



# INFORMATION TO SHAREHOLDERS

## ANNUAL GENERAL MEETING

The Annual General Meeting of Finnlines Plc will be held at 10.00 a.m. on 16 March 2001 at the Palace Restaurant, Eteläranta 10 (10th floor), 00130 Helsinki.

To be entitled to attend the AGM, shareholders are required to be registered in the shareholder register maintained by the Finnish Central Securities Depository Ltd no later than 6 March 2001. Shareholders wishing to attend the Annual General Meeting are kindly requested to notify the Company no later than by 4.00 p.m. (Finnish time) on 14 March 2001, address: Finnlines Plc, P.O. Box 197, FIN-00181 Helsinki, Finland, or by telephone +358-10-343 4402, or by telefax +358-10-343 4425.

## DIVIDEND

The Board of Directors will propose to the AGM that a dividend of FIM 7.00, i.e. EUR 1.18, be paid on the financial year 2000. This dividend will be paid to shareholders who are registered in the shareholder register maintained by the Finnish Central Securities Depository Ltd on the dividend record date, 21 March 2001. The Board of Directors proposes that the dividend be paid on 28 March 2001.

## SHAREHOLDER REGISTER

Shareholders are kindly asked to inform the book-entry register which is the custodian of their book-entry account of any changes to their address.

## FINANCIAL PUBLICATIONS

Finnlines Plc's annual report is published in Finnish, English and German, and the interim reports in Finnish and English.

■ Interim report, January – March	30 April 2001
■ Interim report, January – June	August 2001
■ Interim report, January – August	October 2001
■ Financial statements bulletin 2001	February 2002
■ Annual report 2001	March 2002

These publications may be ordered from Finnlines Plc's head office: P.O. Box 197, FIN-00181 Helsinki, Finland, or by telephone +358-10-343 4402, telefax +358-10-343 4425 and e-mail: [info@finnlines.fi](mailto:info@finnlines.fi). Finnlines also publishes all its stock exchange bulletins and press releases on the Internet: [www.finnlines.fi](http://www.finnlines.fi).  
HEX Helsinki Exchanges, trading code FLG1S.HE

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## FINNLINES IN BRIEF

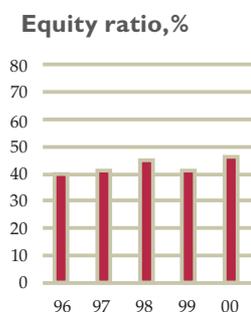
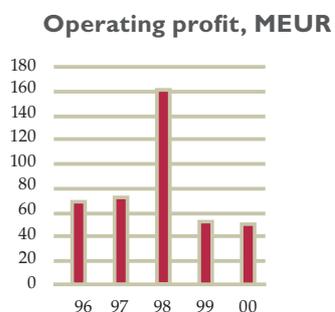
Finncor is one of the largest European shipping companies specialising in liner cargo services. In addition to sea transportation in Europe, Finncor also handles freight transport on land in accordance with its customers' wishes. The company's other main business is port services, principally in Helsinki and Turku. Supporting these two core businesses is a large IT function that ensures efficient business processes as well as a flexible

and efficient information service for customers. The modern Finncor fleet is specifically designed for conditions in northern Europe and the Baltic. It comprises 65 ice-strengthened vessels, most of which are of the roro (roll-on, roll-off) type. The company has subsidiaries or sales offices in Germany, Belgium, Great Britain, Sweden and Russia as well as a wide network of agents throughout Europe.

