of the fleet's position on a randomly selected day, in this case 13 December 2010. As the map shows, Wilson's vessels are spread throughout European waters. Most of the vessels are active in the North Sea Basin and around the European continent, but in total the fleet covers an area stretching from the Mediterranean and north Africa in the south to the Barents Sea in the northeast, and from the Baltic in the east to Iceland in the west. Wilson has a continous presence in European waters and can adapt transport patterns quickly to meet clients' varying requirements.

During the period covered by the snapshot in December 2010, Wilson also had a vessel in US waters (MV Wilson Saga, 1998/6 500 dwt). This shows that the company is ready to engage in transatlantic trade whenever opportune. In general, the company finds that demand for the larger vessels in the fleet has a broader scope than the purely European market, even though the main focus of the marketing activity is in Europe.

Owing to a very large fleet of vessels operating with relatively short voyages, the company makes many port calls during the year. Wilson's bulk carriers made over 10 000 port calls in 2010, an average of more than one port call every hour – every day – all through the year. The fleet's sailing pattern also means that approximately 40 % of total sailing days are spent in loading and unloading ports.

For more information on individual vessels, please see the fleet list on page 71.

COA
Contracts of affreightment

Wilson has a diversified client base and has good, long-term relationships with many of its major clients. High contract coverage contributes to stability of earnings over time.

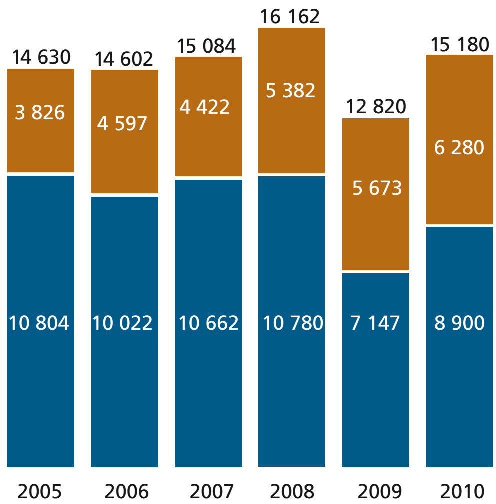
Wilson offers industrial clients requirements contracts, known as Contracts of Affreightment (COAs), which typically regulate price and maximum volume. By definition, requirements contracts, or COAs, rarely specify a minimum volume that clients are obliged to ship. However, based on experiential data in terms of transport patterns, combined with the composition of the contract portfolio, this is an overall volume risk that the company deems acceptable. The terms of COAs normally vary from one to five years, although some have a term of 6-9 months and others up to 10 years. The average term being 2.5 years.

Volumes

In 2010, Wilson shipped a total of over 15 million tons of cargo, whereof nearly 9 million tons were on COAs and over 6 million tons were transported in the spot market. This is an overall increase of over 2 million tons (just under 20 %) compared with 2009, made up of an increase of 1.8 million tons (26 %) in COA volumes and an increase of 0.5 million tons (9 %) in spot volumes. Despite the increase, COA volumes were slightly down on the level from previous periods. The rise in spot volumes was a direct consequence of the shipping capacity not used on COAs being used instead in the spot market.

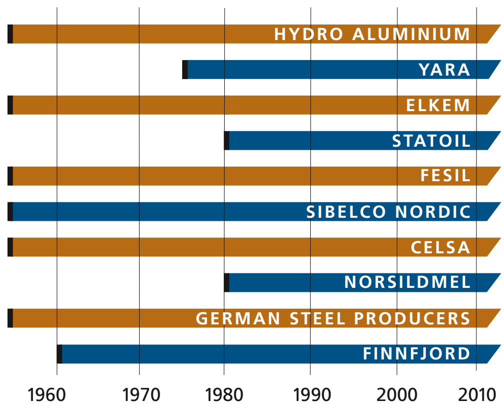
Client portfolio

Contract turnover for 2010 derived from around 100 different clients in total, with the 10 largest clients accounting for about 40 % of the turnover, but with no single client accounting for more than



Cargo volume
(1 000 tons)

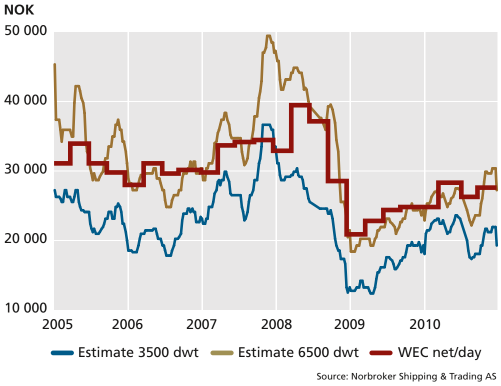
Spot
COA



Solid customer base through more than 50 years

10 %. The company has in other words a well-diversified client base, and it also has long-standing business relationships with the majority of its clients. Among Wilson's largest clients in 2010 are several whose relations with the company go back to the 1960s and '70s, but also new clients with whom relationships have developed in recent years.

Net/Day vs. spot earnings estimates



As a result of the steadily growing pace of internationalisation, a number of new and primarily foreign companies have entered the list of the 10 largest clients. This trend towards internationalisation is a result of Wilson's aim to increase activity outside Norway and to target international companies with transport requirements into and out of Norway. Over the past few years, the company's activity has been greatest in areas that do not involve Norwegian ports, and we have also seen the highest rate of relative growth in this market. In parallel with the company's concentration on activity outside Norway, it is our belief that the Norwegian market still has a great many opportunities to offer. Although Wilson is frequently characterised as having a strong foothold in maritime transport into and out of Norway, the company sees considerable opportunities for growth also here.

Wilson's client base is made up of a combination of new and long-standing clients. Once the client contact has been established, it is highly likely for the relationship to continue, which is evidenced by the fact that Wilson has a high renewal rate on existing contracts.

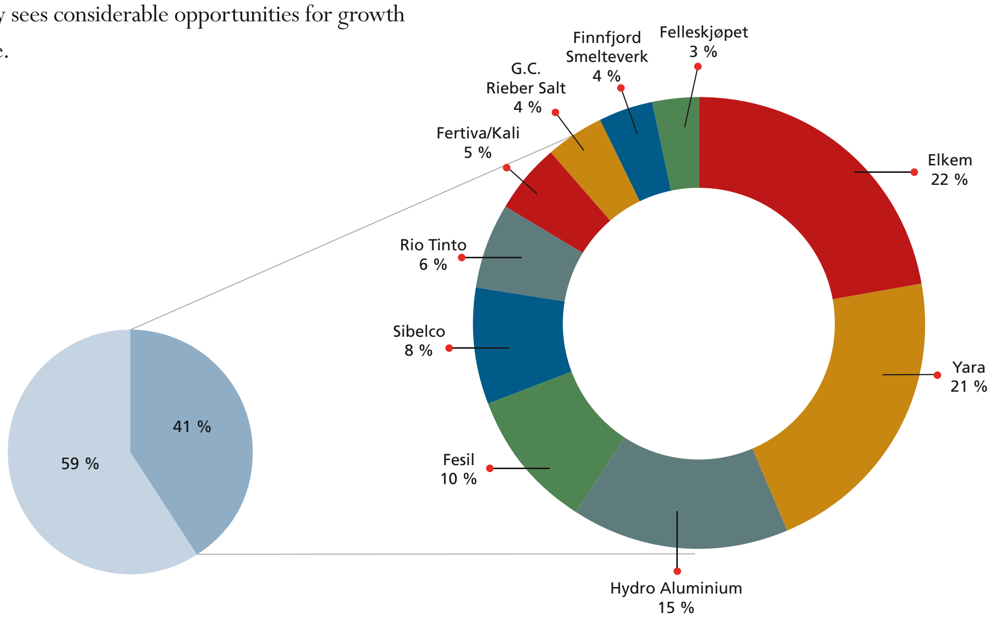
Through the years, Wilson has shown the ability and the willingness to think innovatively in order to create the best possible solutions for clients' transport requirements. New transport patterns and methods are being developed continually in collaboration with clients, strengthening already good relationships.

Stability

High contract coverage makes Wilson's earnings more stable than in a volatile spot market, as is well illustrated by the graph to the left. The graph shows Wilson's net average earnings per day/T/C- equivalent daily earnings and market rates illustrated by Norbroker's spot earnings estimates for 3 500 dwt and 6 500 dwt vessels. Net earnings per day are defined as gross turnover less voyage costs, which typically include bunkers and port charges.

A comparison of Wilson's net earnings per day and Norbroker's spot estimates shows that Wilson's earnings over time have been less volatile than the more fluctuating spot market. The high proportion of COA activity allows Wilson to achieve a more stable and predictable flow of income than if the company had been more exposed to the spot market.

Wilson's 10 largest customers are equivalent to approximately 41 % of the turnover




Cargo
Ballast
14 Kristiansund
Høyanger
15
16 Årdalstangen
8 Tallinn
7 Espevik
Sarpsborg
Herøya 2
3
Liepaja
9
5 Dublin
Immingham
12
Waterford
4
1 Delfzijl
6 Papenburg
17
Amsterdam
10 Antwerp
11
13 Willebroek
Sluiskil

High utilisation of capacity

- Optimisation of sailing patterns.

High capacity utilisation achieved through effective deployment of a large fleet carrying varying combinations of contract cargoes and spot cargoes enables Wilson to make competitive offerings to Norwegian and European industry across an extensive geographical area.

One of Wilson's strengths is the ability to combine different vessels and cargoes effectively. By combining different requirement contracts (COAs) and spot cargoes, Wilson is able to maintain high capacity utilisation and thus offer competitive terms to Norwegian and European industry across the company's entire market area.

Wilson has in the past few years maintained an average capacity utilisation as high as 87 %, as was also the case in 2010. Ballast voyages, i.e. voyage legs with no paying cargo, thus accounted for only 13 % of total sailing days. As an illustration of this capacity utilisation, the map shows the sailing pattern over a period of approximately two months for a randomly selected vessel, in this case the Wilson Gaeta (1998, 3 680 dwt). As the table shows, over this period the Wilson Gaeta carried a large variety of cargoes for various contract clients in addition to a number of spot cargoes. The vessel covered a geographical area stretching from west Norway in the north to Belgium in the south, and from Ireland in the west to Estonia in the east.

The average length per trip in this case was a little less than six days, with an average ballast of about 0.8 days. The example has a somewhat shorter average voyage then the fleet's average of about nine days. To achieve good efficiency, it is essential to arrive at the port in question at the right time so as to avoid unnecessary waiting. Loading and unloading in European industrial ports normally occurs on weekdays only, so weekends need to be used for moving ships between different destinations in order to optimise time use.

Wilson aims to constantly increase the number of contracts. By supplementing volume with new contracts in and out of strategic areas, there is continued scope for making sailing patterns even more efficient and thus benefiting customers through a range of new offerings.

Wilson Gaeta during the period March-April 2010:

From	To	Cargo	Ballast	Days	Total
Delfzijl	Sarpsborg	Salt		3.11	
Sarpsborg	Herøya		0.33		
Herøya	Waterford	Fertiliser		6.54	
Waterford	Dublin		0.52		
Dublin	Papenburg	Peatmoss		5.68	
Papenburg	Espevik		1.72		
Espevik	Tallinn	Aggregates		5.96	
Tallinn	Liepaja		1.15		
Liepaja	Antwerp	Coke		4.60	
Antwerp	Sluiskil		0.25		
Sluiskil	Immingham	Fertiliser		4.45	
Immingham	Willebroek		1.16		
Willebroek	Kristiansund	Prosject cargo		5.40	
Kristiansund	Høyanger		0.74		
Høyanger/Årdalstangen	Amsterdam	Aluminium		5.42	
			5.87	**41.16**	**47.03**


NO SMOKING

International network

Wilson has a number of companies established in areas of strategic importance. Common to them all is that each company individually is important in maintaining the high quality of Wilson's services. This strategy has enabled Wilson to gain a foothold in markets outside Norway and to capture a more central position in the value chain associated with each company's activities.

Through Wilson's wide operations, the company has access to a large network of knowledge, experience and resources. The challenges facing the industry have many parallel similarities, despite the slightly differing basic premises in the different countries. The internationalisation of the industry has also created a need to be able to view many areas from an international perspective.

Through international subsidiaries, localised in areas of importance to Wilson, the company is able to adapt to the prevailing conditions. Wilson's international network enables knowledge sharing across borders, and increases the company's ability to identify and manage local fluctuations in demand and other challenges. A local presence furthermore ensures quicker and more direct interaction with clients, suppliers and local authorities. This again leads to greater efficiency and productivity for Wilson, and problem-free and more reasonably priced total logistics for many of Wilson's clients.

Nesskip hf.

Nesskip is responsible for the day-to-day contact with Wilson's Icelandic clients, and is important as a means of securing Wilson's market position in Iceland. Through Nesskip, Wilson is ensured a long-term and solid presence in the country. Nesskip maintains a close dialogue with Icelandic industry, which permits Wilson to adapt early to whatever changes in requirements Icelandic clients may have.

Nesskip has its head office at Seltjarnarnes outside Reykjavik, Iceland, from where it runs its affreightment and ships agency business with a staff of eight. Nesskip serves the whole of the Icelandic market, and enjoys a leading position in both affreightment and ship clearance.

Although clearance and affreightment services for the Wilson fleet are a major element of Nesskip's operations, clients outside the Wilson system form a very important part of the company's activities. Both shipping companies and cargo owners collaborate with Nesskip to create good solutions to meet their unique requirements, enabling Nesskip's competence to satisfy most maritime transport needs.

For more information about Nesskip, please visit the company's website at www.nesskip.is.

Wilson Agency B.V.

Wilson Agency represents the Wilson Group in Rotterdam, Europe's largest port. Wilson Agency is run by a staff of nine and handled 736 port calls in 2010. This makes the agency an important link in the chain of co-ordination and optimisation of Wilson's many port calls in Rotterdam and surrounding parts. In addition the company handles pre- and post-transport for many of Wilson's clients.

Wilson Agency also handles marketing and client contacts for the Norway-Rhine Line and is a point of contact for both public authorities and suppliers in the Netherlands.

Wilson Narvik discharging coils in Gdynia

The establishment of Wilson Agency has permitted Wilson to offer its clients a number of services. Several of Wilson's contractual clients have already chosen to employ the agency to arrange barging of cargo, customs clearance and temporary warehousing. Wilson is thus able to deliver a "door-to-door" service to its clients, in which costs can be minimised and the client need only deal with one point of contact for the entire logistics chain.

Wilson NRL Transport GmbH

Wilson NRL Transport is located in the heart of the Ruhr area, where it handles all of Wilson's port calls in Duisburg and the surrounding parts. Wilson NRL Transport is thus strategically situated in relation to leading European industry.

Wilson NRL Transport is responsible for an important part of marketing Wilson's Norway-Rhine Line. The proximity to the German steel industry permits Wilson NRL Transport both to maintain and develop the 50-year long collaboration Wilson has enjoyed with German industry. In addition, Wilson NRL Transport has close contacts with other suppliers of steel and general cargo destined for Norway. The company can thus ensure that cargo is collected from all over Europe and brought to Duisburg, for shipping by Wilson's vessels to Norway.

The company employs a staff of five, and is highly knowledgeable and expert with regard to local conditions in the Ruhr area. This expertise is used to assist Wilson's clients with both pre- and post-transport of goods for carriage on Wilson's vessels.

Wilson Murmansk Ltd.

In the spring of 2009 Wilson established the company Wilson Murmansk Ltd. in Murmansk, Russia. The purpose of the company is to maintain contacts with Russian industry, and to help co-ordinate Wilson's many port calls in the region.

The company currently has a staff of one, but in addition to maintaining client contacts the local network also enables the company to provide ship clearance and to handle pre- and post transport of goods both for Wilson and for third parties.

1	**Wilson**	**- Bergen**
2	**Wilson Agency Norge AS**	**- Tananger**
3	**Wilson Agency B.V.**	**- Rotterdam**
4	**Wilson NRL Transport GmbH**	**- Duisburg**
5	**NSA Schifffahrt und Transport GmbH**	**- Hamburg**
6	**Nesskip hf.**	**- Reykjavik**
7	**Unistar Shipping Co. Ltd.**	**- Limassol**
8	**Wilson Crewing Agency Ltd.**	**- Archangel**
9	**Wilson Crewing Agency Odessa Ltd.**	**- Odessa**
10	**Wilson Murmansk Ltd.**	**- Murmansk**

NSA Schifffahrt und Transport GmbH

NSA Schifffahrt und Transport operates an ordinary ships agency business for Euro Container Line, and acts as a line-, port-, cruise- and affreightment agent for shipping companies and line operators and for European exporters and importers. The company assists its clients with cargo booking, shipping focused on Scandinavia and the Baltic, and administration and execution of various port activities. Approximately two-thirds of the activity is devoted to Euro Container Line, the rest to external clients. The company's head office is in Hamburg, Germany.

Wilson Agency Norge AS

Wilson Agency Norge was established in Tananger in May 2010. The company is responsible for handling Wilson's port calls in the Rogaland region, and also for marketing the Norway-Rhine Line and Euro Container Line in the local area. The company will also help simplify and render more efficient Wilson's other calls in Norwegian ports, and offer services such as loading and unloading, customs clearance, pre- and post transport of goods etc. for Wilson's existing client network. The company currently has a staff of three.

Wilson Crewing Agency Ltd.

Competent mariners are one of Wilson's decidedly most important resources, and Wilson Crewing Agency (WCA) is an important tool for ensuring that Wilson's vessels are well crewed. The business, which is located in Archangel in Russia, started operations more than 10 years ago, and is now responsible for the major part of Wilson's crew recruitment and training. Wilson employs in total around 1 250 mariners through WCA, most of whom are recruited from Archangel and the north-west of Russia. They are a loyal and stable work-force with a good knowledge of Wilson and of the needs and requirements of Wilson's clients.

WCA also organises officers' conferences twice annually in partnership with Wilson Ship Manage-ment. This is part of Wilson's strategy of ensuring that the officers on board the company's vessels are always professionally and technically up to date and familiar with the quality requirements of Wilson's clients. WCA currently has nine employees.

Wilson Crewing Agency has a sister company in Odessa, Ukraine, which does similar work to WCA but aimed at the Ukraine market. This company was established in 2007 and has to date recruited 200 mariners to sail on Wilson's vessels.

Wilson Lahn with reels outbound Tønsberg

Shareholder information

The liquidity in the Wilson share was limited also in 2010 due to the company's highly concentrated ownership structure, with the principal shareholder, Caiano AS, owning 90.2 % of the shares.
At the same time, the company's other major shareholders maintained relatively stable positions. The share was traded on average only about once every fifth trading day during the year and volumes were limited.

Irrespective of Caiano's dominant position in Wilson, the established principles for the company's dividend, shareholder and investor policy remain fixed.

Shareholder policy

Wilson aims to provide its shareholders with a high, stable return on their investment over time, through the payment of dividends and positive share price performance. Both the dividend and share price performance will reflect the company's relative economic development.

The company underlines the importance of providing the securities market and other interested parties with relevant and timely information in order to give investors a full and complete basis on which to make their investment decisions.

At the Annual General Meeting on 8 April 2010, the Board of Directors was authorised to increase the company's capital. The authorisation permits the Board to increase the share capital by NOK 52 770 000, equivalent to 25 %. This is a general authorisation and not limited to a defined purpose. The authorisation runs until the Annual General Meeting in 2011 and has to date not been used.

Dividend policy

Wilson's established dividend policy is to aim to pay an annual dividend of 25-30 % of the company's profit after tax. The dividend recommended to the Annual General Meeting by the Board of Directors will, however, take into account the company's growth ambitions in a cyclical upturn and solidity/ solvency performance in a cyclical downturn. Where the Annual General Meeting adopts the Board's recommendation, the company will endeavour to pay the dividend as soon as practically possible following that decision.

The Board recommends that no dividend be paid for the 2010 financial year.

As a result of 2009 being an extremely difficult year in the market, Wilson's liquidity came under pressure and the company was granted deferral of the downward adjustment of a loan facility, totalling MNOK 45. The downward adjustment, which should have taken place in December 2009, was deferred until 2011 and 2012. The company has been charged by the lender not to pay dividend until the deferred downward adjustment has taken place.

Investor policy

Wilson publishes interim (quarterly) and annual financial statements and reports in accordance with the financial calendar as communicated to the market and as reproduced on the company's website. The company's management have previously held presentations in connection with the announcement of results in both Oslo and Bergen. As attendance at these presentations was falling off and at times very limited, the management found it no longer appropriate to continue holding them. The company is instead available to interested parties following the announcement of interim results to comment on the figures and the content of the interim report. The company will keep under review the possible need to revive presentations of interim results.

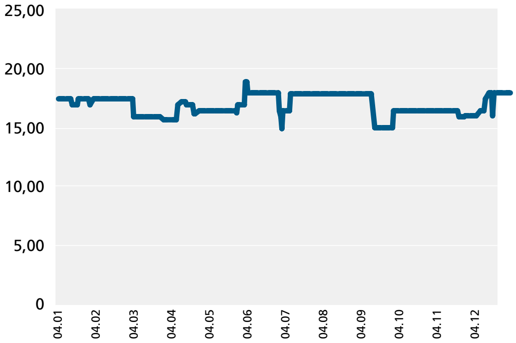
For the announcement of regulatory information, Wilson has entered into an agreement with the information services Hugin/Thomsen Reuters, which will ensure broad and unison distribution of information.

Wilson maintains a self-imposed "quiet period" for two weeks prior to the public announcement of interim results, during which contact with external analysts, investors and journalists is limited to a minimum.

Share price performance 2010

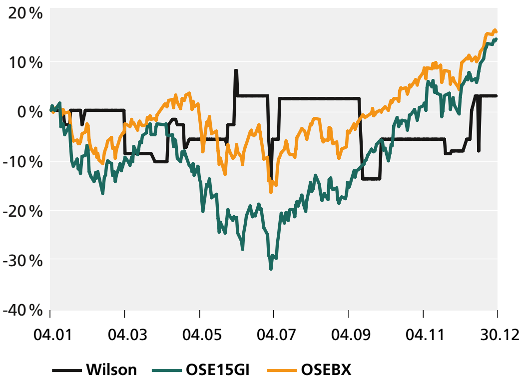
Share price performance in 2010 was virtually flat, with a traded price of NOK 17.50 per share at the start of the year and NOK 18.00 per share at the end of the year, a change of 3 %. During the year the trading price varied between NOK 18.90 per share at its highest (2 June) and NOK 15.00 per share at its lowest (1 July).

Wilson – share performance



The relative performance of the Wilson share in 2010 is shown in the graph at top right, compared with the Oslo Stock Exchange Benchmark Index (OSEBX) and the index OSE15GI*. The company in many ways reflects the general level of industrial activity and, with a positive performance for industrial and commodity shares, one should be able to expect a similar performance for the Wilson share. However, as the graph shows, in 2010 the share failed to perform as well as the OSE Benchmark Index or the OSE 15 GI, although, owing to the very limited liquidity in the share, too much weight should not be ascribed to these comparisons.

WILS vs. Oslo Stock Exchange



*The GICS Materials Sector encompasses a wide range of commodity-related manufacturing industries. Included in this sector are companies that manufacture chemicals, construction materials, glass, paper, forest products and related packaging products, and metals, minerals and mining companies, including producers of steel.

Shareholders as of 31 December 2010

As of 31 December 2010, Wilson had 192 shareholders.

20 largest shareholders in Wilson at 31 December 2010

Name	No. of shares	Owner's share/ Voting share
Caiano AS	38 070 599	90.18 %
Pareto Aksje Norge	931 800	2.21 %
Ivan AS	623 000	1.48 %
Slethei AS	468 954	1.11 %
Pareto Aktiv	432 600	1.02 %
Garms Holding AS	372 000	0.88 %
Pareto Verdi	181 200	0.43 %
Casavi AS	158 800	0.38 %
Bergtor AS	102 000	0.24 %
Slethei	73 500	0.17 %
Carrera Industrier AS	63 000	0.15 %
Crown Hill Chartering A/S	50 000	0.12 %
Torei IV AS	47 300	0.11 %
MP Pensjon Pk	44 000	0.10 %
Baia IV AS	40 520	0.10 %
Steinsbø	36 500	0.09 %
Eidesvik Invest AS	27 000	0.06 %
Crown Hill Shipping AS	25 000	0.06 %
Caceis Bank Luxembourg	24 200	0.06 %
Throndsen	21 100	0.05 %
Total 20 largest shareholders	41 793 073	99.00 %
Total others	422 927	1.00 %
Total number of shares	42 216 000	100.00 %

Financial Calendar 2011

Q4 2010 Interim Report
& Annual Report 2010 – 24 February 2011
Q1 2011 Interim Report – 11 May 2011
Q2 2011 Interim Report – 12 August 2011
Q3 2011 Interim Report – 3 November 2011

Annual General Meeting – 11 May 2011


Another reliable engine for tomorrow's world

Risk factors

Wilson's core business activity is to supply Norwegian and European industry with maritime transport solutions, primarily by means of flexible requirements contracts (COAs). The main activity centres round the development and expansion of our European dry cargo freight business, in a market that is exposed to global and regional economic fluctuations. Wilson's activities are principally carried on in European waters, so that regional industrial production in Europe is particularly important for the trend in demand for our transport services.

Maritime transport services in the short sea shipping segment compete with other transport methods, including road and rail transport, where the relative position of strength between these categories can again be influenced by political decisions. Stable external conditions that do not disfavour maritime transport are therefore crucial for earnings in the segment.

Apart from the external conditions determined by political decision-making, Wilson's overall risk position can be divided into three main categories: market risk, operational risk and financial risk.

Market risk

The most important factor affecting the company's business is general economic growth. Wilson's earnings will in many ways be a reflection of the general economic cycle in the areas where the company operates, which will again be influenced by fluctuations in global supply and demand. As a result of Wilson's European focus, intra-European trends will have most significance for the company's earnings.

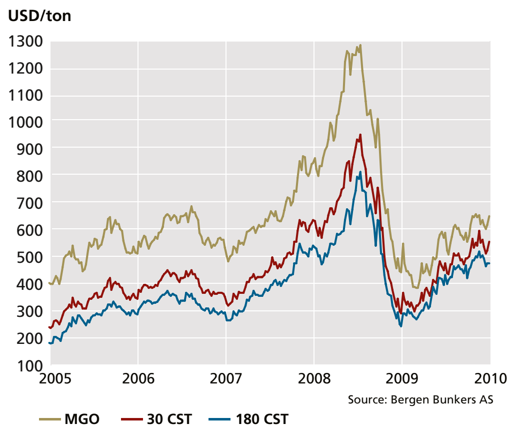
Wilson's core business activity is maritime transport, with ships sized from 1 500 to 10 000 dwt. Traditionally, the small bulk market has been less volatile and less influenced by global fluctuations than the market for major bulk carriers. A decline in activity in the short sea market was nevertheless very noticeable in 2009, showing clearly that it is not protected from global fluctuations, although significant falls in freight rates through the economic downturn were less marked for the small bulk sector than for larger tonnage.

The company has worked purposefully over the years to develop a portfolio of contracts with Norwegian and international industrial clients, where the plan for the portfolio contains an important restriction which involves not becoming overly dependent on individual clients or specific trades.

High contract coverage has in Wilson's view enabled the company to attain a more stable and predictable flow of earnings than the case would have been if the company had been more exposed to the spot market. Wilson offers industrial clients requirements contracts, known as Contracts of Affreightment (COAs), which typically regulate price and maximum volume. By definition, requirements contracts, or COAs, rarely specify a minimum volume that clients are obliged to ship. However, based on experiential data in terms of transport patterns, combined with the composition of the contract portfolio, this is an overall volume risk that the company deems acceptable. The inherent risk in requirements contracts was, however, made manifest in the downturn following the financial crisis by the considerable fall in volumes Wilson experienced, although we believe these would have been even greater with higher spot market exposure. Wilson's contract coverage in 2010 was approximately 54 %, slightly less than the company's historical average of about two-thirds. The term of underlying contracts normally varies from one year to as many as five.

Wilson Waal loading
engines at Hordvikneset

Bunker prices 2005-2010



The company is seeking over time to increase the volume of these long-term industrial freight contracts, and is also endeavouring to attain a reasonable balance between the contract portfolio and overall shipping capacities, i.e. between owned and contracted tonnage.

Furthermore, the company works hard to optimise its contract portfolio by securing return cargoes from ports with a lot of incoming cargo. Historically, Wilson's business has been based on a solid foundation of Norwegian-related activity, but most of the growth in recent years has been outside Norway.

Wilson is exposed to a general increase in costs. Bunker costs is one of the Group's biggest expenditure items, with trends in bunker prices closely tied to changes in the price of crude oil. Bunker prices rose steadily through 2010. To limit the effect on earnings of these price increases, most of the company's contracts contain a bunker clause. The bunker clauses vary somewhat in their structure, but all of them help reduce the effect of fluctuations in bunker prices. There is currently no corresponding risk cover for spot market activity. It is Wilson's opinion that, over time, the spot market will partly reflect changes in bunker prices.

In addition to further developments in bunker prices, crew costs and dry-dock costs among others will be important uncertainty factors on the cost side. Even periods of moderate economic growth will exert pressure on prices where these factors are concerned and so an increase in costs cannot be ruled out.

Unlike other shipping markets, the short sea market is not viewed as being exposed to a destructive supply side as a result of over-contracting. Deliveries of newbuildings to the sector in the time ahead are expected to be moderate.

Operational risk

Wilson is operated as a fully integrated shipping company, with technical and commercial operations gathered under one roof. This gives shorter routes for decision-making, and more efficient management and operation. The company owns most of its own tonnage in use today.

Technical management is done by a dedicated team who follow up everything from ordinary technical purchases for the ships to project planning and necessary upgrades and dry-dockings. Continual maintenance is ensured by having each vessel undergo a thorough inspection in full dry-dock, on average once every 30 months. This ensures that vessels are in good operating order and maintain their second-hand value.

The size of the company fleet allows for less dependence on each ship. Having many ships in each segment permits the company always to have tonnage available if one or more ships are off-hire.

Operational activity always involves some risk of accidents. Operational risk is mapped out using a comprehensive reporting system and measures are carried out to limit risk according to this. The economic consequences of operational risk are further reduced by using different insurance companies. The company has Hull, Freight Interest, P&I and War Risk insurance for all its ships. Wilson also has a policy of taking out off-hire insurance for the tonnage it owns according to need, in the light of alternative tonnage costs.

The parameters for the company's operational activities are set by, among others, national and international laws and regulations, including in particular flag state requirements and IMO regulations. Any amendments to these laws and regulations may incur the company extra costs and ultimately limit our use of tonnage.

Financial risk

Wilson's financial risk is primarily tied to trends in exchange rates and interest rate levels. The company has established strategies within defined limits for controlling and managing acceptable currency and interest rate risk.

Currency risk

The company's earnings and cash flows are exposed to fluctuations in exchange rates as a result of mismatches between flows of income and expenditure in foreign currencies. Wilson's sales revenues are primarily nominated in EUR and NOK, while a considerable share of the expenditure is in currency payments. Bunker costs are primarily handled in USD, port costs and other voyage costs are primarily in EUR and NOK, crew costs in USD and administrative costs primarily in NOK. Chartering of ships on time charterparties is almost exclusively in EUR. Where it is natural to do so, the company seeks to achieve a match on currency flows in the same currency. In addition, the company employs forward exchange contracts to hedge the level of currency that is bought or sold. Note 9 to the consolidated financial statements gives a detailed description of the company's use of such financial instruments.

The value of the company's fleet is quoted in EUR and sales in the second-hand market are also valued almost exclusively in EUR.

Interest rate risk

The company is exposed to changes in interest rate levels. Interest rate risk relates primarily to long-term liabilities. The company has used interest-rate hedging instruments (interest swap agreements) to only a limited extent. Note 9 to the consolidated financial statements gives a detailed disclosure of the company's use of such financial instruments.

Credit risk

The risk that counterparties will not have the financial capacity to fulfil their commitments is viewed as low, and historically there have been few bad debts. This was also the trend in 2010, with no significant losses on accounts receivable.

Liquidity risk

The company's liquidity position as of 31 December 2010 consisted of bank deposits totalling MNOK 101 and available operating credit of MNOK 55. Viewed in the light of the company's liabilities relating to the newbuilding projects, the liquidity position as of 31 December 2010 is considered low but acceptable.

Sensitivity analysis

The risk factors described above will have a direct influence on company profitability. The table below shows the company's sensitivity to changes in a selection of external parameters. The calculations are based on the effects on pre-tax profit or loss of an isolated change to the parameter in question. For example, the effect of changes to port costs presupposes a stable currency rate. The calculations are based on the actual factors from 2010 in terms of fleet composition, cost levels, currency flows and hedge agreements. These are all factors that can change over time. The effects on pre-tax profit or loss must also be seen as estimates, and not 100 % exact calculations.

Effect on pre-tax profit or loss for 2010 of specific changes to different parameters:

Parameter	Change	Effect on pre-tax profit/loss
EUR rate	+/- NOK 0.1	+/- MNOK 3.1
USD rate	+/- NOK 0.1	-/+ MNOK 6.1
Interest rate	+/- 1%-point	-/+ MNOK 9.2
Port costs	+/- 1%	-/+ MNOK 5.4
Net T/C earnings per day	+/- NOK 100	+/- MNOK 3.2

Corporate governance

The following report shows how Wilson complies with the principles and guidelines laid down in the Norwegian Code of Practice for Corporate Governance issued by the Norwegian Corporate Governance Board (NUES) as of 21 October 2010.

1. Corporate Governance report

The report deals with the division of roles between shareholders, the Board of Directors and the day-to-day management team at Wilson, and compliance with the mentioned principles. Corporate governance is regularly discussed by the company's Board of Directors.

Deviation from the recommendations

1. Wilson deviates from the recommendations in section 3 where the Board of Directors' authorisation to increase the share capital is not limited to a defined purpose but is a general authorisation.
2. Deviation from section 7 concerning nomination committees for the reason that, owing to the company's present concentrated shareholder structure, the Board of Directors does not deem it appropriate to have a nomination committee.
3. Wilson also deviates from the recommendations in section 9 concerning the use of board committees. Wilson's Board of Directors has no committees, with the exception of an audit committee.

Core values

As part of its corporate culture, Wilson has prepared and introduced core value and ethical guidelines for the company's operations. Wilson's core values are that the company shall be reliable, service-minded, professional, long-sighted, sound, competitive and innovative. The employees shall also reflect these core values in their conduct and in the work they do.

Just as it is natural for us to pursue a policy of gender equality in the workplace, the Group works to ensure that there is no discrimination on grounds of ethnicity, religion, beliefs or impaired functional ability.

Corporate social responsibility

In addition to the fundamental importance of running a responsible business operation, Wilson regards it as its duty to work continuously within its own activities to make improvements in all matters relating to health, safety and the environment. Efforts of this nature will over time raise the quality of the services the company offers its customers and also lessen the risk of accidents and undesired environmental impacts.

2. Activities

Wilson's operations and activities are defined in the Articles of Association, which sets out the company's objects as follows: "The Company's business is to own, operate, manage and charter vessels, to engage in ship brokerage, clearance, commercial and agency activities, and industry, to own and manage real property, to conduct investment activities and to participate in other companies in Norway and abroad having similar objects". The full text of the Articles of Association is available on the company's website.

Within the scope of these objects, the company has focused its business concept on offering Norwegian and European industry competitive, secure, reliable, flexible and long-term maritime transport services, primarily in the field of dry cargo affreightment.

Wilson has a growth strategy, with "growth" defined as an increase in the fleet's available earning days and with the objective of steady growth relative to the market. Since 2006, the number of earning days in the core business Wilson Euro Carriers has increased from just over 27 000 to just over 32 000 in 2010, which represents an annual growth of over 4 %.

3. Share capital and dividend

Wilson's objective in terms of financial strength is to have book equity equal to at least 30 % of the balance sheet total on a consolidated basis. Considerable volatility in the currency markets has resulted in major unrealised changes in value for the company's foreign currency loans and financial instruments. The company will take such unrealised changes in value into account in connection with reconciliation against the target figures.

Wilson wishes to generate a good, stable return for its shareholders. Return on shareholder capital, or shareholder value, is defined as the sum total of share price performance and dividends. Shareholder value should reflect the economic development of the company. In the case of direct yield in the form of dividends, Wilson's long-term aim is to pay an annual dividend of 25-30 % of profit after tax. This objective will be assessed against the company's growth ambitions in cyclical upturns and solidity/ solvency performance in cyclical downturns, as well as the effect of unrealised items on profits.

As 2009 was an extremely difficult year in the market, Wilson's liquidity came under pressure and the company was granted deferral of the downward adjustment of a loan facility, totalling MNOK 45. The downward adjustment, which should have taken place in December 2009, has been deferred until 2011 and 2012. The company is required by the lender not to pay a dividend until the deferred downward adjustment has taken place.

The General Meeting has not authorised the company to purchase own shares.

At the Annual General Meeting 8 April 2010, the Board of Directors was authorised to increase the company's capital. The authorisation permits the Board to increase the share capital by NOK 52 770 000, equivalent to 25 %. This is a general authorisation and not limited to any defined purpose. The authorisation will remain valid until the Annual General Meeting in 2011 and has to date not been used.

4. Equal treatment of shareholders and transactions with related parties

Wilson has only one class of share.

In accordance with the authorisation granted on 8 April 2010 (see paragraph 3 above), the Board of Directors is authorised to determine that the pre-emptive right of shareholders under the Norwegian Public Limited Companies Act, section 10-4 can be waived in the event of a capital increase carried out under the mentioned authorisation.

The company did not trade in its own shares in 2010.

Wilson's decisive principle for related party transactions is that they should be conducted at arm's length and on commercial terms. The following transactions were carried out in 2010:

- In March 2010, the company raised a loan of EUR 9 325 000 from its principal shareholder, Caiano AS. This is an interest-only loan at a market interest rate and has a term of 3 years.
- In November 2010, the company purchased MV Wilson Express from Green Reefers ASA. This was a related party transaction as Caiano AS is also the principal shareholder of Green Reefers ASA.
- Related party transactions are disclosed in note 12 to the consolidated financial statements.

Minority shareholders of the subsidiary Nesskip declared put options during 2010 as per agreement and the final settlement for all the outstanding shares has been agreed. Details of the agreement are disclosed in note 11 to the consolidated financial statements.

5. Free transferability

The shares in Wilson ASA can be freely transferred, and no limit to such transfer is laid down in the Articles of Association.

6. General Meeting

The Annual General Meeting of Wilson ASA is normally held during the second quarter. Shareholders with registered addresses are convened by mail, while working documents are made available on the company's website. Enclosed with the meeting notice is a registration form for attendees and a proxy form for shareholders who are unable to attend. The Annual General Meeting is announced simultaneously to the stock exchange and on the company's website. The members of the Board of Directors and the auditor are normally present at the Annual General Meeting.

7. Nomination committee

The company has no nomination committee. With the current concentrated shareholding structure, the company does not deem it necessary to have a nomination committee.

8. Corporate Assembly and Board of Directors; their composition and independence

Wilson has no corporate assembly. As of 31 December 2010, the company had 157 office staff, of whom 106 are employed at the company's head office in Bergen and 51 at the various offices located abroad.

The company's Board of Directors shall consist of 5-8 members elected by the General Meeting for a period of two years. The CEO is not a member of the Board.

As of 31 December 2010, the Board of Wilson ASA was composed of two women and four men, one of whom is the employee representative. Personal deputy for the employee representative is also elected. Of the six board members, five are thus elected by the shareholders. All the shareholder-elected board members are independent of the company's day-to-day management and significant business associates. Three of the shareholder-elected members are furthermore independent of the company's principal shareholder.

Details of the board members' background and experience are published on the company's website. An overview of board members' shareholdings is disclosed in note 5 to the consolidated financial statements.

9. The work of the Board of Directors

The Board establishes an annual plan of work. Normally, between seven and eight ordinary board meetings are held during the course of a year. To date the company has not used committees of any kind to prepare business for board meetings, although the Board has now established an audit committee in accordance with the applicable legislation. The work done by the Board, and its competence and composition, are evaluated annually by the Board itself.

10. Risk management and internal control

All employees shall at all times uphold and maintain security and quality levels established by and for Wilson. Guidelines for the management and organisation of the business operations are reported to the Board. Ethical guidelines have been established for the office staff, including a duty of compliance with laws and regulations. Wilson has defined the processes to be employed in the operating activities and has documented procedures for their compliance.

Financial risk areas are defined and security measures implemented in accordance with the guidelines established by the Board. For financial reporting, budgetary controls are used, as well as variance analyses, division of tasks and descriptions of procedures. A separate controller function has been established in the business's core area.

The company's auditor carries out an annual review of internal control areas related to accounting and other systems related to auditing. The auditor's recommendations are presented to the Board. Wilson is furthermore certified under the International Safety Management (ISM) Code for the safe operation of ships, and the certifying body regularly audits the business.

Wilson has an overarching responsibility to ensure that all employees are able to carry out their work in compliance with laws, regulations and ethical standards. As an important player in the marine transport industry, the company has a special responsibility to ensure the safety of people and the environment in the areas in which the company's vessels sail.

11. Remuneration to the Board

Remuneration to board members is determined by the General Meeting. The remuneration reflects the responsibilities, competence, time spent on business and complexity of the business dealt with by the Board and is not dependent on results. The board members have not been allotted share options.

Remuneration paid to the Board in 2010 is disclosed in note 14 to the consolidated financial statements.

12. Remuneration to senior executives

The Board has established guidelines for remuneration to senior executives. The main principle for setting management pay at Wilson is that senior executives should be offered competitive pay and conditions in order to retain key staff and create continuity in the management.

The remuneration package offered to senior executives will normally consist of basic salary, pension benefits and car allowance. The Board also makes an annual assessment of whether to pay bonus to the company's office staff, including senior executives. The performance-related element of the remuneration package may be up to two months' salary per year. In the case of the CEO, the performance-related element may be up to three months' salary per year. The level of the overall package for senior executives will reflect Wilson's aim to offer a salary level that is commensurate with the average salary level in similar shipping companies in Norway.

The guidelines set by the Board are presented annually to the General Meeting for approval.

There are no share option programmes for employees.

Remuneration to the CEO is determined by the Board. The total remuneration paid to the CEO for 2010 appears in note 14 to the consolidated financial statements. The CEO determines the remuneration paid to senior executives, excluding bonus.

13. Information and communication

Wilson publishes interim (quarterly) and annual financial statements in accordance with the financial calendar as communicated to the market and as reproduced on the company's website. Financial information and other regulatory information submitted to the securities market is distributed via the information service Hugin.

Wilson maintains a self-imposed "quiet period" for two weeks prior to the publication of interim results, during which contact with external analysts, investors and journalists is kept to a minimum. Company insiders have a self-imposed prohibition on trading in the Wilson share during these periods.

The company aims to supply the securities market and other interested parties with relevant and timely information in order to assist a correct perception of the company and to give investors a full and complete basis on which to make decisions to purchase or sell the company's shares.

14. Takeovers

In the event of a takeover bid for the company, the Board will assess the bid either on an independent basis or by engaging independent financial advisers, and then give its recommendations as to whether the shareholders should accept the bid or not. The Board will work to ensure that any takeover bid is presented to all the shareholders on equal terms.

While the Board is permitted to increase the company's share capital under the authorisation granted on 8 April 2010 (see paragraph 3 above), the Board would not find it natural to exercise such authority following any offer made to purchase the company's shares, unless the General Meeting were again to approve the exercise of that authority following a possible takeover bid for the company.

15. Auditor

The company's auditor participates in board meetings as required and is always present at the meeting that deals with the annual report and annual financial statements. At this meeting the auditor reviews any significant changes in the company's accounting policies, and evaluates significant accounting estimates and any lack of agreement between the auditor and the administration.

The auditor also makes an annual audit of the company's internal controls and presents a plan for conducting the audit work. The Board and the auditor hold one meeting annually at which the CEO or other representatives from the administration are not present.

The fees paid to the auditor are split into auditing and other services, and appear in note 14 to the consolidated financial statements. This information is also reviewed at the company's Annual General Meeting, which the auditor attends.

Directors' Report

Wilson's business concept is to offer Norwegian and European industry competitive, safe, reliable, flexible and long-term maritime transport services. Large volumes and long-term contract portfolios have enabled Wilson to optimise sailing patterns and ensure long-term, stable earnings.

The strategy on which the company's business concept is based is centred on development and expansion of the European dry cargo sector. With the focus on freight, the company is seeking to increase the volume of long-term contracts. The underlying chartering risks are covered in the first instance by developing our own tonnage and by chartering tonnage through time charterparties to adapt capacity to cargo volumes. We seek to achieve a reasonable balance between the contract portfolio and overall shipping capacities and between our own and chartered tonnage.

High contract coverage has enabled Wilson to attain a more stable and predictable flow of earnings than the case would have been if the company had been more exposed to the spot market. The inherent risk in requirements contracts was, however, made evident in the period following the financial crisis by the considerable fall in volumes Wilson experienced, although we believe these would have been even greater with higher spot market exposure.

Business activity

Wilson's core business activity is maritime transport through chartering and operation of small dry cargo vessels of size 1 500-10 000 dwt. Wilson is one of the leading European operators within its sector. The Wilson system operated 116 ships as of 31 December 2010, 80 of which were owned and controlled by Wilson. Wilson EuroCarriers, the Group's core business, operated 103 ships in total as of 31 December 2010, 27 of which were on time charter. In addition to these, Bergen Shipping Chartering AS operated nine ships, of which two were owned and seven operated on behalf of external owners. Euro Container Line, the Group's container business, operated four ships, two of which were owned. The technical management and operation of the Group's own ships are carried out by the wholly owned subsidiary, Wilson Ship Management. From the company's two newbuilding programmes, totalling 16 vessels in all, four out of eight vessels under the 8 300 dwt programme have now been delivered, while the vessels in the 4 500 dwt programme are expected to be delivered starting from mid-2011. The programme is thus slightly delayed in relation to the original delivery schedule.

Through the course of 2010, the company was able to recover substantially from the 2009 downturn, but is still seeing shipping volumes and rates below the level in the period 2007/2008. Capacity increased during the year, however, leaving the company better positioned to increase its activity.

Cargo quantities and total freight assignments in 2010 were at a markedly higher level than in 2009, with increases in both contract cargo and spot cargo volumes. While contract cargo volumes were still slightly down on levels from previous periods, they were nevertheless almost 2 million tonnes higher in 2010 than in 2009. Spot cargo volumes were also high in 2010. In all, the Group carried over 15 million tonnes of cargo in 2010 (2009: approximately 13 million tonnes). The Group's gross turnover rose from MNOK 1 648 in 2009 to MNOK 1 969 in 2010. Quarterly performance in terms of ships income on T/C basis showed an increase throughout the year.

Administration, employees, working environment and gender equality/ discrimination

The Wilson Group runs its business activities from Bradbenken 1 in Bergen, and also has agencies in

Wilson Nice discharging charcoal in Svelgen

Tananger, Reykjavik, Rotterdam, Duisburg, Hamburg and Murmansk. The Group's head office for crewing is in Archangel, with a smaller, similar crewing agency established in Odessa. Through its Icelandic subsidiary, the Group also has a small business activity in Limassol.

The Group's parent company, Wilson ASA, has no employees of its own and purchases all management services from its subsidiaries Wilson Management AS and Wilson Ship Management AS. The Group had around 1 600 employees at year-end 2010, of whom some 1 450 were mariners. Office staff numbered 157 full-time equivalents, 106 of whom worked at the company's head office in Bergen.

Wilson Management AS aims for equal opportunities between men and women, supported by the company's human resources and recruitment policies. At year-end, office staff full-time equivalents at head office in Bergen numbered 40 women and 66 men. The Group has two women in managerial positions, and two women members of the Board of Directors.

Our sick leave rate for 2010 for office staff at head office was 3.4 %, divided between long-term sick leave of 1.5 % and short-term sick leave of 1.9 %. Total sickness absence was 1 006 days.

Just as it is natural for us to pursue a policy of gender equality, the Group aims to be a workplace where there is no discrimination on the grounds of ethnicity, religion, beliefs or impaired functional ability.

Health, environment and safety

The Wilson Group is almost exclusively dedicated to transport of dry cargo products, general cargo and container transport, where any discharges or emissions from cargo are not expected to have any significant environmental impact. Bunker oil consumption in connection with ships' operations gives rise to emissions to air of CO_2, NO_x and SO_x. Any discharges of ships' bunker oil or oil spills caused by shipwreck could also potentially cause environmental damage.

The Group has established internal control systems and procedures to ensure that external and internal rules and regulations are followed closely. These procedures are designed to ensure the quality of the services the company provides, as well as preventing undesirable incidents.

There were no collisions in 2010 requiring provision of guarantees on the part of the company. Two cases of limited oil spillage were registered during the year.

Five incidents of minor personal injury resulting from accidents on board ship were registered during the year. One fatality was also registered, probably due to an accident on board ship, although this has not yet been established.

Results as of 31 December 2010

The Group achieved net operating income of MNOK 1 039 for 2010, compared with MNOK 844 for 2009. The increase is primarily attributable to the improved state of the market in 2010, as well as an increase in activity as a result of more revenue days than in 2009. Average daily earnings on T/C basis rose from NOK 23 434 in 2009 to NOK 27 125 in 2010, while the activity in the form of the fleet's revenue days increased by 11 % to over 32 000 days. Contract coverage for the year was 54 %, which is slightly below the Group's historical average.

Total operating expense, excluding depreciation and amortisation, amounted in 2010 to MNOK 770 (2009: MNOK 785), resulting in an operating profit before depreciation and amortisation of MNOK 269 (2009: MNOK 56). The Group's total depreciation and amortisation charge for the year was MNOK 179 (2009: MNOK 189). Operating profit for the year was MNOK 91, compared with an operating loss of MNOK 133 for 2009. Net financial items in 2010 totalled MNOK -42 (2009: MNOK 101), while profit before tax was MNOK 49, compared with a pre-tax loss in 2009 of MNOK 32. Net profit for 2010 was MNOK 58 (2009: MNOK 1).

The significant increase in operating profit for 2010 compared with 2009 is primarily as a result of an improvement in the system through increased withdrawals under contracts and an improvement in the spot cargo market. Daily earnings on T/C basis increased by up to NOK 4 000 per vessel. This, as well as the company's increase in activity, contributed to an increase in net ships income by MNOK 174. Other operating expenses rose by MNOK 22. At the same time the company succeeded in keeping costs down, further reducing its own ship operating costs, such as crew costs. While the increase in activity gave rise to slightly higher costs for chartered tonnage, the Group's total operating expenses were nevertheless down by MNOK 16. Depreciation and amortisation charges in 2010 were MNOK 10 lower than in 2009. All these elements contributed to an increase in operating profit of MNOK 224 for 2010 compared with 2009.

The net result after financial items for 2010 was considerably less impacted by exchange rate fluctuations than in 2009. For 2010 the effect of exchange rate fluctuations was a positive contribution of MNOK 29, compared with MNOK 169 in 2009, i.e. MNOK 140 less than in 2009. For 2009 the NOK exchange rate against EUR and USD went from, respectively, 9.88 and 7.01 as of 31 December 2008 to 8.31 and 5.77 as of 31 December 2009, a change of NOK 1.57 and NOK 1.24. For 2010 the NOK exchange rate against EUR and USD ended at, respectively, 7.81 and 5.86 as of 31 December, i.e. a change of NOK 0.50 and NOK -0.09.

Pre-tax profit for 2010 was MNOK 49, and the tax charge for the year gave rise to income recognition of MNOK 9, largely as a result of a tax loss carry-forward related to the acquisition of Wilson Shipowning II AS.

The Group's net cash flow from operating activities for 2010 amounted to MNOK 210 which, together with a net cash flow of MNOK 244 from financing activities, has been principally allocated to investment in newbuildings. Total investment in 2010 was MNOK 396, and the Group's liquidity position increased by MNOK 58 during the year.

Financing and capital structure

The Group's book equity was MNOK 862 as of 31 December 2010, compared with MNOK 799 as of 31 December 2009. Book capital was 32 % of reported total capital as of 31 December 2010, compared with 34 % as of 31 December 2009, out of a balance sheet total of MNOK 2 705 and MNOK 2 385 respectively.

Interest-bearing mortgage debt and lease commitments as of 31 December 2010 totalled MNOK 1 600 (MNOK 1 368 as of 31 December 2009). The increase is primarily due to the drawdown of building loans relating to the Group's two newbuilding programmes and to the raising of a shareholder loan.

Total assets at year-end were MNOK 2 705 (MNOK 2 385 as of 31 December 2009), of which ships and ships under construction account for the larger portion, at MNOK 2 160 (MNOK 1 934 as of 31 December 2009). Normally, the company obtains brokers' valuations so as to be able to indicate third-party opinions on values in the fleet. For 2010, however, the company takes the view that such values would not be representative in the current illiquid market where it is not presently possible to find a willing buyer – willing seller, which is key to valuations of this kind. Valuations have however been obtained for some selected vessels. These indicate a slight increase compared with values at year-end 2009, which accords with the company's own view. The company has also estimated the value in use of the fleet, and, based on an overall appraisal of both factors, the company finds no grounds to write down the ship assets for 2010.

Result for the year and equity

The separate financial statements for the parent company, Wilson ASA, show a loss of NOK 5 908 000 for 2010, while the consolidated financial statements for the Wilson Group show a profit of NOK 58 074 000 after tax and minority interests. In view of the prevailing market conditions, the profit for 2010 is considered good. The Board is particularly satisfied with the company's capacity to keep costs down at a low but reasonable level. The company's share capital totals NOK 211 080 000, while net book equity amounts to NOK 330 426 000. Unrestricted equity totalled NOK 108 388 000, while the Group's net book equity as of 31 December 2010 was NOK 862 348 000.

Allocations

The Board recommends that Wilson ASA's accounting loss for 2010 of NOK 5 908 000 (NGAAP) be covered in its entirety by allocation from other reserves. It is recommended that no dividend be paid for 2010.

Going Concern Assumption

Pursuant to the Norwegian Accounting Act, section 3-3a, cf. section 4-5, we confirm that the assumptions for continuing operations on a going concern basis are present. The Group has a satisfactory economic and financial position.

Financial risk

Currency risk

The company's earnings and cash flows are exposed to fluctuations in exchange rates as a result of mis-matches between flows of income and expenditure in foreign currencies, where the Group's income is mostly nominated in NOK and EUR while a considerable share of the expenditure is in USD. Where it is natural to do so, the company seeks to achieve a match on currency flows in the same currency. In addition, the company employs forward exchange contracts to hedge the level of currency that is bought or sold.

Interest rate risk

The company is exposed to changes in interest rate levels. Interest rate risk relates primarily to long-term liabilities.

Credit risk

The risk that counterparties will not have the financial capacity to fulfil their commitments is viewed as low, and historically there have been few bad debts. This was also the trend in 2010, with no significant losses on accounts receivable.

Liquidity risk

The company's liquidity position as of 31 December 2010 consisted of bank deposits totalling MNOK 101 and available operating credit of MNOK 55. Viewed in the light of the company's liabilities relating to the newbuilding projects, the liquidity position as of 31 December 2010 is considered low but acceptable.

Shareholders

The company's share capital of NOK 211 080 000 consists of 42 216 000 shares each with a nominal value of NOK 5, all fully paid-up. The company was listed on the stock exchange on 17 March 2005. As of 31 December 2010, Wilson had 192 shareholders. The company's 20 largest shareholders owned 99 % of the company's shares at year-end. Through Caiano AS as a related party, the Chairman of the Board, Kristian Eidesvik, controls 90.2 % of Wilson ASA. Trading and activity in the share is very limited.

At the Annual General Meeting 8 April 2010, the Board of Directors was authorised to increase the company's share capital. The authorisation permits the Board to increase the share capital by NOK 52 770 000, or 25 %. This is a general authorisation and not limited to a defined purpose. The authorisation will remain in force until the next Annual General Meeting in 2011 and has to date not been used.

On 1 November 2010, the company entered into an agreement to acquire the vessel MV Wilson Express (1983, 5 800 dwt) from Green Reefers ASA. Prior to acquiring the vessel, Wilson had had it on a time charterparty since 2004. Wilson Express was taken over by means of the company acquiring 100 % of the shares of the ship-owning company Green Maritime AS for a total of MUSD 3.6. The agreement with Green Reefers was a related-party agreement since Wilson's principal shareholder, Caiano AS, is also the principal shareholder of Green Reefers.

Outlook

Wilson will continue to maintain its expectations of increased earnings, even though the market has proved slow to return to satisfactory earning levels following the financial crisis.

Wilson's core market was generally improved in 2010, despite periodically being weaker than expected, especially over the summer and around the turn of the year 2010/2011. Increasingly, macroeconomic indicators suggest that the markets are picking up again after the downturn and that growth is beginning to gain a foothold, although at times cargo volumes have been down. For 2011 the company nevertheless expects to see the market gradually improving, but with volatile levels of earnings during periods with little available volume. Average earnings for 2011 are however expected to be higher than in 2010.

It is important to emphasise that the Group's market position was not weakened through the economic downturn, with the vast majority of client contracts continuing unaffected. In terms of nominal with-drawals under contracts, the company expects to see a higher volume of withdrawals in 2011 than in 2010. At the same time, an increase in available sailing days is anticipated following the delivery of the newbuilt vessels. All these factors combined indicate contract coverage for 2011 on a par with 2010.

At the back from left: Synnøve Seglem and Jan O. Minde.
At the front from left: Eivind Eidesvik, Gudmundur Asgeirsson,
Ellen Solstad and Kristian Eidesvik.

Key risk and uncertainty factors

Wilson's core business activity is to offer European industry our maritime transport solutions, primarily through flexible Requirements Contracts (COAs). The company has focused on dry cargo transport, a market that is generally exposed to regional and global economic fluctuations. Global economic trends in general and European economic trends in particular will thus have great significance for our clients' activities and their need for our transport services. As the Wilson Group is to a high degree involved in the carriage of commodities, semi-manufactured goods and other input factors, the trend in industrial production activity in Europe will be decisive for the demand for the company's services.

Rates were better overall in 2010 than in the previous year, although 2010 also saw periods of weak earnings, which included low activity over the summer. The possibility cannot be excluded of periodically lower earnings in the coming year, with low rates and resultant pressure on key financial figures. In that eventuality, the company will take the necessary measures to fulfil covenant requirements.

On the costs side, continuing rises in bunker prices, wage costs for crews and dry-dock costs will all be significant uncertainty factors. Even periods with moderate economic growth will exert price pressure on these factors and the possibility of an increase in costs cannot, therefore, be ruled out.

Declaration by the Board of Directors and CEO

We confirm that the financial statements and Directors' Report for Wilson ASA, the Group and the parent company, for the period 1 January to 31 December 2010 have, to the best of our belief, been prepared in compliance with current IFRS and Norwegian requirements under the Accounting Act.

In our opinion, the disclosures in the consolidated financial statements give a true and fair picture of the Group's assets, liabilities, financial position and results as a whole, and the disclosures in the Directors' Report give a true and fair overview of important events during the financial year and their effect on the financial statements. Important transactions with related parties have been disclosed and the most significant risk and uncertainty factors faced by the company in the next financial period have been discussed.

The Board of Directors of Wilson ASA
Bergen, 23 February 2011

Kristian Eidesvik
Chairman of the Board

Eivind Eidesvik — Gudmundur Asgeirsson — Jan O. Minde — Ellen Solstad — Synnøve Seglem

Øyvind Gjerde
CEO of Wilson ASA

CONSOLIDATED INCOME STATEMENT GROUP

(Figures in TNOK)

NOTES	OPERATING INCOME AND EXPENSES	IFRS 2010	IFRS 2009
13	Freight income	1 969 432	1 648 255
9	Voyage-related expenses	963 891	816 536
	Ships income on T/C basis	1 005 541	831 719
13	Other income	33 496	11 874
	Total operating income	1 039 037	843 593
6	Loss on sale of fixed assets	29	-2 632
14	Crew costs, ships	221 154	221 925
	Other operating expenses, ships	173 613	192 737
10	T/C and B/B hires	257 461	250 130
14,15	Administrative expenses	117 419	120 429
	Total operating expenses	769 647	785 221
	Operating result before depreciation/amortisation	**269 419**	**55 740**
6,7,13	Depreciation/amortisation	178 550	188 982
	Operating result (EBIT)	**90 869**	**-133 242**
	FINANCIAL INCOME AND EXPENSES		
8	Interest income	703	1 020
8	Share of result in jointly controlled entities	-2 350	-1 947
9	Agio	56 918	226 080
9	Change in value of derivatives	-4 146	-28 299
9	Interest expense	66 681	64 628
9	Disagio	24 237	29 193
9	Other financial expense	2 022	1 549
	Financial result	**-41 815**	**101 484**
	Result before tax	**49 054**	**-31 758**
16	Tax	-9 020	-32 426
	ANNUAL RESULT	**58 074**	**668**
	OTHER COMPREHENSIVE INCOME AND EXPENSES		
	Translation differences currencies	5 343	3 888
	Other comprehensive income and expenses after tax	**5 343**	**3 888**
	TOTAL RESULT	**63 417**	**4 556**
	Annual result		
	Majority share	58 409	600
	Minority share	-335	68
		58 074	**668**
	Total result		
	Majority share	63 752	4 488
	Minority share	-335	68
		63 417	**4 556**
17	Annual result and diluted result per share (NOK)	1.38	0.01

CONSOLIDATED BALANCE SHEET GROUP AT 31 DECEMBER

(Figures in TNOK)

NOTES	ASSETS	IFRS 2010	IFRS 2009
	Fixed assets		
	Intangible fixed assets		
16	Deferred tax assets	45 051	29 340
7	Goodwill	154 704	154 704
	Total intangible fixed assets	199 755	184 044
	Tangible fixed assets		
6	Real estate	2 314	2 465
2,3,6,9	Ships	1 694 425	1 579 013
6,9,11	Ships under construction	465 171	355 019
6	Operating equipment, fixtures, fittings, office machines etc.	8 304	7 165
	Total tangible fixed assets	2 170 214	1 943 662
	Financial fixed assets		
8	Investments in jointly controlled entities	24 188	26 538
8	Subordinated loans to jointly controlled entities	5 120	5 450
9	Other long-term receivables	0	2 195
	Total financial fixed assets	29 308	34 183
	Total fixed assets	**2 399 277**	**2 161 889**
	Current assets		
2	**Stores and fuel**	46 594	30 825
	Receivables		
9	Accounts receivable	99 880	80 829
9	Other receivables	54 165	59 475
	Total receivables	154 045	140 304
	Investments		
9	Derivatives	3 967	9 253
	Total investments	3 967	9 253
9	**Cash and cash equivalents etc.**	101 007	42 552
	Total current assets	**305 613**	**222 934**
	TOTAL ASSETS	**2 704 890**	**2 384 823**

CONSOLIDATED BALANCE SHEET GROUP AT 31 DECEMBER

(Figures in TNOK)

NOTES	EQUITY AND LIABILITIES	IFRS 2010	IFRS 2009
	Equity		
	Paid-in capital		
5	Share capital (42 216 000 shares at NOK 5 each)	211 080	211 080
	Total paid-in capital	211 080	211 080
	Retained earnings		
	Consolidated reserves	639 811	576 059
	Total retained earnings	639 811	576 059
4	**Minority interests**	11 457	11 792
	Total equity	**862 348**	**798 931**
	Liabilities		
	Provision for liabilities and charges		
15	Pension liabilities	9 661	9 657
	Total provision for liabilities and charges	9 661	9 657
	Other long-term liabilities		
9	Debt to credit institutions (interest-bearing)	1 275 560	1 149 019
9,12	Debt to related companies	92 852	20 000
9,12	Lease commitments, Group (interest-bearing)	47 918	51 208
9	Derivatives	11 477	2 303
9	Other long-term debt	21 348	1 434
	Total other long-term liabilities	1 449 155	1 223 964
	Current liabilities		
9	First year's instalments on long-term debt (interest-bearing)	164 133	147 898
9	Accounts payable	88 497	76 174
9	Unpaid government charges and special taxes	10 617	9 299
9,11	Financial obligations purchase options	20 410	37 176
9	Other current liabilities	100 069	81 724
	Total current liabilities	383 726	352 271
	Total liabilities	**1 842 542**	**1 585 892**
	TOTAL EQUITY AND LIABILITIES	**2 704 890**	**2 384 823**

The Board of Directors of
WILSON ASA GROUP
Bergen, 23 February 2011

Kristian Eidesvik
Chairman of the Board

Eivind Eidesvik   Gudmundur Asgeirsson   Jan O. Minde   Ellen Solstad   Synnøve Seglem

Øyvind Gjerde
CEO of Wilson ASA Group

CONSOLIDATED CASH FLOW STATEMENT GROUP

(Figures in TNOK)

NOTES	CASH FLOWS FROM OPERATING ACTIVITIES	IFRS 2010	IFRS 2009
	Profit/loss before tax	49 054	-31 758
10	Ordinary depreciation/amortisation	178 550	188 982
8	Difference between pension cost and pension paid out	4	-524
	Loss/gain on disposal of fixed assets	-29	2 632
5	Share of results in jointly controlled entities	2 350	1 947
18	Items classified as investing or financing activities	4 146	28 299
18	Effect of exchange rate changes	-23 478	-81 485
	Interest charged against income	68 703	66 177
	Interest paid	-65 322	-61 165
	Tax paid for the period	-1 074	-1 362
	Change in stores and fuel	-15 768	-1 545
	Change in accounts receivable	-19 051	28 840
	Change in accounts payable	12 323	2 725
	Change in other current assets and other liability items	20 172	12 431
	Net cash flow from operating activities	**210 580**	**154 194**
	CASH FLOWS FROM INVESTING ACTIVITIES		
	Proceeds from disposal of tangible fixed assets	0	9 687
10	Purchase of tangible fixed assets	-396 793	-186 307
	Proceeds from fixed-asset investments	859	305
	Net cash flow from investing activities	**-395 934**	**-176 315**
	CASH FLOWS FROM FINANCING ACTIVITIES		
15	Proceeds from new long-term borrowing	362 345	127 070
15	Repayment of long-term debt	-96 564	-61 299
15	Repayment of financial lease obligations	-3 236	-3 770
23	Net change in other short-term debt	-18 737	-49 879
	Dividends paid	0	-22 216
	Net cash flow from financing activities	**243 808**	**-10 094**
	Net change in cash and cash equivalents etc.	58 454	-32 215
	Cash and cash equivalents etc. at 1 January	42 552	74 767
	Cash and cash equivalents etc. at 31 December	**101 006**	**42 552**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (IRFS) GROUP

(Figures in TNOK)

NOTES		Share capital	Other reserves	Translation difference	Total consolidated reserves	Total majority	Minority interest	Total equity
		Majority interest						
			Consolidated reserves					
	Equity at 31 December 2008	**211 080**	**619 961**	**-1 271**	**618 690**	**829 770**	**6 821**	**836 591**
	Profit/loss for the year		600		600	600	68	668
	Other income and expenses:			3 888	3 888	3 888		3 888
	Total result		600	3 888	4 488	4 488	68	4 556
	Dividend 2008 Wilson ASA		-42 216		-42 216	-42 216		-42 216
4	Actinor Bulk AS - new minority		-4 903		-4 903	-4 903	4 903	0
	Equity at 31 December 2009	**211 080**	**573 442**	**2 617**	**576 059**	**787 139**	**11 792**	**798 931**
	Profit/loss for the year		58 409		58 409	58 409	-335	58 074
	Other income and expenses:			5 343	5 343	5 343		5 343
	Total result		58 409	5 343	63 752	63 752	-335	63 417
	Dividend 2009 Wilson ASA		0		0	0		0
	Equity at 31 December 2010	**211 080**	**631 851**	**7 960**	**639 811**	**850 891**	**11 457**	**862 348**

It is proposed not to pay a dividend for 2010.
The dividend distributed in 2009 based on the 2008 financial statements was NOK 1 per share, in total TNOK 42 216.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VALLETTA

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 2010

Note 1 – General

Wilson ASA is a Norwegian public limited company established on 21 November 2000. The company was listed on the stock exchange in March 2005. The company's head office is at Bradbenken 1, NO-5835 Bergen, Norway. The principal activities of Wilson ASA and the Group are described in note 3. Wilson ASA is a subsidiary of Caiano AS, whose registered office is in Haugesund at Strandgaten 92, NO-5528 Haugesund, Norway. Caiano AS prepares consolidated financial statements in which Wilson ASA is included as a subsidiary.

The consolidated financial statements for Wilson ASA for 2010 were approved by the Board of Directors on 23 February 2011.

Note 2 – Accounting policies

Main policies
The consolidated financial statements for Wilson ASA and subsidiaries are prepared in compliance with International Financial Reporting Standards (IFRS) as established for businesses in the European Union. IFRS have been applied consistently for the years 2010 and 2009.

The financial statements are prepared on a going concern basis, and on the basis of the historical cost principle, with the exception of financial derivatives, which are measured at fair value.

With effect from 2010 amendments have been adopted to IAS - 27 Consolidated and Separate Financial and to IFRS 3 - Business Combinations which are relevant for Wilson. However, there were no trans-actions in 2010 where the amendments had any significance for the company.

Some amendments were also made as part of the annual improvement projects for 2008 and 2009, as well as clarifications of some standards and interpretations. These are assessed as having no material significance for Wilson.

Other amendments to standards and interpretations with effect for 2010 are not relevant for Wilson in relation to the current business and corporate management. These are amendments to: IFRS 1 - First-time Adoption of International Financial Reporting Standards, IFRS 2 - Share-based Payment, IAS 39 - Financial Instruments: Recognition and Measurement, IFRIC 12 - Service Concession Arrangements, IFRIC 15 - Agreements for the Construction of Real Estate, IFRIC 16 - Hedges of a Net Investment in a Foreign Operation, IFRIC 17 - Distributions of Non-cash Assets to Owners, and IFRIC 18 - Transfers of Assets from Customers.

Functional currency and presentation currency
The Norwegian krone is used as the functional and reporting currency for the financial statements. The figures are stated in whole thousands of kroner (NOK 1 000 – termed TNOK in the financial statements and in the following notes according to the Norwegian convention).

For purposes of consolidation, the balance sheet figures for subsidiaries using other functional currencies are translated at the exchange rate at the end of the reporting period, and the income statement is translated at the mean rate of exchange for the period. This translation difference is carried in the financial statements as other income and expenses and accumulated in a separate component of equity until the subsidiary or its operations are disposed of, when they are recognised in the financial statements. With the transition to IFRS on 1 January 2004, all accumulated currency differences were recognised as a permanent component of equity.

Consolidation principles
The consolidated financial statements for the Group include Wilson ASA and entities in which Wilson ASA has a controlling interest (subsidiaries). A controlling interest is achieved when Wilson exercises actual control over the subsidiary's financial and operating activities in a manner that benefits Wilson. A controlling interest normally exists when Wilson ASA has a voting share in the subsidiary of more than 50 % through ownership or agreements.

Consolidation is accounted for using the purchase method. Acquisition cost is the sum of fair value at the acquisition date of assets acquired and liabilities assumed or acquired as payment for control of the acquired company. Companies that are bought or sold during the year are consolidated from/to the date of transfer of control of the entity.

The identifiable assets and liabilities at the date of the transaction are carried at fair value on the transaction date.

If, following the acquisition, more information emerges concerning assets and liabilities at the transaction date, the measurement of the fair value of assets and liabilities may be changed within 12 months of the acquisition.

Minority interests in subsidiaries are included in the Group's equity and shown on a separate line of the balance sheet. Minority interests consist of minority interests on the date of consolidation (net fair value of assets, liabilities and commitments, except goodwill) and minority interest share of the changes in equity since consolidation. Any increase in minority interests through contribution of capital in subsidiaries or on acquisition of shareholdings from the majority is carried at fair value as a minority interest. Excess value or decrease in value is allocated to the minority, and is amortised and written down through allocation of share of profit to the minority.

Interests in jointly controlled entities are on initial recognition recognised in the consolidated financial statements at cost. After initial recognition, interests in jointly controlled entities are accounted for using the equity method. Value in excess of the reported share of equity at the date joint control is achieved is amortised and written down through the share in results for the period from the jointly controlled entity.

Intercompany transactions and balances, including internal earnings and unrealised gains or losses, are eliminated. Unrealised gains arising from transactions with jointly controlled entities are eliminated with the Group's share. Unrealised losses are similarly eliminated, but only to the extent that there is no indication of an impairment in value of the asset sold internally.

The consolidated financial statements are prepared on the basis of uniform accounting policies for like transactions and other events in similar circumstances.

Accrual accounting for income
Freight income relating to the vessels' voyages is accrued based on the number of days the voyage lasted before or after the end of the reporting period. Freight income is accrued over the period that runs from discharging the previous contracts to discharging the current contract, providing there are no freight-seeking periods or dead time between contracts.
In such cases, the income is accrued from the date of loading on the next contract.

Voyage-related expenses
Voyage-related expenses (voyage costs) are recognised in the income statement in relation to the percentage of completion of the transaction using the immediate settlement

Wilson Narvik in Gdynia

method. The costs of voyages are accrued based on the total number of days the voyage lasted before or after the reporting period, compared with appurtenant incomes.

Classification of assets and liabilities
An asset is classified as a current asset when it is part of the Group's circulation of goods, will be sold within 12 months or is a cash equivalent. Other assets are classified as fixed assets. The classification of current and long-term liabilities is based on similar criteria. First year of instalments on mortgage dept is classified as a current liability.

Foreign currencies
Receivables and liabilities in foreign currencies are translated at the exchange rate at the end of the reporting period. Transactions in foreign currencies that are recognised in the income statement are translated into Norwegian kroner at the exchange rate ruling on the date of the transaction.

Tangible fixed assets and depreciation
Fixed assets are measured at cost price less accumulated depreciation and write-downs. When assets are sold or disposed of, the resulting gain or loss is calculated as the difference between consideration and cost. The cost of fixed assets is their purchase price, including charges/taxes and direct acquisition costs related to preparing the asset for use. Expenses incurred after the asset comes into use, such as repairs and maintenance, are normally charged as expenses. In cases where repairs or maintenance represent an enhancement of quality which is expected to last over time, the costs of this will be capitalised on the balance sheet as an addition to fixed assets and depreciated over the remaining useful life of the asset.

Important component parts with useful lives different from the useful life of the vessel are differentiated and depreciated separately.

Depreciation is calculated using the straight-line method, based on the assumed useful life and residual value at the end of the asset's useful life. The depreciation period and method are assessed annually to ensure the method and period used correspond to the economic realities of the fixed asset. The same applies to residual value.

Newbuilding contracts
Newbuilding contracts are classified as fixed assets. The capitalised value of newbuilding contracts includes contractual payments made to shipyards, interest on building loans and other costs directly related to newbuilding projects. Newbuilding contracts are not amortised until the vessel is delivered and ready for use.

Classification costs and maintenance costs
Costs related to dry-docking/classification of vessels are capitalised and accrued as amortisation until the next dry-docking/classification (normally two dry-dock periods, during a 60-month period). With the purchase of a vessel, a portion of the cost price is decomposed and amortised until the next dry-docking/classification takes place. Other maintenance work is charged to operations immediately. In cases where a dry-dock period includes significant additional costs or improvements that represent an enhancement of quality of a significant duration, the expenses related to this are capitalised in the balance sheet as additions to vessels and amortised over their remaining useful life.

Actual expenses for ongoing maintenance are charged to operating results when the maintenance has been completed. In the case of accident and loss, the own risk (co-payment) is charged as an expense at the date of the accident/loss.

Expenses included in average claims are capitalised and classified as short-term receivables when it is highly probable that the insurance company will reimburse the expenses.

Intangible fixed assets
An intangible fixed asset is capitalised in the balance sheet if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity, and if the cost of the asset can be measured reliably. Intangible fixed assets are recognised in the financial statements at cost. Intangible fixed assets with indefinite useful lives are not amortised, but are tested annually for impairment. Intangible fixed assets with definite lives are amortised using the straight-line method over the estimated useful economic life. The amortisation estimate and amortisation method are re-assessed annually on the basis of the economic realities.

Goodwill
Goodwill arising from the acquisition of a company that cannot be allocated to asset or liability items on the date of the purchase is classified as goodwill in the balance sheet. With investments in associates, goodwill is included in the capitalised value of the investment.

Goodwill is recognised in the balance sheet at acquisition cost less any accumulated write-downs. Goodwill is not amortised, but is tested for impairment at least once a year.

Any negative goodwill arising from acquisition of a company is recognised as income immediately at the date of the acquisition.

Write-downs
At the end of the reporting period Wilson assesses whether there are any impairment indicators for the assets. If there are impairment indicators, a recoverable amount is calculated. In the case of goodwill and other intangible fixed assets that are not amortised, the recoverable amount is assessed at least once yearly irrespective of the impairment indicators. If the recoverable amount is less than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. The assessment is made for each asset individually. In those cases where there is no fair value less costs to sell for each asset or independent incoming cash flows for each asset, the assessment is made for several assets combined. This means among other things that where individual vessels are managed in the portfolio, the assessment can be made for several vessels together.

Goodwill is allocated to the cash-generating units or groups of cash-generating units that are expected to benefit from the synergy effects of the business combination. If the recoverable amount of the cash-generating unit is less than the carrying amount, the write-downs first reduce the carrying amount of goodwill, and then the carrying amount of other assets of the unit are reduced on a pro rata basis.

Value-in-use is calculated as the present value of the future cash flows that are expected from the asset. Cash flows are based on the weighted average for three periods: a period with acceptable earnings, a period with weak earnings, and next year's budget. The period with acceptable earnings is weighted based on an assessment of the probability that this will occur. As the discount rate used in measuring value-in-use, the Group has applied its weighted average cost of capital (WACC), which is calculated as the weighted return on interest on debt and return on equity on which Wilson bases its profitability assessments at all times.

If the basis for previous write-downs is no longer present, the write-down is reversed up to the lower of the recoverable amount and the capitalised value the asset would have had if there had been no write-down. Write-downs of goodwill are not reversed.

Leases
Leases are measured as financial or operating leases, following evaluation of each individual agreement.

Financial leases
Leases where the Group assumes the significant part of the risk and yield associated with ownership of the asset are financial leases. The Group presents financial leases in the financial statements as assets and liabilities equal to the cost of the asset or, if lower, the present value of the cash flow for the lease. Calculation of the present value of the lease uses the implicit interest cost in the lease. Direct costs associated with the lease are included in the cost price of the asset. Monthly lease amounts are separated into an interest element and a repayment element.

Assets included in a financial lease are depreciated. The same depreciation period is used as for similar assets owned by the Group. If it is not certain whether the company will take over the asset at the end of the lease, then the asset is depreciated over the shortest period of the lease's duration and over the useful economic life of the asset.

If a "sale and leaseback" transaction results in a financial lease, any gain will be deferred and recognised as income over the lease period.

Operating leases
Leases where the greater portion of the financial risk lies with the contract's counterparty are classified as operating leases. Lease payments are classified as operating expense and are recognised in the consolidated income statement across the entire period of the lease.

If a "sale and leaseback" transaction results in an operating lease, and it is clear that the transaction has been carried out at fair value, then any gain or loss will be recognised in the consolidated income statement when the transaction is carried out. If the selling price is below fair value, any gain or loss will be recognised in the income statement directly, except in situations where this would result in future lease payments below market price. In such cases, gains and losses are amortised over the lease period. If the selling price is higher than fair value, the excess is amortised over the estimated period of use for the assets.

Stocks
Stocks of stores and fuel (bunkers) are measured at the lower of acquisition cost (FIFO method) and net realisable value.

Financial instruments
Wilson capitalises financial instruments in the balance sheet when they are part of the contractual provisions of the instrument. Financial assets are derecognised when contractual rights associated with the financial assets expire. Financial liabilities are derecognised when the specific, contractual obligations expire.

Financial assets are classified in the following categories:

1) Financial assets at fair value with changes in value through profit or loss
2) Loans and receivables

The Group has no financial instruments in the categories "Held-to-maturity" or "Available-for-sale". The Group has not classified financial instruments into the category "Financial assets at fair value with changes in value through profit or loss".

Financial instruments held principally for the purpose of selling or re-purchasing them in the near term, or derivatives that are not designated as hedging instruments, are classified as held for trading purposes. These instruments are included in the category of financial instruments carried at fair value with changes in value recognised in profit or loss.

Financial assets with fixed or determinable cash flows that are not quoted in an active market are classified as loans and receivables.

Financial liabilities which do not fall into the category of held for trading purposes are classified as other liabilities. Financial liabilities are included in long-term liabilities unless they have term of less than 12 months. In that case, they are categorised as current liabilities.

Loans and receivables and other liabilities are recognised at amortised cost. The interest element is disregarded if this is insignificant. Where there is objective evidence of impairment, the difference between the carrying value and the present value of future cash flows discounted by the original effective interest rate of the receivable is charged as a loss against income. Financial instruments classified as held for trading purposes are recognised at fair value, as observed in the market at the end of the reporting period, without deductions for costs to sell.

Changes in the fair value of financial instruments classified as held for trading purposes are recognised in the consolidated income statement and presented as financial income/expense.

The Group carries out hedge accounting for some of the newbuildings. A financing agreement has been entered into with the bank in the same currency as the payment obligation to the shipyard, and the Group has entered into forward exchange contracts to hedge elements of the payment obligation. The hedge is treated as a fair value hedge, and changes in value of the hedging instrument and of the hedged element of the payment obligation are recognised in the consolidated income statement. Changes in value of the hedged element of the payment obligation that are recognised in the balance sheet are carried in the capitalised value of the newbuildings.

Tax
The Group's main business activity is taxed in Norway.

As of 31 December 2010, no group company was subject to regulation by the new shipping company tax scheme in Norway. The Nesskip Group acquired by Wilson has historically been a business that falls under the tonnage tax system in Cyprus, with effective tax rates equal to approximately zero.

Tax expenses in the consolidated income statement include both tax payable for the period and changes in deferred tax. Deferred tax is computed at a rate of 28 % based on the temporary differences that exist between accounting and taxation values, as well as tax loss carryforwards at the end of the financial year. Tax-adding and tax-deducting temporary differences that are reversed or can be reversed during the same period are offset within the separate legal entity subject to taxation, and the associated deferred tax liabilities and deferred tax assets are presented net in the balance sheet. Deferred tax assets are recognised in the balance sheet to the extent it is probable they can be applied.

Pensions
Defined-benefit pension schemes are measured at the present value of the future pension benefits which for accounting purposes are considered to have been earned at the end of the reporting period. Pension assets are measured at fair value. Net pension costs are wholly classified as wage

costs and comprise the period's pension contributions and interest cost on the liability, less estimated return on the pension assets. The net pension liability is presented on the balance sheet under provisions for liabilities and charges. That portion of the effect of estimate variances and changes in assumptions that exceeds 10 % of the greater of pension assets and pension liabilities is recognised in the consolidated income statement over the average remaining contribution period.

The Group cleared all accumulated estimate variances on the date of transition to IFRS on 1 January 2004.

Estimates
Preparing financial statements in compliance with IFRS requires the company to make measurements, estimates and assumptions that influence the application of accounting policies and recognised amounts for assets and liabilities, income and expense. Estimates and appurtenant assumptions are based on historical experience and other factors seen to be reasonable given the circumstances. These calculations form the basis for measuring the balance sheet values of assets and liabilities that are not clear from other sources. Actual results may deviate from these estimates.

Estimates and underlying assumptions are measured on a current basis. Changes in accounting estimates are recognised in the consolidated income statement in the period in which the changes occur if they only apply to that period. If the changes are also applicable to future periods, the effect is then distributed between current and future periods.

Measurements made by the company when applying IFRS that have a significant effect on the financial statements, and estimates with significant risk of material adjustments in the coming financial year, are all explained in note 3.

Provisions
A provision is recognised when, and only when, the Group has a present obligation (legal or assumed) arising from past events, the settlement of which is expected to result in an outflow of resources embodying economic benefits, and if the amount of the obligation can be measured reliably. Provisions are reviewed at the end of every reporting period, and the level will reflect the best estimate on the obligation. When the time factor is insignificant, the provision will be equal to the amount needed to settle the obligation. When the time factor is significant, the provision will be the present value of future disbursements to cover the obligation. Increases in the present value of provisions because of time factors are presented as interest expense.

Cash and cash equivalents
Cash equivalents are short-term liquid investments that can be converted into cash within three months' time and at a known amount, and which contain insignificant risk. In the statement of cash flows, a negative balance on the bank overdraft is carried net in cash and cash equivalents.

Statement of cash flows
The statement of cash flows is prepared according to the indirect method. The indirect method entails that cash flows from investing and financing activities are shown gross, while cash flow tied to operating activities results from reconciliation of the accounting results against the net cash flow from operating activities.

Reclassification
Where consolidated income statement and balance sheet items are reclassified, the comparative figures are restated accordingly.

Adopted IFRSs and IFRICs with future effective date:
IFRS 9 - Financial Instruments
IFRS 9 replaces the classification and measurement rules in IAS 39 - Financial Instruments: Recognition and Measurement. According to IFRS 9, financial assets that contain ordinary loan terms are to be carried at amortised cost, unless it is decided to carry them at fair value, while other financial assets shall be carried at fair value. The classification and measurement rules for financial obligations in IAS 39 are continued, with the exception of financial obligations selected for fair value carrying with changes in value though profit or loss (fair value option), where changes in value relating to own credit risk are separated out and carried through other income and expenses. The effective date set for IFRS 9 is 1 January 2013, although the standard has still not been approved by the EU. The Group expects to apply the standard as of 1 January 2013. Wilson does not expect these provisions to have a significant effect for the Group, as it has no financial assets classified as "Held-to-maturity" or "Available-for-sale".

Amendments to IFRS 7 - Financial Instruments: Disclosures
The amendment relates to disclosure requirements in the notes in connection with the transfer of financial assets that the company still has an involvement in. The purpose of the amendments is to give the reader of the financial statements a better picture of the exposure to the company transferring the financial assets. The effective date set for IFRS 7 is1 July 2011, although the standard has still not been approved by the EU. The Group expects to apply the standard as of 1 January 2012. Wilson does not expect these provisions to have a significant effect for the Group.

IAS 24 (revised) - Related Party Disclosures
In relation to the current IAS 24, the revised standard provides a clarification and simplification of the definition of related parties. The effective date is set as 1 January 2011. The Group expects to apply the revised IAS 24 as of 1 January 2011. Wilson's assessment is that the new definition does not affect who the Group regards as related parties.

IASB's annual improvement project 2010
Through its annual improvement project, IASB has adopted amendments to a number of standards listed below, which will come into force with effect from 1 July 2010 and later. The amendments have not yet been approved by the EU. The Group expects to apply the amendments as of 1 January 2011. Wilson's assessment is that none of these amendments will have any material significance for the Group's annual consolidated financial statements. Amendments have been adopted to the following standards and interpretations: IFRS 3 - Business Combinations, IFRS 7 - Financial Instruments: Disclosures, IAS 27 - Consolidated and Separate Financial Statements, IAS 1 - Presentation of Financial Statements, IAS 34 - Interim Financial Reporting, and IFRIC 13 - Customer Loyalty Programmes.

In addition, the following standards and interpretations have been adopted with future effective dates, although they are not considered relevant for Wilson ASA:
Amendments to IAS 32 - Financial Instruments - Presentation - Classification of Rights Issues, and amendments to IFRIC 14 IAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction - Prepayments of a Minimum Funding Requirement, and IFRIC 19 - Extinguishing Financial Liabilities with Equity Instruments.

Note 3 – Accounting estimates and evaluations

In connection with the presentation of the financial statements for 2010, the management have exercised the following discretion in relation to a number of key issues:

Estimates
Evaluations, estimates and assumptions that have a significant effect for the financial statements are summarised below.

Impairment tests
Goodwill is tested annually for impairment (write-down). The lack of a well-functioning second-hand market in 2010 prompted Wilson also to test the ships for impairment. The impairment tests showed that there was no need for write-downs. The tests are based on a number of estimates and assumptions. The point of departure is future cash flows from operations based on a weighted average of three periods: a period with acceptable earnings, a period with weak earnings, and next year's budget. The period with acceptable earnings is weighted based on an assessment of the probability that this will occur. The time horizon is based on the ships' remaining useful lives. Expected cash flows are discounted by the Group's WACC (weighted average cost of capital) of approximately 8 % per annum, which is calculated based on an interest rate on debt of just under 7 % and the Group's return on equity requirement of 15 % per annum less 2 % inflation per annum to arrive at the real interest rate. The Group has a low beta (< 1), but this has not been incorporated into the calculation of WACC to test for impairment.

Useful life of ships
The amount of depreciation depends on the estimated useful economic life of the ships. The estimated useful life is normally 30-35 years. See note 6.

Residual value of ships
The amount of depreciation also depends on the estimated residual value of ships at the end of the reporting period. Assumptions about residual value are based on knowledge of the second-hand ship market and the scrap value of ships. Market developments will be decisive for second-hand values, while steel prices and decommissioning costs will decide the future scrap value.

Useful life for classification and maintenance costs in dry-dock periods
Classification and maintenance costs incurred in connection with dry-dock periods are amortised until the next dry-dock period. There will normally be two dry-dock periods within a space of 60 months. See also note 2 - Accounting policies.

Pension liabilities
The pension liability for defined-benefit pensions is calculated by an actuary, based on data and assumptions supplied by Wilson. In determining the pension assumptions, Wilson has used the Norwegian Accounting Standards Board's guide to assumptions used in calculating pension benefits. Even using assumptions that accord with the guidance provided by the Norwegian Accounting Standards Board's, the calculations are to a great extent based on estimates that may change significantly. See also note 15.

Deferred tax assets
Deferred tax assets are recognised in the balance sheet based on the utilisation of tax-deducting temporary differences and loss carryforwards, and using reversal of tax-adding temporary differences and future earnings. See also note 16.

Note 4 – Subsidiaries

The following companies are included in the consolidated financial statements of Wilson ASA Group. Companies which are 50 % owned by Wilson are jointly controlled entities, which are described in greater detail in note 8.

Subsidiary	Acquisition year	Principal ctivity	Registered office	Voting & ownership
Wilson EuroCarriers AS	2000	Affreightment	Bergen	100 %
Bergen Shipping Chartering AS	2000	Affreightment	Bergen	100 %
Euro Container Line Holding AS	2008	Affreightment	Bergen	100 %
Euro Container Line AS	2008	Affreightment	Bergen	100 %
NSA Schifffahrt und Transport GmbH	2008	Affreightment	Hamburg	100 %
Wilson Management AS	2000	Administration	Bergen	100 %
Wilson Agency Norge AS	2010	Affreightment	Stavanger	100 %
Wilson NRL Transport GmbH	2000	Affreightment	Duisburg	100 %
Wilson Agency B.V.	2003	Affreightment	Rotterdam	100 %
Wilson Murmansk Ltd.	2009	Affreightment	Murmansk	100 %
Wilson Ship Management AS	2000	Ship management	Bergen	100 %
Wilson Crewing Agency Ltd.	2004	Crewing	Archangel	100 %
Wilson Crewing Agency Odessa Ltd.	2007	Crewing	Odessa	100 %
Wilson Ship AS	2000	Hiring vessels	Bergen	100 %
Wilson Shipowning AS	2000	Ship owners	Bergen	99.44 %
Wilson Shipowning II AS	2010	Ship owners	Bergen	100 %
Wilson Shipowning III Ltd.	2010	Ship owners	Malta	100 %
Altnacraig Shipping Plc.	2000	Hiring vessels	London	100 %
Nesskip hf.	2006	Affreightment	Reykjavik	89.85%
Unistar Shipping Co. Ltd.	2006	Ship owners	Limassol	100 %
Volcano Shipping Services Ltd.	2006	Administration	Limassol	100 %
MV "Mautern" Shipping Co. Ltd.	2006	Ship owners	Limassol	75 %
MV "Weissenkirchen" Shipping Co. Ltd.	2006	Ship owners	Limassol	50 %
MV "Joching" Shipping Co. Ltd.	2006	Ship owners	Limassol	50 %

Changes relating to subsidiaries in 2010:
Nesskip hf.
Through agreements, Wilson has had full control of Nesskip for several years and has accounted for the investment as a wholly owned subsidiary without minority interests. Wilson had not formally paid for and taken over all the shares as of 31 December 2010. In 2010 Wilson acquired a further 2.2 % of the shares in Nesskip, increasing the company's ownership interest from 87.70 % to 89.85 % as of 31 December 2010. The remaining 10.15 % of the shares will be paid for and taken over by 31 July 2012. This payment obligation has been reported as a current financial liability. See also note 11.

Wilson Agency Norge AS
Wilson Agency Norge AS was established in May 2010. The company is part of Wilson's agency and affreightment business.

Wilson Shipowning II AS (ex. Green Maritime AS)
1 November 2010 Wilson Shipowning AS purchased 100% of the shares in Green Maritime AS (now Wilson Shipowning II AS) and its wholly owned subsidiary Green Bergen Ltd, Malta (now Wilson Shipowning III Ltd.) from Green Reefers ASA. Wilson Shipowning II AS owns MV Wilson Express, which has had a time charterparty with Wilson Ship AS since January 2004. On the renewal of a long-term freight contract for the vessel with Hydro Aluminium, it was natural to take over the entire operations and ownership of the vessel. The total price for the vessel and other company assets was TUSD 3 600. In addition, the vessel has undergone a substantial upgrade with a view to the long-term freight contract. The acquisition was treated in the consolidated financial statements as purchase of assets.

Note 5 – Share capital and shareholder information

The company's share capital at 31 December 2010 consisted of 42 216 000 shares at NOK 5 each, totalling TNOK 211 080 in all.

Name	No. of shares	Shareholding	Voting share
Caiano AS	38 070 599	90.18 %	90.18 %
Pareto Aksje Norge	931 800	2.21 %	2.21 %
Ivan AS	623 000	1.48 %	1.48 %
Slethei AS	468 954	1.11 %	1.11 %
Pareto Aktiv	432 600	1.02 %	1.02 %
Total > 1 % shareholding	40 526 953	96.00 %	96.00 %
Total others	1 689 047	4.00 %	4.00 %
Total number of shares	**42 216 000**	**100.00 %**	**100.00 %**

Through the related party Caiano AS, Kristian Eidesvik controls in total 90.18 % of Wilson ASA.

Below is a list of the percentage-wise shareholdings of members of the Board and the group executive management as of 31 December 2010. Board members' and senior executives' shareholdings include shares held by their close family members.

Shares controlled by the Chair and Board members	2010	2009
Kristian Eidesvik	90.18 %	90.18 %
Ellen Solstad	1.48 %	1.48 %
Eivind Eidesvik	0.02 %	0.01 %

Shares controlled by senior executives – none in 2010 or in 2009.

Note 6 – Tangible fixed assets

Tangible fixed assets at 31 December 2010:	Ships	Ships under construction*	Capitalised dry-dock	Other op. equipment	Real estate	Total
Acquisition cost at 1 January	1 900 511	355 018	197 235	22 192	3 010	2 477 966
Additions purchase operating equipment	190 858	276 453	100 203	3 888	0	571 403
Disposals	0	166 300	130 020	13 929	0	310 249
Acquisition cost at 31 December	2 091 370	465 171	167 418	12 151	3 010	2 739 120
Acc. depr., write-downs & rev. write-downs at 1 Jan.	438 712	0	80 021	15 027	546	534 306
App. deprec. disposals	0	0	130 020	13 929	0	143 949
Depreciation for the year	86 142	0	89 507	2 750	151	178 550
Acc. depr., write-downs & rev. write-downs at 31 Dec.	524 854	0	39 508	3 848	697	568 907
Book value at 31 December	**1 566 516**	**465 171**	**127 910**	**8 303**	**2 313**	**2 170 213**
Depreciation for the year	86 142	0	89 507	2 750	151	178 550
Useful life	30-35 years		30 months	5-10 years	20 years	
Depreciation schedule	Straight-line		Straight-line	Straight-line	Straight-line	
Capitalised leases incl. in acquisition cost	52 432	0	0	0	0	52 432

Tangible fixed assets at 31 December 2009:	**Ships**	**Ships under construction***	**Capitalised dry-dock**	**Other op. equipment**	**Real estate**	**Total**
Acquisition cost at 1 January	1 906 335	233 560	315 567	22 524	3 010	2 480 996
Additions purchase operating equipment	30 594	121 458	67 215	0	0	219 267
Acquisition cost at 31 December	1 900 511	355 018	197 235	22 192	3 010	2 477 966
Acc. depr., write-downs & rev. write-downs at 1 Jan.	378 839	0	163 850	12 136	395	555 220
Depreciation for the year	83 972	0	101 718	2 891	151	188 732
Acc. depr., write-downs & rev. write-downs at 31 Dec.	438 712	0	80 021	15 027	546	534 307
Book value at 31 December	**1 461 799**	**355 018**	**117 214**	**7 165**	**2 464**	**1 943 660**
Depreciation for the year	83 972	0	101 718	2 891	151	188 732
Useful life	30-35 years		30 months	5-10 years	20 years	
Depreciation schedule	Straight-line		Straight-line	Straight-line	Straight-line	
Capitalised leases incl. in acquisition cost	55 369	0	0	0	0	55 369

* "Ships under construction" relates to the building of eight 8 300 dwt bulk carriers and eight 4 500 dwt bulk carriers in China. Building costs are capitalised as costs accrue. Ships under construction are not depreciated during the construction phase. The costs will be carried as additions (ships) upon delivery of the finished vessels and depreciated according to Group depreciation principles for ships. All the Group's interest on building loans relates entirely to newbuildings, and in 2010 interest on building loans of TNOK 14 271 was capitalised on the building account for the projects. As at 31 December 2010, accumulated interest on building loans recognised in the item "Ships under construction" totalled TNOK 25 865. In addition, a realised accumulated gain on hedges of payments in USD to the shipyards was capitalised in the sum of TNOK 27 193 as well as an unrealised accumulated gain of TNOK 4 105.

Measurement of vessels

The book value of the vessels, including capitalised dry-docking costs, is compared with market indications for the different sizes of vessel quoted in EUR and translated into NOK at 31 December 2010. In the current market there is great uncertainty with respect to third-party valuations of the vessels. Normally, the company obtains a valuation from shipbrokers so as to be able to indicate a third-party opinion on values in the fleet. For 2010, as for 2009, however, the company takes the view that such values would not be representative as in the current situation it would not be possible to find a willing buyer – willing seller, which is key to valuations of this kind. In other words, the second-hand market is currently not a well-functioning market. Valuations have nevertheless been obtained for some selected vessels, which indicate a moderate increase compared with values at 31 December 2009. This accords with the company's own view.

In order to check book values, the company has also estimated value in use, which is calculated as the present value of expected cash flows. This impairment test has been carried out for the vessels as a single portfolio, with the exception of container vessels, which are measured as a separate portfolio. Wilson operates an industrial shipping business with a standardised fleet and high contract coverage, where added value accrues from economies of scale. The fleet is a portfolio in which the focus is on the totality, and where we elect to employ the vessel that is in the best position to do the job at any time. Expected cash flows for the vessels are estimated as a representative earnings level that is used for all the years of a vessel's useful life. The earnings level is calculated as the difference between budgeted costs for 2011 and expected income based on weighted average actual earnings in prior periods and the adopted budget for 2011. The two historical periods are chosen based on a need to include actual market earnings in a period with both acceptable earnings and a period with weak earnings. Of the three levels of earnings, the period with acceptable earnings is weighted based on an assessment of the probability that this will occur. In the calculation, no special adaptations are made for vessels that the company has laid up, other than that an estimated upgrade cost has been taken into account. The Group has applied a WACC (weighted average cost of capital) of about 8 % (real interest rate) as the discount rate before tax. WACC is calculated as a weighted average interest rate on debt of just under 7 % and a return on equity requirement of about 15 %. The WACC calculation is conservative as the company has a low beta (< 1) that is not taken into account in the calculation, owing to challenges involved in accurately quantifying the beta value based on the low liquidity in the share and the lack of comparable companies. The value measurement shows good margins against book values.

Accordingly, no basis was identified for writing down the book value of vessels in 2010.

Note 7 – Goodwill

Consolidated goodwill arose upon the acquisition of Wilson AS and its subsidiaries in the financial year 2000, and upon the purchase of 49 % of the shares in Wilson NRL Transport GmbH, Duisburg in 2007, as well as the purchase of the remaining 50 % of the shares in Euro Container Line Holding AS in 2008. Wilson AS was subsequently merged into Wilson ASA. The goodwill item that arose in 2000 represents the value of future profits from the company's long-term contractual relationships which have developed over a long period of time via Wilson EuroCarriers AS. Goodwill that arose in 2007 on the purchase of shares in NRL Transport GmbH represents the values and relationships associated with the affreightment and agency business built up in Duisburg. Goodwill relating to Euro Container Line Holding AS represents the lasting value built up over many years from the container line's operations between Norway and the Continent.

	Acquis. cost Goodwill	**Year acquired**
Wilson AS	129 036	2000
NRL Transport GmbH	1 115	2007
Euro Container Line Holding AS	24 553	2008
Total	154 704	

Measurement of goodwill
The impairment test for goodwill has been carried out based on the same calculation as for ships (see note 6) with a 14-year time horizon corresponding to the average remaining life of the company's ships. The present value of cash flows in excess of book value of the ships is compared with the book value of goodwill. In the impairment test, goodwill deriving from Euro Container Line Holding AS is allocated to the container vessels, and goodwill deriving from Wilson AS is allocated to the three segments in note 13 based on the book value of the ships in the segments. The value measurement of goodwill shows good margins against book value. In terms of sensitivity, earnings on a T/C basis may fall by over 13 % for the vessels in total, alternatively the discount rate could be increased by 6 percentage points to approximately 14 % before the calculated values concur with book values. The impairment test is based on a cautious assumption in as much as only a 14-year time horizon is applied.

No write-down requirement for consolidated goodwill was identified during the financial year.

Note 8 – Investments in jointly controlled entities

The Group had the following investments in jointly controlled entities at 31 December 2010:

Company	Acquisition date	Cost price	Book value	Country	Activity	Ownership
MV "Weissenkirchen" Shipping Co. Ltd.	31.05.06	12 568	11 529	Cyprus	Ship-owners	50 %
MV "Joching" Shipping Co. Ltd.	31.05.06	12 444	12 659	Cyprus	Ship-owners	50 %
Total investment		**25 012**	**24 188**			

MV "Weissenkirchen" Shipping Co. Ltd. and MV "Joching Shipping Co. Ltd. are both ship-owning companies, owning one vessel each, respectively MV Wilson Sky and MV Wilson Hull.

Changes relating to jointly controlled entities in 2010:
There were no changes in ownership relating to jointly controlled entities in 2010.

Changes in capitalised value in 2010 are specified as follows:

	Weissenk.	Joching	2010 Total	2009 Total
Original acquisition cost	12 568	12 444	25 012	25 012
Balance sheet equity at acquisition	- 3 164	- 2 339	- 5 503	- 5 503
Excess value, ships	9 404	10 105	19 509	19 509
Net value at 1 January	**13 571**	**12 967**	**26 538**	**28 485**
Additions/disposals in period	0	0	0	0
Share of results for year	- 1 681	67	- 1 614	- 1 211
Amortisation of excess value	- 362	- 374	- 736	- 736
Transfers to/from company	0	0	0	0
Other changes during the year	0	0	0	0
Net value at 31 December	**11 528**	**12 660**	**24 188**	**26 538**

"Share of results for the year" and "Amortisation of excess value" are carried in the consolidated income statement under "Share of results of jointly controlled entities".

Below is a summary of company accounts for jointly controlled entities:

TNOK	Weissenk.	Joching	Total 2010	Weissenk.	Joching	Total 2009
Fixed assets	21 946	24 863	46 809	25 872	28 033	53 905
Current assets	172	1 741	1 913	0	2 228	2 228
Total assets	22 118	26 604	48 722	25 872	30 261	56 133
Long-term liabilities	7 283	14 500	21 783	10 062	17 284	27 346
Current liabilities	7 265	3 559	10 824	4 878	4 566	9 444
Total liabilities	14 548	18 059	32 607	14 940	21 850	36 790
Equity	7 570	8 545	16 115	10 932	8 411	19 343
Group share of equity	3 785	4 273	8 058	5 466	4 206	9 672
Excess value	7 743	8 388	16 131	8 105	8 762	16 867
Group share of equity including excess value	**11 528**	**12 660**	**24 188**	**13 571**	**12 967**	**26 538**
Total income	7 347	10 835	18 182	8 601	12 088	20 689
Profit/loss for the year	- 3 362	134	- 3 228	- 2 470	48	- 2 422
Group share of results for the year	- 1 681	67	- 1 614	- 1 235	24	- 1 211
Amortisation of excess value	- 362	- 374	- 736	- 362	- 374	- 736
Group share of results for the year incl. amortisation of excess value recognised in profit or loss	**- 2 043**	**- 307**	**- 2 350**	**- 1 597**	**- 350**	**- 1 947**

The Group has the following subordinated loans relating to jointly controlled entities:

	Interest rate	2010 Book value	2009 Book value
MV "Weissenkirchen" Shipping Co. Ltd.	0 %	1 317	1 402
MV "Joching" Shipping Co. Ltd.	0 %	3 803	4 048
Total loans		**5 120**	**5 450**

Loans to MV "Weissenkirchen" Shipping Co. Ltd. and MV "Joching" Shipping Co. Ltd., are subordinated loans on which interest is not charged.

The fair value of subordinated loans with a 0 % interest rate is estimated at TNOK 4 741 based on a discounted rate of 8 %.

Note 9 – Capital structure and financial instruments

Capital structure
The company's capital structure is measured based on the requirement for a healthy debt-equity ratio on the one hand and a return on capital employed on the other. The company norm in connection with purchasing ships in the second-hand market has been 30 % equity and 70 % external financing of the purchase amount. In the case of newbuildings, the proportion of borrowed capital has been greater, with up to 80 % of the cost price to the shipyard. The company will continue to view this kind of financing structure as appropriate in the future.

The company wishes to give its shareholders a good, stable return on their investment. Return on shareholder capital is understood to mean the sum total of the share price performance and dividends paid. This return should reflect the company's relative economic development. In the case of a direct return in the form of dividend, Wilson's long-term aim is to pay annually 25-30 % of the company's profits after tax. This objective will be considered in relation to the company's growth ambitions in cyclical upturns and financial strength/solvency trends in cyclical downturns. As the market was extremely difficult in 2009, the company's liquidity came under pressure and the company was granted a deferred downward adjustment on a loan facility. The downward adjustment totalling NOK 45 million which should have taken place in December 2009 was deferred to 2011 and 2012. The company was required by the lender not to pay a dividend until the deferred downward adjustment has taken place.

Financial instruments
The Group accounts for derivatives at fair value. All other financial instruments are categorised as, respectively, *loans and receivables* for asset items and *financial liabilities* for liability items, and are accounted for at amortised cost.

Fair value of financial instruments
For financial instruments that are current assets or current liabilities, the fair value is approximately equal to the book value since the instruments have a short maturity. Also in the case of financial instruments that are fixed assets or long-term liabilities, the book value is measured as approximately equal to fair value, with the following exceptions:

Loans to jointly controlled entities with 0 % interest rate. The balance sheet value is TNOK 5 121, while fair value is calculated as TNOK 4 741 based on an interest rate of 8 %.

Other long-term liabilities with 0 % interest rate. The balance sheet value is TNOK 1 348, while fair value is calculated at TNOK 1 219.

Derivatives, which are carried at fair value, are presented in the balance sheet as "Derivatives" on both the asset and liability sides. Derivatives are chiefly entered into with a view to financial hedging, but only parts of them are accounted for as hedges. The balance sheet value at 31 December is divided as follows into derivatives held for hedge accounting and derivatives where change in value is carried immediately in profit or loss:

Financial assets	**31.12.2010**	**31.12.2009**
Derivatives held to hedge building contracts	3 105	6 751
Currency derivatives at fair value with value change through P/L	862	2 633
Interest rate derivatives at fair value with value change through P/L	0	- 131
Total derivatives as financial assets	**3 967**	**9 253**

Financial liabilities (long-term debt)	**31.12.2010**	**31.12.2009**
Derivatives held to hedge building contracts	1 001	7 667
Currency derivatives at fair value with value change through P/L	279	1 723
Interest rate derivatives at fair value with value change through P/L	- 12 757	- 11 693
Total derivatives as financial liabilities	**- 11 477**	**- 2 303**
Total derivatives	**- 7 510**	**6 950**

The Group has based its accounting for derivatives at fair value on market prices stated by the company's bankers, who are counterparties to the transactions. The measurement of the derivatives is not based on quoted prices, but on observable market inputs, and all these measurements are deemed to be category 2 measurements as defined in IFRS 7.27A.

The effect of financial instruments on the consolidated income statement
Interest income, interest expense, and foreign exchange gain and loss on financial instruments that are not derivatives are shown in the consolidated income statement on separate lines. These derive in their entirety from financial instruments that are classified as *loans and receivables* for asset items and *financial liabilities* for liability items, and are carried at amortised cost. Foreign exchange gain and loss are chiefly attributable to financial liabilities. The Group had no write-downs of financial instruments in 2010 or 2009.

Changes in the value of derivatives that are not hedges are shown on the line *Change in value of derivatives* in the consolidated income statement and consist of the following elements:

	2010	2009
Interest rate derivatives	- 932	3 384
Currency derivatives	- 3 214	- 31 683
Total value change derivatives	**- 4 146**	**- 28 299**

Hedging
Wilson uses derivatives to hedge the cost price of ships under construction. Payments to the shipyard are contracted in EUR and USD and the Group has entered into financing agreements with the bank in the same currency as the payment obligation to the shipyard. Wilson has entered into forward exchange contracts to hedge USD payments against NOK equivalents.

These hedges are handled as fair value hedges. The Group has for accounting purposes no cash flow hedges or hedges of net investments. All hedge instruments are carried at fair value and appear in the table above with fair value of derivatives.

Fair value hedging of ships under construction is performed using forward exchange contracts. These transactions mature concurrently with planned payments to the shipyard in 2011 and 2012. Changes in the value of the hedge object are classified together with the capitalised value of ships under construction. Changes in the value of hedging instruments are recognised on the balance sheet as derivatives, and the following changes are accounted for during the year:

Currency derivatives (hedging)	2010	2009
Fair value at 1 January	14 419	59 945
Value changes recogn. ships under constr. (pre-tax)	11 966	- 40 612
Realised currency derivatives	- 22 279	- 4 914
Fair value at 31 December	4 106	14 419

Any ineffectiveness in the hedge relationship is recognised in the consolidated income statement, although only insignificant amounts are involved.

Financial risk
The Group has international operations and is exposed to currency risk and interest rate risk. In addition to these are risks associated with fluctuations in bunker prices. The Board of Directors has established guidelines for risk management. The Group employs derivatives to a certain degree to reduce these risks, in accordance with the Group's strategy in respect of interest rate, bunker price and foreign currency exposure.

i) Currency risk
The Group is exposed to currency risk as some of its turnover is in EUR, while bunker costs and crew costs are in USD. The consolidated financial statements have consequently been greatly affected by the exchange rate for the Norwegian krone compared with USD and EUR. The Wilson Group seeks to reduce exposure to exchange rate fluctuations by achieving the best possible balance between receipts and outgoing payments in the same currency, as well as obtaining forward exchange contracts at acceptable exchange rates. Crew costs for 2010 were about 50 % of ship operating expenses (excluding dry-docking). Most dock dues are paid in EUR. T/C hire is paid in EUR. Currency hedging is related to some of the estimated net currency needs linked to bunker costs, T/Cs, crew costs, dock dues, interest and instalments. Hedging activities related to currency risk do not satisfy hedge accounting requirements, with the exception of parts of the newbuilding programmes in China. This means that forward contracts are related to operating items, classified as held for trading, and that changes in value in these are recognised immediately in the consolidated income statement as financial income or financial expense.

Significant exchange rates applied in preparing the consolidated financial statements:

	Exchange rate 31.12.2010	Average exchange rate	Exchange rate 31.12.2009
EUR	7.813	8.023	8.315
USD	5.856	6.053	5.777

Sensitivity
The following tables show the Group's sensitivity to potential changes in the exchange rate of NOK against USD and EUR respectively, all other factors being equal. All effects will come through profit or loss as a result of changes in the value of monetary items in currencies other than the respective companies' functional currencies at year-end. The table also includes the effect of potential changes in the NOK exchange rate through the year. Hedging instruments (currency derivatives) linked to the newbuilding programmes in China will have no effect in the consolidated income statement.

	Change in NOK exchange rate against USD	Effect on pre-tax result	Effect on equity
2010	+/- NOK 0.1	-/+ TNOK 6 100	0
2009	+/- NOK 0.1	-/+ TNOK 5 800	0

	Change in NOK exchange rate against EUR	Effect on pre-tax result	Effect on equity
2010	+/- NOK 0.1	+/- TNOK 3 100	0
2009	+/- NOK 0.1	-/+ TNOK 2 900	0

The calculations are based on net currency flows related to operations, foreign currency loans, forward exchange contracts entered into for trading purposes, bank accounts, receivables and current liabilities in foreign currencies.

ii) Liquidity risk

The Group's strategy is always to maintain sufficient ready cash, cash equivalents or credit facilities to finance operations and investments at any time in accordance with the company's strategy plan for the same period. The Group considers it probable that it will be able to renew the loan agreements or negotiate alternative financing agreements on expiry of the present contracts.

Surplus liquidity is normally deposited in the principal bank, on the best terms possible.

The following table gives an overview of the maturity structure for the Group's financial liabilities, including interest, based on non-discounted contractual payments. In cases where the counterparty could demand early redemption, the amount is stated in the earliest period that payment can be demanded from the counterparty. If redemption of the obligations can be demanded on request, these are included in the first column (less than three months). The average long-term nominal rate of interest is just under 7 % per annum:

31.12.2010	**1-3 months**	**4-12 months**	**1-4 years**	**Over 4 years**	**Total**
Debt to credit institutions excl. building loans	3 010	157 833	985 465		1 146 308
Interest to credit institutions	12 807	53 601	159 223		225 632
Debt to related companies			92 852		92 852
Interest to related companies	1 243	3 728	6 298		11 269
Other long-term liabilities			20 000	1 348	21 348
Interest to other long-term liabilities	350	1 050	1 867		3 267
Lease commitments	1 570	4 709	44 371	1 095	51 744
Derivatives			11 477		11 477
Financial commitment arising from acquisition	4 435	9 645	7 463		21 543
Accounts payable	88 497				88 497
Unpaid govt. charges & special taxes	10 618				10 618
Other current liabilities excluding interest	89 439				89 439
Total	211 968	230 566	1 329 016	2 443	1 773 993

31.12.2009	**1-3 months**	**4-12 months**	**1-4 years**	**Over 4 years**	**Total**
Debt to credit institutions excl. building loans	18 936	125 710	567 362	581 657	1 293 665
Interest to credit institutions	9 171	58 171	161 344	63 887	292 573
Debt to related companies			20 000		20 000
Interest to related companies			1 257		1 257
Other long-term liabilities				1 434	1 434
Interest to other long-term liabilities					0
Lease commitments	1 665	4 994	51 298	1 110	59 067
Derivatives			2 303		2 303
Financial commitment arising from acquisition	4 234	32 942			37 176
Accounts payable	76 174				76 174
Unpaid govt. charges & special taxes	9 299				9 299
Other current liabilities excluding interest	71 233				71 233
Total	190 712	221 817	803 565	648 088	1 864 181

Debt to credit institutions

In addition to established long-term mortgage debt with credit institutions, the Group has entered into an agreement for building loans in connection with the newbuilding programme in China (see note 11). The building loans were established for the equivalent of TNOK 290 096 (TNOK 170 425 in 2009). The loan-to-collateral value ratio is approximately 77 % on delivery of the vessels, which equals the maximum establishment of TUSD 82 368 or equivalent in NOK + TEUR 42 000. The building loans are secured in building contracts and "Refund guarantees".

The Group did not breach the terms and conditions (covenants) of any loans in 2010.

The most important loan covenants on a group basis are that available funds shall exceed 50 % of next year's instalments, current assets shall be greater than current liabilities in accordance with specific definitions, book equity plus long-term shareholder loans shall exceed 30 % of the balance sheet total, dividends shall not exceed 50 % of the result for the year, and Kristian Eidesvik and/or related parties shall own at least 35 % of Wilson ASA as a listed company.

Collateral:

Book debt secured by ship mortgage:	**2010**	**2009**
Mortgage loan	1 146 306	1 123 240
Total	1 146 306	1 123 240

Book value of assets as security for book debt:		
Other operating equipment	0	0
Ships	1 625 444	1 503 126
Total	1 625 444	1 503 126

Debt to related companies
See note 12 – Related party transactions.

Other long-term liabilities
Unsecured long-term liabilities in 2010, amounting to TNOK 21 348, consist of:
- TNOK 1 348 (2009: TNOK 1 434) in a loan to minority interests in MV Mautern Shipping Co. Ltd. No interest is charged on the loan.
- A loan of TNOK 20 000 raised at 28 December 2010 from Shannon AS, a company in which Caiano AS is a minority shareholder. Interest is 7 % per annum. The loan will be settled by a single instalment, no later than 31 July 2012.

Other current liabilities	**2010**	**2009**
Accrued voyage costs	64 640	51 577
Accrued technical operations, ships	13 999	12 196
Accrued other operations	10 800	7 458
Accrued interest expense	10 631	10 493
Total	**100 070**	**81 724**

iii) Interest rate risk
Items exposed to interest rate risk are cash and cash equivalents and long-term liabilities, as stated in this note.

The Group entered into interest rate swap agreements in 2008 that swapped floating loan interest rates against fixed rates. These interest rate swaps mature in 2013. 14 % of the Group's mortgage debt is presently secured at fixed rates using these swaps. As these swaps do not qualify as hedge accounting under IFRS, they are recognised as financial instruments held for trading purposes, with value changes carried through profit or loss.

Cash and cash equivalents (bank deposits) are not covered by long-term interest rate agreements. The Group's bank deposits of TNOK 101 007 are shown net less drawings on bank overdraft of TNOK 25 795. The unused limit on the bank overdraft of TNOK 55 000 is TNOK 29 205. The Group's bank deposits include the sum of TNOK 4 091 in mandatory tax provisions.

The effective interest rates for the Group's financial instruments are as follows:

	2010	**2009**
Loans to jointly controlled entities	0.0 %	0.0 %
Financial instruments (USD)	0.8 %	1.0 %
Mortgage debt	5.0 %	4.6 %
Other long-term liabilities	5.6 %	4.6 %

The following overview provides interest rate information on the Group's long-term liabilities:

	Effective interest rate	**Interest due**	**2010**	**2009**
Mortgage debt NOK	7.84 %	2013	200 000	200 000
Mortgage debt EUR			0	34 424
Fixed-rate debt			**200 000**	**234 424**
Mortgage debt NOK	5.03 %	2011	590 151	299 617
Mortgage debt EUR	3.33 %	2011	356 157	589 199
Other long-term liabilities excl. derivatives NOK	6.02 %	2011	40 000	20 000
Other long-term liabilities excl. derivatives EUR	5.44 %	2011	74 200	1 434
Finance leases NOK	6.24 %	2011	51 208	54 460
Floating-rate debt			**1 111 715**	**964 710**
Building loans:				
EUR floating-rate	3.19 %		164 531	91 169
USD floating-rate	2.72 %		125 563	79 256
Floating-rate building loans			**290 095**	**170 425**
Total long-term liabilities excluding derivatives			**1 601 810**	**1 369 559**
First year's instalments on long-term debt incl. financial leases			-164 133	- 147 898
Long-term liabilities excluding derivatives & first year's instalments			**1 437 677**	**1 221 661**

The effective interest rate is a calculated average. Debt with floating interest rates is set up to six months ahead.

The following table shows the Group's sensitivity to potential changes in interest rate levels. The calculations take into account all interest-bearing instruments and associated interest rate derivatives. All effects will come through profit or loss, as the company has no hedging instruments tied to interest rates that will be carried directly in equity.

	Change in int. rate level	**Effect on result**	**Effect on equity**
2010	+/- 1% point	-/+ TNOK 9 200	0
2009	+/- 1% point	-/+ TNOK 9 200	0

The calculations are made on the basis of net debt with floating interest rates.

iv) Price risk bunker costs
The Group had no contracts with suppliers of bunker fuel at 31 December 2010.

A large proportion of the long-term freight contracts contain bunker clauses or hedge agreements. These clauses are deemed to be closely related to the freight contract and are consequently not considered to be embedded derivatives. Significant changes in bunker costs owing to price or foreign exchange fluctuations will because of the bunker clauses not give rise to any significant risk for Wilson under the freight contracts.

	2010	2009
Bunker costs	421 837	341 743
Port dues etc.	542 054	474 793
Total voyage costs	**963 891**	**816 536**

v) Credit risk
The degree of credit risk on accounts receivable is considered moderate for all of Wilson's areas of business. Credit risk associated with businesses in the Group is currently considered to be limited. Short credit times reduce the level of outstanding receivables. Historically, the Group has had no significant losses on accounts receivable, but the risk is reflected in the Group's quality assurance system, where routines for monitoring accounts receivable are followed up frequently.

The counterparties for pension assets are Norwegian insurance companies, and the risk associated with this is considered minimal. The counterparties for derivatives are banks, and the credit risk associated with this is considered limited. The same is true for bank deposits.

Such being the case, the maximum credit risk is considered as being the capitalised value of accounts receivable and current receivables, in addition to loans given to different entities.

	2010	2009
Accounts receivable	99 880	80 829
Other current receivables	54 164	59 474
Other long-term receivables	0	2 195
Loans to jointly controlled entities	5 120	5 450
Total receivables	**159 164**	**147 948**

Other current receivables consist mainly of prepayments and accruals.

Loans given to jointly controlled entities are described in greater detail in note 8.

Other long-term receivables are related to loans concerning the activity of Bergen Shipping Chartering AS' selfdischargers.
At 31 December 2010 the outstanding loan balance was TEUR 110, equal to about TNOK 859. In accordance with the repayment plan, the outstanding debt will be settled in 2011 and is therefore included in "Other current receivables".

Accounts receivable by age distribution as of 31 December:

	Total	Not yet due	<30 days	30-60 days	60-90 days	>90 days
2010	99 880	70 980	26 391	364	1 281	864
2009	80 829	55 480	22 534	1 561	775	479

Accounts receivable past due more than 90 days are considered as lawful claims, but are actually as a result of long processing times. There are no problems associated with clients' willingness or ability to pay, and so the company has made no provision for impairment losses.

Note 10 – Significant lease commitments

Financial lease commitments
See notes 6 and 9.

Operating T/C commitments and expenses - and operating bareboat expenses
As of 31 December 2010, the Group had time charter (T/C) commitments on 32 vessels. Current time charters are a combination of short periods up to 12 months with (in some cases) options for further hire, and some for periods longer than 12 months. Commitments entered into as of 31 December 2010 amount to TNOK 324 950 in total. Annual hire of vessels in 2010 totalled TNOK 257 461.

Future minimum leases linked to non-cancellable T/C agreements fall due as follows:

	2010	2009
Within 1 year	203 393	214 667
1 to 5 years	121 557	205 807
After 5 years	0	0
Future minimum leases	**324 950**	**420 474**
Interest per annum	5.00 %	5.00 %
Present value of future minimum leases	**302 283**	**386 691**

Lease on office premises

Wilson Management AS held a 10-year lease on premises on the 4th floor at Bradbenken 1 in Bergen up until 2008, with the option to renew the lease for two five-year periods on similar terms. The lease was renewed for five years from December 2008, and was also extended to include parts of the 5th floor. The rent is adjusted annually according to the Norwegian consumer price index.

	2010	2009
Rental expense, office premises	4 153	3 878

Future minimum leases linked to non-cancellable parts of the lease fall due as follows:

	2010	2009
Within 1 year	4 200	3 920
1 to 4 years	8 000	11 760
After 4 years	0	0
Future minimum leases	**12 200**	**15 680**

Note 11 – Purchase obligations and guarantees

Purchase of vessels

The Group has the following purchase obligations as a result of contracts for the purchase of tangible fixed assets:

Newbuilding contracts in China for 8 300 dwt vessels (payment plan)

	2010	2009
2010		242 156
2011	119 191	227 804
2012	30 393	
Total	**149 584**	**469 960**

Wilson signed a contract in 2007 with the Yichang Shipyard in China to build eight new bulk carriers of 8 300 dwt each. The first two vessels were delivered in May and August 2010 respectively, while the next two were scheduled for delivery in January 2011, and the remaining four according to plan during the course of 2011/beginning of 2012.

The total investment amounts to approximately TNOK 640 000 based on the exchange rates at the date the contract was signed. The total capital requirement represented by this investment is being financed by a combination of own financing and long-term bank loans. Sixty-six per cent of the cost price is in USD, with future USD payments on vessels 7 and 8 hedged against NOK equivalents.

Newbuilding contracts in China for 4 500 dwt vessels (payment plan)

	2010	2009
2010		234 568
2011	270 565	114 829
2012	63 391	64 620
Total	**333 956**	**414 017**

Wilson signed a contract in 2008 with Shandong Baibuting Shipbuilding Co. Ltd. in Rong Cheng, China, to build eight vessels of 4 500 dwt each. The vessels will have a cost price of USD 10.4 million each, which is approximately NOK 58 million per vessel according to the exchange rates ruling at the date of the contract. Fifty-five per cent of the cost price is in USD, with future USD payments hedged partly against NOK equivalents. The first four vessels are expected to be delivered during 2011, and the remaining four in 2012.

Guarantees provided for both newbuilding programmes are mentioned in note 9.

Purchase of shares

Through subsidiaries, Nesskip is the owner of one bulk vessel in the 7 100 dwt class, the majority owner of one bulk vessel in the 4 200 dwt class, and also owns 50 % of two bulk vessels in the 4 200 dwt class. The company sold four vessels in 2008 within the Wilson Group to Wilson Shipowning AS. Nesskip's head office is in Iceland, where the company also runs an affreightment and agency business, with eight employees. All the bulk vessels mentioned above sail in the Wilson system either on T/Cs or on commission basis.

Wilson has owned the majority of the shares in Nesskip hf. since 2006. Through agreements, Wilson has had control of Nesskip and for accounting purposes has treated it as a wholly owned subsidiary. Share payment and the formal acquisition of the minority interest have occurred gradually, and as of 31 December 2009 Wilson's stake in Nesskip hf. was 87.7 %. A further 2.2 % of the shares were acquired in 2010, bringing the total ownership interest up to 89.85 % as at 31 December 2010. The consideration for the shares paid in 2010 is TNOK 18 738 including interest, and the total consideration paid for 89.85 % of the shares as of 31 December 2010 was TNOK 243 733.

The remaining 10.15 % of the shares and the payment obligation of TNOK 20 411 have been accounted for in the balance sheet as a current financial liability. The shares will be taken over no later than 31 July 2012.

Note 12 – Related party transactions

The Group undertook various transactions with related parties in 2010. All transactions were carried out as part of ordinary business activities, and the agreements were executed on commercial terms pursuant to the Norwegian Companies Act, sections 3-8 and 3-9. See note 14 regarding transactions with employees and board members. Important transactions with holding companies are summarised below:

In 2010, the Wilson Group operated three vessels owned by companies that are indirectly owned by Caiano AS. Two of the vessels were taken on as bareboat charterparties, and one of the charterparty contracts contains purchase options. One of the vessels was on a time charterparty from Green Reefers ASA up until 1 November 2010, when the vessel's owner, Wilson Shipowning II AS (formerly Green Maritime AS) was taken over by Wilson Shipowning AS. See note 4.

Summary of lease agreements for ships

Ship	Contract	Start	Counterparty	Related party	Year's leasing cost
Wilson Split	Bareboat hire (financial)	2005	Caiano Ship AS	via parent	1 097
Wilson Calais*	Bareboat hire (financial)	2007	Caiano Ship AS	via parent	5 281
Wilson Express	Time charter	2003	Green Reefers ASA	via parent	14 511

*The bareboat agreement includes a 12 % nominal return on equity and an option for Wilson to purchase the vessel at a price in line with the diminishing loan balance.

The above lease commitments are of a financial nature and are with related parties. The Group has no other finance lease commitments. See also notes 9 and 10.

For receivables relating to associates and jointly controlled entities, see note 8.

Loans from related parties
Some of the dividend to Caiano AS declared in April 2009 was converted into a loan of TNOK 20 000. Interest is paid every six months based on 6 month NIBOR + 2.25 % per annum. In 2010 interest was paid totalling TNOK 970. The loan is scheduled for repayment no later than 21 April 2013.

In connection with the deferred instalment payment of TNOK 45 000 as of 31 December 2009 relating to the company's mortgage loan with the DnB bank, in March 2010 an agreement was entered into for a shareholder loan of TEUR 9 325 from Caiano AS. Interest is payable every three months based on 3 month EURIBOR + 4.5 % per annum. The loan is scheduled for repayment no later than 31 March 2013. In 2010 interest was paid totalling TEUR 372. The deferred instalment owing to DnB will be paid by 30 June 2012. Caiano AS is guaranteeing the payment deferment and the agreed guarantee commission is 2 % per annum. Commission of TNOK 535 and TEUR 23 was paid out in 2010.

Note 13 – Segment information

Wilson runs affreightment enterprises and operations in the small bulk market with vessels between 1 500 dwt and 10 000 dwt, primarily in European waters. Segmental division is in accordance with practical considerations and clients' historical demand for tonnage. As of 31 December 2010, the Wilson system operated 114 vessels, 78 of which are owner-controlled by the company.

Wilson's overarching business strategy for the different segments is to offer Norwegian and European industry competitive, safe, reliable, flexible, and long-term transport services. Large volumes and long-term contract portfolios enable Wilson to optimise sailing patterns and ensure long-term, stable earnings.

The company strategy is to focus on development and expansion within the European dry cargo freight market by:

- Increasing contract portfolio size
- Ship purchases
- Acquisition of companies and alliances with other operators

As part of their management of the Group, the Group's executive management receive regular financial reporting on the activities in the segments. Reporting is divided into the following segments:

"2 000 dwt/system":
"2 000 dwt" represents shipping with tonnage sizes of around 2 000 dwt. The vessels sail primarily in fixed transport patterns between Norway and the Continent, including the UK, as well as making routine port calls to industries in the Ruhr area. A range of finished goods and minerals are exported from Norway, with mostly a variety of steel products being transported from the Continent to Norway in return. In 2010, 62 % of sailing days were contract-based.

"System" currently represents seven vessels, five of which sail fixed, long-term contract routes between Norway and the Continent and two between Iceland and the Continent.

"3 500 - 4 500 dwt":
The "3 500 - 4 500 dwt" segment represents mainly contract shipping with input factors, semi-fabricated and manufactured articles for Norwegian-controlled and Northern European commodities-based industry. In 2010, 47 % of sailing days were contract-based.

"6 000 - 10 000 dwt":
The "6 000 - 10 000 dwt" segment represents mainly contract shipping with input factors, semi-fabricated and manufactured articles for Norwegian-controlled and European commodities-based industry. In 2010, 53 % of sailing days were contract-based.

"Other":
The "Other" segment comprises different activities such as selfdischargers, container line and management services. Euro Container Line's container business has been included in the segment since 10 October 2008. In the second quarter of 2010, the company concluded an amicable settlement with a major contractual client as a result of wrongful termination of contract, with the settlement giving Wilson extraordinary income of NOK 22.5 million.

Year 2010	2 000 dwt/ system	3 500 - 4 500 dwt	6 000 - 10 000 dwt	Other	Total
Operating income	197 626	467 314	246 192	127 935	1 039 067
Operating expense*	148 501	373 155	165 199	82 793	769 648
Operating result before depr. & amortisation (EBITDA)	49 125	94 159	80 993	45 142	269 419
Depreciation/amortisation	34 806	75 230	49 281	19 233	178 550
Operating result (EBIT)	14 319	18 929	31 712	25 909	90 869
Capitalised value, ships	308 181	892 293	808 462	150 660	2 159 596
Of which:					
Additions, ships			166 300		166 300
Ships under construction		54 667	49 307		103 974

Year 2010	Import	Export	Domestic	Foreign	Total
Operating income expressed	270 157	290 939	72 735	405 236	1 039 067
as a percentage	26 %	28 %	7 %	39 %	100 %

*) Operating expense inc. cost of T/C hire.

Turnover from the 10 largest clients in 2010 was approximately 41% of the Group's total gross turnover.

År 2009	2 000 dwt/ system	3 500 - 4 500 dwt	6 000 - 10 000 dwt	Other	Total
Operating income	188 273	351 549	185 854	115 285	840 961
Operating expense*	155 852	358 548	179 143	91 678	785 221
Operating result before depr. & amort. (EBITDA)	32 421	- 6 999	6 711	23 607	55 740
Depreciation/amortisation	34 888	80 630	52 559	20 906	188 983
Operating result (EBIT)	- 2 467	- 87 629	- 45 848	2 701	- 133 243
Capitalised value, ships	298 347	862 500	616 948	156 236	1 934 031
Of which:					
Additions, ships	-	-	-	-	0
Ships under construction	-		89 144	-	89 144

Year 2009	Import	Export	Domestic	Foreign	Total
Operating income expressed	210 240	260 698	50 458	319 565	840 961
pressed as a percentage	25 %	31 %	6 %	38 %	100 %

*) Operating expense inc. cost of T/C hire.

Turnover for the 10 largest clients in 2009 was approximately 36 % of the Group's total gross turnover.

Note 14 – Administrative expenses and wages and salaries

Specification of other administrative expenses:

Administrative expenses	2010	2009
Wages and salaries	89 712	91 865
Other operating expenses	27 707	28 564
Total	117 419	120 429

Wages and salaries	**2010**	**2009**
Salaries, office staff Bergen	54 611	55 000
Employer's national insurance contributions	8 665	8 884
Pension costs	6 154	9 417
Other benefits	2 742	1 181
Wages, salaries & social costs, other companies	17 540	17 383
Total	89 712	91 865
Average number of full-time equivalents	150	145

The average number of full-time equivalents (FTEs) is weighted in relation to incoming and outgoing staff through the year, and the number of part-time staff. See below for the number of employees at year-end.

The number of employees as of 31 December 2010 comprised 106 (102) in Bergen and 51 (49) in foreign companies.

At year-end the Group employed approximately 1450 (1 300) mariners. The wage cost for the mariners is included in the crew costs for ships.

Senior executives
The main principle for fixing senior executives' pay was adopted by the Annual General Meeting on 8 April 2010 and is as follows:

"The company's main principle for fixing senior executives' pay will therefore be to offer senior executives competitive conditions in order to create continuity in the management. The remuneration package offered to employees will normally consist of basic salary, pension benefits and car allowance. In addition, senior executives may individually earn performance-related pay of to up to two months' salary per year. In the case of the CEO, this performance-related element of the remuneration package can be up to three months' salary per year.

The level of the remuneration package will reflect Wilson's aim to offer a salary level that is commensurate with the average salary level in similar shipping companies in Norway."

There are no share option programmes for employees.

The Chair of the Board of Directors has no agreement with the company to be paid a bonus, "golden parachute", share options or similar. The Chair and shareholder-elected board members are not entitled to a pension from the company.

In reviewing the administration's proposed final financial statements for the year, the Board also considers the question of payment of bonus to the CEO. By the closing of accounts it has normally been determined whether to pay a bonus to senior executives and other employees relative to the company's profit performance. Any bonus adopted by the Board is allocated as an expense in the current financial year, but is paid out in the following financial year. Where there is a difference in the level of bonus to senior executives, other employees and the CEO, that difference is included in the next financial year.

Following consideration of the administration's proposed final financial statements for 2010, the Board resolved not to pay a bonus to the senior executives and other employees for 2010.

Senior executives - pay and pension rights	**Title**	**Basic salary**	**Bonus paid**	**Other remun-eration[1)]**	**Earned pension rights/ costs for company[2)]**	**Total 2010**	**Total 2009**
Øyvind Gjerde	CEO	1 567	0	117	93	1 777	1 925
Petter Berge	CFO	1 111	0	97	55	1 263	1 335
Jostein Bjørgo	Commercial Dir.	1 067	0	99	55	1 221	1 270
Jon Are Gummedal	Technical Director	932	0	98	55	1 085	1 119
Total 2010		4 677	0	411	258	5 346	
Total 2009		4 537	454	418	240		5 649

1) Includes car allowance, insurance, ADSL and other minor remunerations.
2) Calculation of earned pension benefits is based on the same assumptions as described in note 15 – Pensions.

None of the persons in the table above received compensation from other companies in the Group during the year.
All amounts are exclusive of employer's national insurance contributions.

Senior executives	**Title**	**Term of notice**	**Bonus appraisal**
Øyvind Gjerde*	CEO	6 months	Annual
Petter Berge	CFO	6 months	Annual
Jostein Bjørgo	Commercial Dir.	6 months	Annual
Jon Are Gummedal	Technical Dir.	6 months	Annual

* Termination of an employment contract for reasons other than ordinary resignation on the part of the employee entitles the employee to a contractual termination payment of 18 months' salary including the period of notice.

No loans or guarantees were provided to senior executives or other employees during the year.

Employees in Norway who commenced working for Wilson prior to 1 January 2007 are covered by a defined-benefit pension scheme equivalent to 66 % of pay up to 12G at full contribution (where G is the basic amount under the Norwegian national insurance scheme). Employees who commenced working for Wilson after 1 January 2007 are covered by a defined-contribution pension scheme.

Board of Directors	Members' fee paid in 2010	Members' fee paid in 2009
Kristian Eidesvik, Chairman of the Board	125	125
Ellen Solstad	110	110
Gudmundur Asgeirsson	85	96
Eivind Eidesvik	110	96
Synnøve Seglem	98	82
Jan Minde	110	96
Katrine Trovik	0	94
Bernt D. Odfjell	47	110
Nina Hjellestad	34	51
	719	861

All amounts are exclusive of employer's national insurance contributions.

The shareholder-elected deputy member, Bernt D. Odfjell, stepped down from the Board in April 2010. Jan O. Minde is the employee representative on the Board. Stein Sørevik replaced Nina Hjellestad as the employee representative's deputy member as of May 2010.

No loans or guarantees were provided to Board members during the year.

Members of the Board are paid a proportional share of board members' fees (Chair: NOK 125 000 / Board members: NOK 110 000) based on their attendance at board meetings. Deputy members are paid a fixed fee of NOK 10 000 and a relative fee for the Board member based on attendance.

The number of Wilson shares owned by senior executives and board members is stated in note 5 on shareholder information.

Group auditor's fees	2010	2009
Statutory audits	1 188	1 047
Other attestation services	31	0
Tax advice relating to restructuring	386	799
Other advice	432	450
Total	2 037	2 296

All amounts are stated exclusive of VAT.

Note 15 – Pension costs, assets and liabilities

Office staff
Wilson has a group pension scheme for some of the office staff. The pension scheme entitles employees to defined future benefits, which depend mainly on the number of years of service, the final salary at retirement age, and the size of retirement benefits paid under the Norwegian national insurance scheme. The pension liabilities are secured through an insurance company. The pension scheme comprised 93 staff and pensioners as of 31 December 2010. Under the main terms of the office staff pension scheme, members are entitled to a pension amounting to 66 % of pensionable income up to 12G from the member's 67th birthday, as well survivor's pension, disability pension and children's pension. New employees entering the company on or after 1 January 2007 have a defined contribution pension scheme.

Mariners
Wilson has a group pension scheme for 22 Norwegian mariners (both economically active and retired), which is funded through an insurance company.

Compulsory occupational pension scheme
Wilson is obliged to have an occupational pension scheme under the Norwegian Compulsory Occupational Pensions Act, and has pension schemes which satisfy the provisions of the Act.

The Group also has an unsecured pension scheme for 14 former employees, which is funded through company operations.

	Secured scheme		Unsecured scheme	
Pension cost	**2010**	**2009**	**2010**	**2009**
Present value of the year's pension scheme	4 114	5 476		0
Interest cost of pension liability	3 750	4 458	134	211
Expected return on pension assets	- 4 183	- 4 875		
Administrative charges	506	485		0
Employer's contribution	78	782		30
Estimate variances recognised in profit or loss	112	1 210	290	393
Net pension cost of defined benefit scheme	4 377	7 536	424	634
Defined contribution pension	1 353	1 246		
Total pension cost	5 730	8 782	424	634
Capitalised pension liabilities and assets				
Present value of calculated pension liabilities	- 97 191	- 86 668	- 2 663	- 3 787
Pension assets (fair value)	75 944	73 195		
Net pension liabilities	- 21 247	- 13 473	- 2 663	- 3 787
Employer's contribution	- 37	- 1 900		- 534
Changes & estimate variances not recogn. in P/L	13 191	8 568	1 095	1 469
Net capitalised pension assets/(liabilities)	- 8 093	- 6 805	- 1 568	- 2 852
Change in net capitalised liability				
Net capitalised liability at 1 January	- 6 895	- 6 025	- 2 451	- 4 156
Pension paid out, unsecured scheme		0	1 306	1 937
Pension cost recognised in profit or loss	- 4 201	- 7 536	- 423	- 634
Premium payments incl. employer's contrib.	3 003	6 757		
Net capitalised pension liability at 31 December	**- 8 093**	**- 6 804**	**- 1 568**	**- 2 853**
Change in gross pension liabilities				
Pension liability at 1 January	- 86 668	- 105 509	- 3 689	- 5 797
Pension paid out	2 815	2 815	1 306	1 698
Estimate variances for the year	- 5 533	25 959	- 147	522
Gross pension cost	- 7 865	- 9 933	- 134	- 210
Pension liability at 31 December	- 97 251	- 86 668	- 2 664	- 3 787

Change in gross pension assets	**2010**	**2009**
Pension assets at 1 January	72 458	76 430
Pension paid out	- 2 875	- 2 815
Return on pension assets	3 677	4 390
Estimate variances for the year	- 250	- 10 732
Premium payments excl. employer's contrib.	2 933	5 922
Pension assets at 31 December	75 943	73 195

Financial assumptions:	**2010**	**2009**
Discount rate at 31 December	3.20 %	4.40 %
Expected return on pension assets	4.60 %	5.80 %
Wage adjustments	3.75 %	4.00 %
Pension adjustments	0.05 %	1.30 %
Adjustment of NI scheme basic amount (G)	3.75 %	4.00 %

Calculations are based on standardised assumptions for mortality and disability trends, as well as other demographic factors, prepared by the Norwegian Financial Services Association (FNH). The calculations are based on the K2005 mortality table and the IR02 disability tariff.

Wage adjustments and pension adjustments are calculated based on company-specific conditions and assumptions measured against historical trends. Other financial assumptions are determined based on the recommendations in the Norwegian Accounting Standards Board's guide to assumptions used in calculating pension benefits. The assumptions were established before the turn of the year and differ slightly from the guide's recommendations as of 31 December. Wilson has estimated the gross pension liability based on the recommended assumptions as of 31 December and these calculations show insignificant variances in relation to the figures that are presented.

Expected premium payments for 2011, including defined contribution schemes, amount to approximately TNOK 7 496. Expected payments on unsecured schemes amount to approximately TNOK 1 700. Both amounts include employer's contribution.

The best estimate for return on pension assets in 2010 is a positive return of NOK 5 million (negative return of NOK 4.9 million in 2009). The expected long-term return on the pension assets is shown as a weighted expected return on different categories of pension assets.

Composition of pension assets:

Category	**30.06. 2010**	**31.12. 2009**	**31.12. 2008**
Shares	15.60 %	13.50 %	3.80 %
Short-term bonds	16.60 %	23.30 %	29.90 %
Money market	13.20 %	8.50 %	14.00 %
Held-to-matur. bonds	32.50 %	35.70 %	28.80 %
Real estate	16.10 %	16.60 %	16.80 %
Other	6.00 %	2.40 %	6.70 %
Total fair value	100.00 %	100.00 %	100.00 %

Trend in pension liabilities, assets & estimate variances in the past 5 years:

	2010	**2009**	**2008**	**2007**	**2006**
Present value of calculated pension liabilities	- 99 854	- 90 455	- 111 306	- 91 567	- 99 961
Pension assets (fair value)	75 944	73 195	76 430	74 814	71 984
Overfunding/(underfunding)	- 23 910	- 17 260	- 34 876	- 16 753	- 27 977
The year's estimate variances, pension liabilities	- 5 680	26 481	- 14 250	5 214	
The year's estimate variances, pension assets	- 250	- 10 732	- 7 172	- 3 180	

Note 16 – Tax

The year's tax charge is derived as follows:	**2010**	**2009**
Tax payable	- 1 074	- 1 234
Change in deferred tax	- 7 946	33 660
Tax charge	- 9 020	32 426
Fixed assets	575 484	510 335
Profit and loss account	- 267 544	- 276 514
Loss carryforwards	- 452 334	- 337 097
Financial instruments	- 7 510	6 949
Pensions	- 9 661	- 9 657
Base for computing deferred tax	- 161 565	- 105 984
Nominal tax rate %	28	28
Deferred tax	**- 45 238**	**- 29 676**
Deferred tax, foreign subsidiaries	187	335
Deferred tax recognised on balance sheet	- 45 051	- 29 341
Reconciliation from nominal to actual tax rate		
Profit/(loss) before tax	49 054	- 31 758
Nominal tax rate %	28	28
Expected income tax acc. to nominal tax rate	13 735	- 8 892
Income tax effect of following items		
Non-deductible costs	- 749	- 35
Effect of results of foreign activities	- 3 156	- 1 032
Prior-year unrecognised tax assets	- 18 183	- 25 992
Other items	- 667	3 525
Tax charge	- 9 020	- 32 426

Deferred tax assets are recognised on the balance sheet based on future earnings and reversal of tax-adding temporary differences. The remaining loss carryforward will be offset against tax-adding temporary differences. Expectations of future earnings are based on the profit achieved in 2010 and profit expectations for the coming years.

The income tax effect of temporary differences from investments in jointly controlled entities is assessed as insignificant for the Group.

The tax charge for 2010 has been reduced by TNOK 18 183 by entering deferred tax assets related to the acquisition of Green Maritime AS.

Note 17 – Earnings per share

Earnings per share are calculated by dividing the majority share of the profit for the year by a weighted average number of outstanding shares in issue in the reporting period.

Earnings per share are shown on a separate line under the consolidated income statement. For 2010 the figure was NOK 1.38 (2009: NOK 0.01) per 42 216 000 shares.

Note 18 – Other disclosures

At year-end the Group was involved in a few legal disputes, for which accounting provision has been made totalling TNOK 1 200.

INCOME STATEMENT WILSON ASA

(Figures in TNOK)

NOTES	OPERATING INCOME AND EXPENSES	NGAAP 2010	NGAAP 2009
12	Administrative expenses	5 260	5 301
	Operating profit/loss	**- 5 260**	**- 5 301**
	FINANCIAL INCOME AND EXPENSES		
	Income from investments in subsidiaries and associates	10 328	6 890
4	Interest income from companies in the same group	3 974	2 646
	Other financial income	55	6
4	Interest paid to companies in the same group	16 356	10 296
	Loss on foreign exchange	152	0
	Other financial expenses	2 474	5 967
	Result after financial items	- 4 625	- 6 721
	Result before tax	**- 9 885**	**- 12 021**
2	Tax	- 3 977	- 7 133
	Annual result	**- 5 908**	**- 4 888**
	ALLOCATIONS		
	Allocated to other reserves	- 5 908	- 4 888
	Proposed dividend		
	Total allocations	-5 908	-4 888

BALANCE SHEET AS AT 31 DECEMBER WILSON ASA

(Figures in TNOK)

NOTES	ASSETS	NGAAP 2010	NGAAP 2009
	Fixed assets		
	Intangible fixed assets		
2	Deferred tax assets	10 958	6 980
	Total intangible fixed assets	10 958	6 980
	Financial fixed assets		
3	Investments in subsidiaries	635 385	597 977
4	Loans to companies in the same group	16 125	16 728
	Total financial fixed assets	651 510	614 705
	Total fixed assets	**662 468**	**621 685**
	Current assets		
	Receivables		
4	Receivables from companies in the same group	37 247	61 550
	Total receivables	37 247	61 550
8	**Cash and cash equivalents, etc.**	49 378	96
	Total current assets	**86 625**	**61 646**
	TOTAL ASSETS	**749 094**	**683 332**

BALANCE SHEET AS AT 31 DECEMBER WILSON ASA

(Figures in TNOK)

NOTES	EQUITY AND LIABILITIES	NGAAP 2010	NGAAP 2009
	Equity		
	Paid-in capital		
5	Share capital (42 216 000 shares at NOK 5 each)	211 080	211 080
	Total paid-in capital	211 080	211 080
	Retained earnings		
6	Other reserves	119 346	125 253
	Total retained earnings	119 346	125 253
	Total equity	**330 426**	**336 333**
	Liabilities		
	Other long-term liabilities		
7	Long-term liabilities to group companies	290 652	204 579
7	Other long-term liabilities	20 000	0
	Total other long-term liabilities	310 652	204 579
	Current liabilities		
8	Debt to credit institutions	25 795	31 887
3,7	Seller's credit shareholder Nesskip	20 411	0
	Accounts payable	80	92
	Other current liabilities	1 130	1 145
4	Debt to companies in the same group	60 600	109 296
	Total current liabilities	108 016	142 420
	Total liabilities	**418 668**	**346 999**
	TOTAL EQUITY AND LIABILITIES	**749 094**	**683 332**

The Board of Directors of
WILSON ASA
Bergen, 23 February 2011

Kristian Eidesvik
Chairman of the Board

Eivind Eidesvik   Gudmundur Asgeirsson   Jan O. Minde   Ellen Solstad   Synnøve Seglem

Øyvind Gjerde
CEO of Wilson ASA

CASH FLOW STATEMENT WILSON ASA

(Figures in TNOK)

CASH FLOWS FROM OPERATING ACTIVITIES	NGAAP 2010	NGAAP 2009
Result before tax	- 9 885	- 12 021
Tax paid for the period		153
Change in other current assets and other liability items	553	1 012
Net cash flow from operating activities	**- 9 332**	**- 10 856**
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	- 37 409	- 49 879
Proceeds from fixed asset investments	0	1 880
Net cash flow from investing activities	**- 37 409**	**- 47 999**
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from new short-term borrowing	- 6 092	21 542
Proceeds from long-term debt, group companies	126 484	31 626
Change in inter-company balances	- 24 369	5 689
Net cash flow from financing activities	**96 023**	**58 857**
Effect of changes in exchange rates on cash and cash equivalents etc.	**0**	**0**
Net change in cash and cash equivalents etc.	49 282	2
Cash and cash equivalents etc. at 1 January	96	94
Cash and cash equivalents etc. at 31 December	**49 378**	**96**

NOTES WILSON ASA

Note 1 – Accounting policies

The annual financial statements for Wilson ASA consist of the income statement, balance sheet, cash flow statement and notes to the financial statements, which are prepared and presented in accordance with the Norwegian Accounting Act and with Norwegian Generally Accepted Accounting Principles (NGAAP) in force as of 31 December 2010. The consolidated financial statements for the Wilson Group are prepared in compliance with International Financial Reporting Standards (IFRS) as approved by the EU.

The Norwegian krone is used as the functional and reporting currency in the financial statements. The figures are stated in whole thousands of kroner (NOK '000 - termed TNOK in the financial statements and in the following notes according to the Norwegian convention).

Classification of assets and liabilities
Assets intended for permanent use or ownership are classified as fixed assets. Other assets are classified as current assets. Receivables to be paid within one year are classified as current assets. The classification of current and long-term liabilities is based on similar criteria, except for the first year of instalments on mortgage debt, which is recognised in long-term liabilities.

Receivables and liabilities in foreign currencies
Receivables and liabilities in foreign currencies are translated at the exchange rate at the end of the reporting period. Transactions in foreign currencies that are recognised in the income statement are translated into Norwegian kroner (NOK) at the exchange rate ruling on the date of the transaction.

Receivables
Receivables are accounted for at nominal value less provision for expected loss. Provision for expected loss is based on an assessment of each receivable individually.

Investments in shares
Subsidiaries, jointly controlled entities and associates are measured according to the cost method in the separate financial statements. The investment is measured at acquisition cost for shares unless a write-down has been necessary. Write-downs are carried out at fair value when the impairment is owing to causes that cannot be considered temporary, and where they are deemed necessary according to generally accepted accounting principles. Write-downs are reversed when the basis for the write-down no longer exists.

Dividends and other payments are recognised as income for the same year as provision was made for them at the subsidiary.

Short-term receivables
Receivables are accounted for at nominal value less provision for expected loss.

Tax
Tax expenses in the income statement include both tax payable for the period and changes in deferred tax. Deferred tax is calculated at a rate of 28 % based on the temporary differences that exist between accounting and taxation values, as well as tax loss carryforwards at the end of the financial year. Tax-adding and tax-deducting temporary differences that are reversed or can be reversed during the same period are offset. Net deferred tax assets are recognised in the balance sheet to the extent it is probable they can be applied.

Cash flow statement
The cash flow statement is prepared according to the indirect method. The indirect method entails that cash flows from investing and financing activities are shown gross, while cash flow tied to operating activities results from reconciliation of the accounting results against the net cash flow from operating activities.

Reclassification
Where income statement and balance sheet items are reclassified, the comparative figures are restated accordingly.

Note 2 – Tax

The tax charge for the year is derived as follows:	**2010**	**2009**
Tax payable for the year	0	-3 119 2970
Change in deferred tax	-3 977 795	-4 014 0240
Total tax charge for the year	-3 977 795	-7 133 321
Computation of tax base for the year:		
Pre-tax profit/loss on ordinary activities	-9 885 490	-12 020 955
Permanent differences	0	48 971
3 % of tax-free income under the exemption method	102 709	0
Reversal of dividend taken to income	-3 423 629	-1 724 464
Group contribution recognised in profit and loss	-6 904 935	-5 166 306
Change in temporary differences	-1 000 000	2 556 100
Group contributions received	6 904 934	5 166 306
Tax base for the year	-14 206 411	-11 140 348
Overview of temporary differences		
Outstanding accounts	-8 253 779	-9 253 779
Accumulated loss carryforwards	-39 134 571	-24 928 160
Net temporary differences at 31 December	-47 388 350	-34 181 939
Differences not included in deferred tax/tax assets	-8 253 779	-9 253 779
Sum total	-39 134 571	-24 928 160
28 % deferred tax assets/deferred tax	-10 957 680	-6 979 885

Explanation of why the year's tax charge charge is not 28 % of profit/loss before tax	**2010**
28 % tax on profit/loss before tax	-2 767 937
Change in temporary differences	-280 000
Group contributions recognised in profit and loss	1 933 381
Permanent differences (28 %)	-2 863 239
Computed tax charge	-3 977 795
Effective tax rate*)	40.2 %

*) Tax charge in relation to pre-tax result.

Note 3 – Shares in subsidiaries and jointly controlled entities

Subsidiary	Year of acquisition	Registered office	Principal activity	Voting & ownership	Cost price	Book value
Wilson EuroCarriers AS	2000	Bergen	Affreightment	100 %	1 000	1 000
Bergen Shipping Chartering AS	2000	Bergen	Affreightment	100 %	1 000	1 000
Euro Container Line Holding AS	2008	Bergen	Affreightment/ Ship ownership	100 %	43 798	43 798
Wilson Management AS	2000	Bergen	Administration	100 %	207 029	212 529
Wilson Ship AS	2000	Bergen	Hiring vessels	100 %	6 299	6 299
Wilson Shipowning AS	2000	Bergen	Ship ownership	99.44 %	108 356	108 356
Altnacraig Shipping Plc.	2000	London	Hiring vessels	100 %	38 109	0
Nesskip hf.	2006/07/09/10	Reykjavik	Affreightment/Ship ownership	89.85 %	262 404	262 404
Total					**667 994**	**635 386**

Changes in subsidiaries in 2010:
Wilson purchased an additional 2.2 % of the shares in the company Nesskip hf., Iceland in 2010, which includes shipowning companies in Cyprus. This increased the company's ownership interest from 87.70 % to 89.85 % as of 31 December 2010. The remaining 10.15 % of the shares will be paid for and taken over by 31 July 2012. This payment obligation is reported as a current financial liability. See note 7.

Changes in jointly controlled entities in 2010:
There were no ownership-related changes in jointly controlled entities in 2010.

Note 4 – Intercompany loans and accounts

Shareholder loan	**2010**		**2009**	
	Cost	**Book value**	**Cost**	**Book value**
Euro Container Line AS	16 125	16 125	16 728	16 728
Total	**16 125**	**16 125**	**16 728**	**16 728**

The subordinated loan to Euro Container Line AS carries an interest rate of NIBOR/EURIBOR + 7 % per annum margin as per agreement. Euro Container Line AS is owned via the parent company Euro Container Line Holding AS.

	Receivables		**Liabilities**	
Intercompany accounts & group contrib.	**2010**	**2009**	**2010**	**2009**
Wilson Shipowning AS			36 161	50 418
Wilson Management AS			24 427	58 119
Wilson Ship AS	28 808	56 369		
Wilson Ship Management AS, group contribution	6 432			
Wilson Ship Management AS	103	4 381		
Bergen Shipping Chartering AS, group contribution	473			
Euro Container Line AS	1 409			441
Bergen Shipping Chartering AS	23	800		
Wilson EuroCarriers AS			11	318
Total current items	37 248	61 550	60 599	109 296

Payable balances to and from partner companies and subsidiaries are interest-bearing at 3 month NIBOR + a margin of 2.50 % per annum, calculated in arrears.

No current receivables or liabilities fall due more than one year after the financial year-end.

Loans are repaid in correlation with earnings within the group companies.

Wilson ASA has a receivable with Altnacraig Shipping Plc., UK amounting to TNOK 8 254. The company is dependent on capital from group companies and has no means of settling its accounts at present. Intercompany accounts with Altnacraig Shipping Plc. will be written down to zero.

Note 5 – Share capital and shareholder information

The company's share capital as of 31 December 2010 consisted of 42 216 000 shares at NOK 5 each, totalling TNOK 211 080.

Name	No. of shares	Shareholding	Voting share
Caiano AS	38 070 599	90.18 %	90.18 %
Pareto Aksje Norge	931 800	2.21 %	2.21 %
Ivan AS	623 000	1.48 %	1.48 %
Slethei AS	468 954	1.11 %	1.11 %
Pareto Aktiv	432 600	1.02 %	1.02 %
Total > 1% shareholding	40 526 953	96.00 %	96.00 %
Total others	1 689 047	4.00 %	4.00 %
Total number of shares	**42 216 000**	**100.00 %**	**100.00 %**

See note 12 for information on shares owned by the company's Board of Directors and senior executives.

Through the related party Caiano AS, Kristian Eidesvik controls in total 90.18% of Wilson ASA.

Note 6 – Equity

	Share capital	Other reserves	Total
Equity as of 31 December 2009	**211 080**	**125 254**	**336 334**
Change in equity for the year			
Profit/loss for the year		- 5 908	- 5 908
Equity as of 31 December 2010	**211 080**	**119 347**	**330 426**

Capital structure

The company's capital structure is assessed based on the requirement for a healthy debt-equity ratio on the one hand and a return on capital employed on the other. The company norm in connection with purchasing ships in the second-hand market has been 30 % equity and 70 % external financing of the purchase amount. In the case of newbuildings, the proportion of borrowed capital is greater, with up to 80 % of the cost to the shipyard. The company will continue to view this kind of financing structure as appropriate in the future.

The company wishes to give its shareholders a good, stable return on their investment. Return on shareholder capital is understood to mean the sum total of the share price performance and dividends paid. This return should reflect the company's relative economic development. In the case of a direct return in the form of dividend, Wilson's aim is to pay annually 25-30 % of the company's profits after tax. This objective will be considered in relation to the company's growth ambitions in cyclical upturns and financial strength/solvency trends in cyclical downturns. As the market was extremely difficult in 2009, the company's liquidity came under pressure and the company was granted a deferred downward adjustment on a loan facility. The downward adjustment totalling NOK 45 million which should have taken place in December 2009 was deferred to 2011 and 2012.
The company was required by the lender not to pay a dividend until the deferred downward adjustment has taken place.

Note 7 – Long-term liabilities

Liabilities to group companies

Wilson ASA entered into a loan agreement on 28 December 2007 with Unistar Shipping Company Limited, a wholly owned subsidiary of Nesskip hf. This loan amounts to TNOK 197 801 (2008: TNOK 184 579), and carries an annual interest rate of NIBOR + 0.9 %. Under the terms of the loan agreement, Wilson ASA is required to make a declaration every six months stating whether it wishes to pay all remaining instalments. Similarly, Unistar Shipping Company Limited may demand once every six months that the loan be repaid. With any statement by Unistar Shipping Company Ltd. requiring total repayment of the outstanding loan, the amount must be repaid within a time limit of six months. If Unistar Shipping Company Ltd. changes its status from being a subsidiary of Nesskip and Wilson ASA, the time limit for claiming total repayment of the loan will become 30 days and the amount shall be repaid no later than 60 days after the demand from Unistar Shipping Company Limited.

Some of the dividend to Caiano AS declared in April 2009 was converted into a loan of TNOK 20 000. Interest is paid every 6 months based on 6 month NIBOR + 2.25% per annum. In 2010 interest was paid in the sum of TNOK 970. The loan will be repaid no later than 21 April 2013.

In connection with deferment of an instalment payment of TNOK 45 000 by Wilson Shipowning AS as of 31 December 2009 relating to a mortgage loan with the bank DnB NOR, an agreement was entered into in March 2010 for a shareholder loan of TEUR 9 325 from Caiano AS to Wilson ASA. Interest is paid every 3 months based on 3 month EURIBOR + 4.5 % per annum. The loan will be repaid no later than 31 March 2013. Interest paid in 2010 totalled TEUR 372. The deferred instalment to DnB NOR will be paid by 30 June 2012. Caiano AS is guaranteeing the instalment deferment and the agreed guarantee commission is 2 % per annum. In 2010 commission was paid out in the amounts of TNOK 535 and TEUR 23.

Other long-term liabilities

A loan of TNOK 20 000 was raised as of 28 December 2010 from the related company Shannon AS, of which Caiano AS is a minority shareholder. Interest is 7 % per annum. The loan will be settled by one instalment payment, no later than 31 July 2012.

Note 8 – Cash and cash equivalents, bank overdraft

The most important loan covenants on a group basis are that available funds shall exceed 50 % of next year's instalments, current assets shall be greater than current liabilities in accordance with specific definitions, book equity plus long-term shareholder loans shall exceed 30 % of the balance sheet total, dividends shall not exceed 50 % of the result for the year, and Kristian Eidesvik and/or related parties shall own at least 35 % of Wilson ASA as a listed company.

The bank overdraft is TNOK 50 000. The overdraft limit used as of 31 December 2010 was TNOK 25 795.

Note 9 – Guarantees

The company has issued a parent company guarantee for the mortgage loan in the subsidiary Wilson Shipowning AS and for both the newbuilding programmes in the same company. The mortgage debt in Wilson Shipowning AS as of 31 December 2010 was TNOK 1 391 277.

Wilson ASA has issued a personal guarantee of TEUR 350 in connection with the mortgage loan in the subsidiary Euro Container Line AS for financing of ship purchases.

Note 10 – Joint and several liability

The company is included in the Group's group VAT registration. All group companies registered jointly for VAT purposes are jointly and severally liable for outstanding VAT.

Note 11 – Financial market risk

The company is a holding company, and the financial risk is managed locally by the subsidiaries in the country where the undertaking is located.

Currency risk
The company's business activity is based principally on transactions in Norwegian kroner (NOK).

Credit risk
The company's receivables are with subsidiaries or jointly controlled entities where the credit risk company has good control of risk exposure. In cases where there is uncertainty attached to outstanding accounts, receivables are written down to zero. The company had an intercompany receivable amounting to TNOK 8 254 (2009: TNOK 9 254) as of 31 December 2010 that was uncertain. This receivable was written down in its entirety as of 31 December 2010.

Interest rate risk
The items that are exposed to interest rate risk are receivables from and loans to subsidiaries, cash and cash equivalents, and long-term liabilities.

Wilson ASA has not entered into any interest rate derivatives or fixed interest agreements related to long-term liabilities.

Note 12 – Wages and salaries, number of employees, remuneration, loans to employees, etc.

The company has no employees but hires administrative services from the subsidiary Wilson Management AS. The company has no obligation to provide an occupational pension scheme. Administrative fees charged as expense for 2010 amounted to TNOK 3 244 (2009: TNOK 2 974). Fees to board members for 2010 were charged to expense in the sum of TNOK 680 (2009: TNOK 840).

Senior executives
The main principle for fixing senior executives' pay was adopted by the Annual General Meeting of the parent company, Wilson ASA, on 8 April 2010 and is as follows:

"The company's main principle for fixing senior executives' pay will therefore be to offer senior executives competitive conditions in order to create continuity in the management. The remuneration package offered to these employees will normally consist of basic salary, pension benefits and car allowance. In addition, senior executives may individually earn performance-related pay of to up to two months' salary per year. In the case of the CEO, this performance-related element of the remuneration package can be up to three months' salary per year.

The level of the remuneration package will reflect Wilson's aim to offer a salary level that is commensurate with the average salary level in similar shipping companies in Norway."

There are no share option programmes for employees.

The Chair of the Board of Directors has no agreement with the company to be paid a bonus, "golden parachute", share options or similar. The Chair and shareholder-elected Board members are not entitled to a pension from the company.

In reviewing the administration's proposed final financial statements for the year, the Board also considers the question of payment of bonus to the CEO. By the closing of accounts it has normally been determined whether to pay a bonus to senior executives and other employees relative to the company's profit performance. Any bonus adopted by the Board is allocated as an expense in the current financial year, but is paid out in the following financial year. Where there is a difference in the level of bonus to senior executives, other employees and the CEO, that difference is included in the next financial year.

Following consideration of the administration's proposed financial statements for 2010, the Board resolved that no bonus should be paid to the employees or senior executives for 2010.

Senior executives - pay and pension rights	Title	Basic salary	Bonus paid	Other remun-eration[1)]	Earned pension rights/costs for company[2)]	Total 2010	Total 2009
Øyvind Gjerde	CEO	1 567	0	117	93	1 777	1 925
Petter Berge	CFO	1 111	0	97	55	1 263	1 335
Jostein Bjørgo	Commercial Dir.	1 067	0	99	55	1 221	1 270
Jon Are Gummedal	Technical Dir.	932	0	98	55	1 085	1 119
Total 2010		4 677	0	411	258	5 346	
Total 2009		4 537	454	418	240		5 649

[1)] Includes car allowance, insurance, ADSL and other minor remunerations.
[2)] Calculation of earned pension benefits is based on the same assumptions as described in the Group's consolidated financial statements note 15 - Pensions.

All the persons in the table above receive their pay and benefits from the subsidiary Wilson Management AS. None of the above receives compensation from other companies in the Group. All amounts are exclusive of employer's national insurance contributions.

Senior executives	Title	Term of notice	Bonus appraisal
Øyvind Gjerde*	CEO	6 months	Annual
Petter Berge	CFO	6 months	Annual
Jostein Bjørgo	Commercial Dir.	6 months	Annual
Jon Are Gummedal	Technical Dir.	6 months	Annual

* Termination of an employment contract for reasons other than ordinary resignation on the part of the employee entitles the employee to a contractual termination payment of 18 months' salary including the period of notice.

No loans or guarantees were provided to senior executives or other employees during the year.

Wilson's employees in Norway before 1 January 2007 are covered by a defined-benefit pension scheme equivalent to 66 % of pay up to 12G at full contribution (where G is the basic amount under the Norwegian national insurance scheme). Employees who commenced working for Wilson after 1 January 2007 are covered by a defined-contribution pension scheme.

Board of Directors	Members' fee paid in 2010	Members' fee paid in 2009
Kristian Eidesvik, Chairman of the Board	125	125
Ellen Solstad	110	110
Gudmundur Asgeirsson	85	96
Eivind Eidesvik	110	96
Synnøve Seglem	98	82
Jan Minde	110	96
Katrine Trovik	0	94
Bernt D. Odfjell	47	110
Nina Hjellestad	34	51
	719	861

All amounts are exclusive of employer's national insurance contributions.

The shareholder-elected deputy member, Bernt D. Odfjell, stepped down from the Board in April 2010. Jan Minde is the employee representative on the Board. Stein Sørevik replaced Nina Hjellestad as the employee representative's deputy member as of May 2010.

No loans or guarantees were provided to Board members during the year.

Members of the Board are paid a proportional share of board members' fees (Chair: NOK 125 000/Board members: NOK 110 000) based on their attendance at board meetings. Deputy members are paid a fixed fee of NOK 10 000 and a relative fee for the Board member based on attendance.

Below is a list of the percentage-wise shareholdings of members of the Board and the group executive management as of 31 December 2010. Board members' and senior executives' shareholdings include shares held by their close family members.

Shares controlled by the Chair and Board members	2010	2009
Kristian Eidesvik	90.18 %	90.18 %
Ellen Solstad	1.48 %	1.48 %
Eivind Eidesvik	0.02 %	0.01 %

Shares controlled by senior executives – none in 2010 or in 2009.

Auditor's fees	2010	2009
Statutory audits	275	262
Tax advice	16	31
Other accounting assistance	299	112
Total	590	405

The auditor's fees are stated exclusive of VAT.

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Medlemmer av Den norske Revisorforening

To the Annual Shareholders' Meeting of Wilson ASA

AUDITOR'S REPORT

Report on the financial statements

We have audited the accompanying financial statements of Wilson ASA, comprising the financial statements for the Parent Company and the Group. The financial statements of the Parent Company comprise the balance sheet as at 31 December 2010, the statements of income and cash flows for the year then ended as well as a summary of significant accounting policies and other explanatory information. The financial statements of the Group comprise the consolidated balance sheet as at 31 December 2010, the statements of income and comprehensive income, cash flows and changes in equity for the year then ended as well as a summary of significant accounting policies and other explanatory information.

The Board of Directors' and Chief Executive Officer's responsibility for the financial statements

The Board of Directors and Chief Executive Officer are responsible for the preparation and fair presentation of these financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway for the financial statements of the Parent Company and the International Financial Reporting Standards as adopted by the EU for the Group, and for such internal control as the Board of Directors and Chief Executive Officer determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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

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

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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements for the Parent Company and the Group.

Opinion on the financial statements of the Parent Company

In our opinion, the financial statements of Wilson ASA have been prepared in accordance with laws and regulations and present fairly, in all material respects, the financial position of the Company as of 31 December 2010 and its financial performance and cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Opinion on the financial statements of the Group

In our opinion, the financial statements of Wilson ASA have been prepared in accordance with laws and regulations and present fairly, in all material respects, the financial position of the Group as of 31 December 2010 and its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards on Accounting as adopted by the EU.

Report on other legal and regulatory requirements

Opinion on the Board of Directors' report

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

Opinion on registration and documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the international standard on assurance engagements (ISAE) 3000, «Assurance Engagements Other than Audits or Reviews of Historical Financial Information», it is our opinion that the Board of Directors and Chief Executive Officer have fulfilled their duty to properly record and document the Company's accounting information as required by law and generally accepted bookkeeping practice in Norway.

Bergen, 23 February 2011
ERNST & YOUNG AS

Kjell Ove Røsok
State Authorised Public Accountant (Norway)

(This translation from Norwegian has been made for information purposes only.)

Newbuilding program

Wilson has since 2007 been actively involved in newbuilding projects in China. As part of the company's expressed growth strategy, the company chose at that time to enter into newbuilding contracts rather than to acquire vessels in the second hand market which historically has been the company's preferred route to expansion. A total of 16 vessels were contracted at two Chinese shipyards.

The newbuildings give Wilson a unique opportunity to customise technical solutions and vessel equipments to the intended trade patterns for the vessels. At the same time, it was of great importance for Wilson that the vessels are "European" – meaning that all major equipment, including propulsion machinery, are made in Europe. Although the vessels are being assembled in China, the level of non-European equipment is very limited, allowing for easier services and repairs. The company's own experience from well-known European makers was also of great importance when selecting equipment manufacturers with the same high quality standards as Wilson itself.

8 x 8 300 dwt bulk/general cargo vessels

The vessels are being built at the Yichang Shipyard, which is a part of the CSC Group located in Wuhan, China. The first vessel was delivered on 31 May 2010 and currently half of the series is delivered. The remaining four vessels are expected being delivered during the period 2nd quarter 2011 through 1st quarter 2012. Technical operations of the first four vessels are so far in line with expectations. The vessels within this building program are somewhat larger than Wilson's historically largest size range (6-7 000 dwt) and will give the company an extra dimension in the range of offers to its customers. Wilson has an ambition to over time build a specific network of customers who desire high quality tonnage of this size range.

Extracts of technical data:

Dwt:	8 300
Length over all:	123.1m
Breadth moulded:	16.5m
Scantled draught:	7.4m
Speed:	12.5kn at D=7.4m
No of holds:	2
Hold no 1:	25.9m x 13.5m
Hold no 2:	49.0m x 13.5m (box shaped)
Hold cap.:	380 000 cbf (grain)

8 x 4 500 dwt bulk/general cargo vessels

The vessels are being built at Shandong Baibuting Shipbuilding Co. Ltd. Located in Rongcheng, China. Delivery of the first vessel is expected in 3rd quarter 2011 with further vessels in succession thereafter. The vessels in this program will enter Wilson's core segment, either to expand the business or as replacement tonnage for chartered in vessels/vessels being demolished. Market conditions and the company's objective will be key issues when deciding on the two at that time.

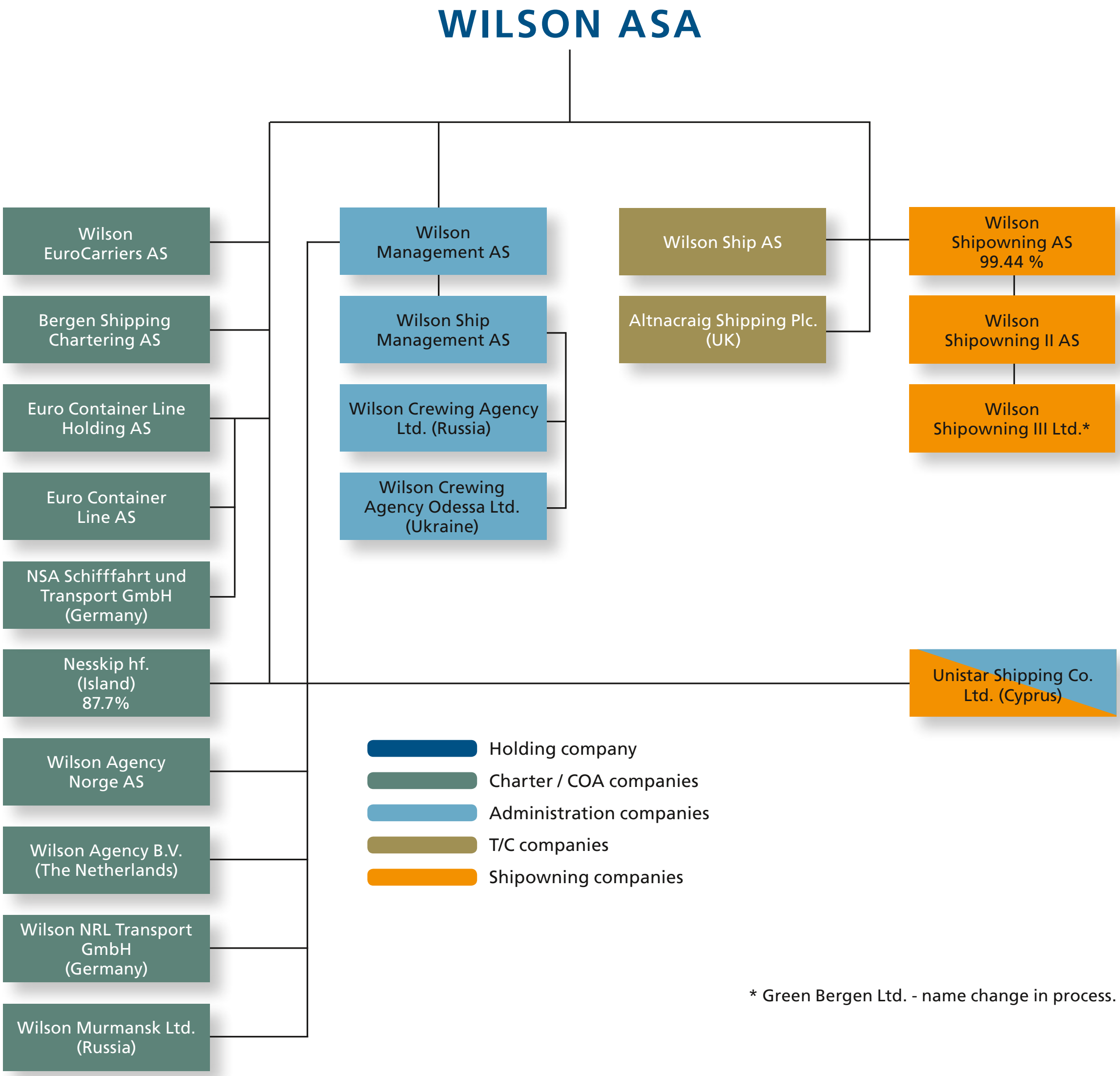
Extracts of technical data:

Dwt:	4 500
Length over all:	89.9m
Breadth moulded:	15.4m
Scantled draught:	5.6m
Speed:	11.8kn at D=5.6m
No of holds:	1; 54.6m x 12.6m (box shaped)
Hold cap.:	204 000 cbf (grain)

Wilson's fleet at 31 December 2010

Map No.	Name	Dwt	Built	Flag	Structure	No. of vessels
2 000 dwt (NRL)						
1	Wilson Ems	1540	95	BAR	Owned	
2	Wilson Saar	1650	96	BAR	Owned	
3	Wilson Waal	1850	99	BAR	Owned	
4	Wilson Rhine	1850	98	BAR	Owned	
5	Wilson Ruhr	1850	97	BAR	Owned	
6	Wilson Maas	1850	97	BAR	Owned	
7	Wilson Main	2440	90	BAR	Owned	
8	Hestia	2460	00	ANT	T/C	
9	Thebe	2460	00	ANT	T/C	
10	Theseus	2460	00	ANT	T/C	
11	Wilson Lahn	2508	01	BAR	Owned	
12	Wilson Elbe	2665	93	MAL	Owned	
13	Wilson Mosel	2665	93	MAL	Owned	13
Selfdischarges						
14	Salmo	3100	79	BAH	Owned	
15	Wilson Husum	4200	98	BAR	Owned	2
16-22	In addition 7 selfdischargers (1000 - 4300 dwt)					7
Container Service						
23	ECL Challenger	4635	95	BAR	Owned	
24	ECL Commander	4750	97	BAR	Owned	
25	Pioneer Bay	5400	00	ANT	T/C	
26	Asian Carrier	5550	03	ANT	T/C	4
System Vessels (liquid pitch, feeder, RoRo/side port)						
27	Leiro	3580	81	BAR	Owned	
28	Lindo	3580	82	BAR	Owned	
29	Wilson Fjord	3843	77	BAR	Owned	
30	Wilson Cork	4440	98	BAR	Owned	
31	Wilson Clyde	4450	98	BAR	Owned	
32	Wilson Star	4452	89	SWE	T/C	
33	Wilson Express	5482	83	NIS	Owned	7
3 500 - 4 500 dwt						
34	Wilson Dvina	3221	92	BAR	Owned	
35	Wilson Dover	3232	93	BAR	Owned	
36	Wilson Garston	3450	89	BAR	Owned	
37	Ferro	3504	91	BAH	Owned	
38	Tinno	3504	91	BAH	Owned	
39	Torpo	3504	90	BAH	Owned	
40	Wilson Gdansk	3540	93	BAR	Owned	
41	Wilson Gdynia	3540	94	BAR	Owned	
42	Wilson Almeria	3600	10	MAL	T/C	
43	Wilson Alicante	3600	10	MAL	T/C	
44	Wilson Antwerp	3600	08	MAL	T/C	
45	Wilson Aveiro	3600	08	MAL	T/C	
46	Wilson Aviles	3600	08	MAL	T/C	
47	Wilson Ayr	3600	08	MAL	T/C	
48	Wilson Aberdeen	3600	09	MAL	T/C	
49	Wilson Amsterdam	3600	09	ANT	T/C	
50	Wilson Avonmouth	3600	10	MAL	T/C	
51	Wilson Astakos	3600	10	MAL	T/C	
52	Wilson Algeciras	3600	10	MAL	T/C	
53	Wilson Gijon	3670	93	BAR	Owned	
54	Wilson Grimsby	3670	93	BAR	Owned	
55	Plato	3677	89	BAR	Owned	
56	Jumbo	3697	87	BAH	Owned	
57	Pluto	3697	86	BAH	Owned	
58	Wilson Bilbao	3700	92	MAL	Owned	
59	Wilson Blyth	3700	95	MAL	Owned	
60	Wilson Borg	3700	94	MAL	Owned	
61	Wilson Brake	3700	97	MAL	T/C	
62	Wilson Bremen	3700	92	MAL	Owned	
63	Wilson Brest	3700	95	MAL	Owned	
64	Wilson Brugge	3700	96	MAL	T/C	
65	Wilson Gaeta	3700	98	BAR	Owned	
66	Wilson Ghent	3700	96	MAL	Owned	
67	Wilson Goole	3700	95	MAL	Owned	
68	Wilson Grip	3700	96	MAL	Owned	
69	Wilson Leer	3700	96	MAL	Owned	
70	Wilson Leith	3700	97	MAL	Owned	
71	Wilson Tees	3700	97	MAL	Owned	
72	Wilson Lista	3727	94	BAR	Owned	
73	Helsinki	4170	97	ANT	T/C	
74	Wilson Humber	4200	99	BAR	Owned	
75	Hagen	4218	98	ANT	T/C	
76	Oslo	4218	96	ANT	T/C	
77	Wilson Hull	4247	02	CYP	50% Owned	
78	Tallin	4250	97	ANT	T/C	
79	Wilson Horn	4257	90	ANT	T/C	
80	Wilson Harrier	4258	93	MAL	Owned	
81	Wilson Hawk	4258	94	BAR	Owned	
82	Wilson Heron	4230	94	MAL	Owned	
83	Wilson Holm	4261	90	ANT	T/C	
84	Wilson Sky	4263	01	CYP	50% Owned	
85	Wilson Hook	4280	04	CYP	75% Owned	
86	Wilson Calais	4400	01	BAR	BB	
87	Baccara	4440	98	MAL	T/C	
88	Sardinia	4440	98	MAL	T/C	
89	Memel	4436	99	ANT	T/C	
90	Wilson Cadiz	4440	00	BAR	Owned	
91	Wilson Caen	4440	98	BAR	Owned	
92	Korsika	4424	01	ANT	T/C	59
6 000 - 7 000 dwt						
93	Wilson Marin	5845	78	MAL	Owned	
94	Wilson Split	5913	77	BAR	BB	
95	Wilson Riga	6085	76	BAR	Owned	
96	Wilson Rough	6085	76	MAL	Owned	
97	Wilson Reef	6135	75	MAL	Owned	
98	Wilson Ross	6135	75	MAL	Owned	
99	Wilson Rye	6135	76	BAR	Owned	
100	Wilson Bar	6156	79	MAL	Owned	
101	Wilson Malm	6176	80	MAL	Owned	
102	Wilson Mersin	6186	81	CYP	Owned	
103	Wilson Malo	6350	78	CYP	Owned	
104	Wilson Rouen	6351	76	BAR	Owned	
105	Wilson Stadt	6445	00	MAL	Owned	
106	Wilson Skaw	6460	96	BAH	Owned	
107	Wilson Saga	6470	98	CYP	Owned	
108	Wilson Sund	6470	99	CYP	Owned	
109	Wilson Trent	7106	80	CYP	Owned	
110	Wilson Tyne	7106	80	MAL	Owned	
111	Wilson Tana	7164	77	MAL	Owned	19
8 000 dwt						
112	Wilson North	8308	10	MAL	Owned	
113	Wilson Nice	8302	10	MAL	Owned	2
10 000 dwt						
114	Wilson Mar	9655	85	MAL	Owned	1
Total						**114**

Map no. = see page 6
BB = Bareboat/leasing agreement
T/C = Timecharter



Wilson has its head office in Bergen and agencies in Tananger, Duisburg, Rotterdam, Hamburg, Murmansk and Reykjavik, as well as crewing agencies in Archangel and Odessa. The Group has about 1 600 employees, of whom about 1 450 are mariners. The Group operated 114 vessels as of 31 December 2010.

Wilson Euro Carriers AS is the Wilson Group's operation and chartering company, and is the counterparty to all freight contracts (COA) with the company's clients. The transport contracts range in duration from a few months to several years. Wilson Euro Carriers AS is one of Europe's largest and leading operators in the inter-European dry cargo sector.

Bergen Shipping Chartering AS provides a brokering service on behalf of external owners as well as two Wilson-owned vessels, totalling 9 self-discharging bulk vessels (as of 31 December 2010) of size 1 000-4 300 dwt. The vessels are operated in the European short sea trade.

Euro Container Line AS is Wilson's container line. The line operates four vessels (as of 31 December 2010), of which two are owned and two chartered. The vessels sail in liner trade primarily between Hamburg/Bremerhaven/Rotterdam and ports in southern and western Norway.

NSA Schifffahrt und Transport GmbH, located in Hamburg, is the agent and marketing office for Euro Container Line in the German market.

Nesskip hf. provides chartering and agency services, and has its office in Iceland, just outside Reykjavik. Via a subsidiary, Nesskip owns one bulk vessel and co-owns three more. All sail in the Wilson system.

Wilson Agency Norge AS was established in May 2010 in Tananger and provides chartering and agent services in the area.

Wilson Agency B.V. is Wilson's agent in Rotterdam.

Wilson NRL Transport GmbH is Wilson's agent in Duisburg.

Wilson Murmansk Ltd. is Wilson's agency and marketing office in Russia, and takes care of Wilson's commercial interests in various Russian projects.

Wilson Management AS provides administrative services for the Wilson Group.

Wilson Ship Management AS is responsible for the technical management of the Group's own vessels, as well as two vessels for external owners.

Wilson Crewing Agency Ltd. in Archangel is responsible for the majority of Wilson's crew recruitment and training.

Wilson Crewing Agency Odessa Ltd. assists the Wilson Crewing Agency with crew recruitment in the Ukrainian market.

Wilson Shipowning AS owns Wilson's vessels and is counterparty to bareboat charterparties.

Wilson Ship AS hires ships on charter from external owners. The charterparties have durations ranging from six months to several years, some with options on extensions.

Unistar Shipping Co. Ltd. is the holding company for ships owned through Nesskip.

Altnacraig Shipping Plc. is an English subsidiary currently responsible for one chartered vessel.

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