### KEY INDICATORS

	2000	1999
Net sales, million euro	532	510
Operating profit, million euro	56	57
Profit before extraordinary items, million euro	42	67
Earnings per share, euro	1.53	2.47
Dividend per share, euro	1.18 <sup>*)</sup>	1.01
Equity ratio at close of period,%	46	41
Gearing at close of period,%	63	75
Personnel on average	1 937	2 055

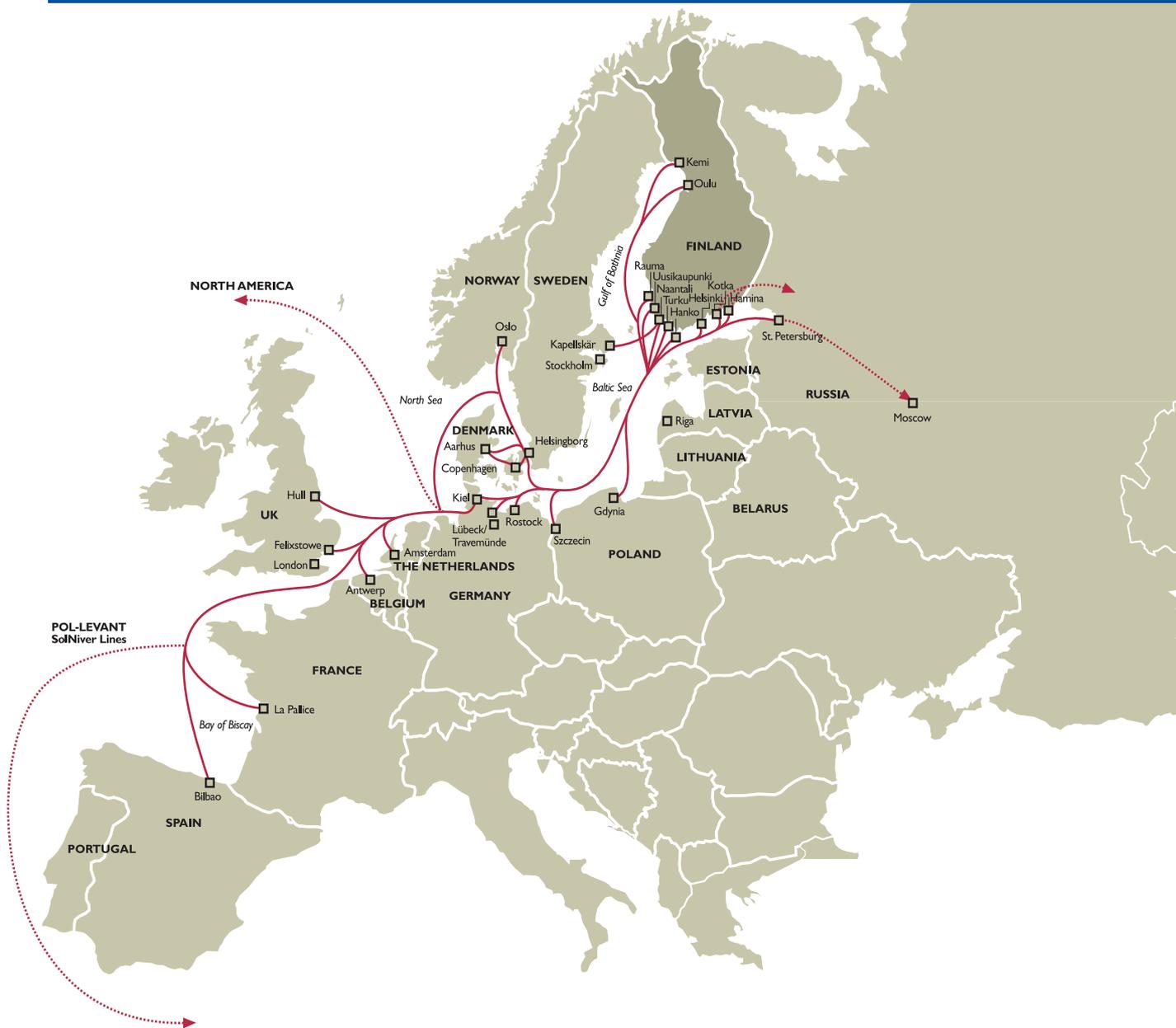
<sup>\*)</sup> Board's proposal



## LINER SERVICES

*Finlines operates in the Baltic and the North Sea. Its route network covers all major Finnish ports as well as some 20 ports abroad. It offers over 90 weekly departures from ports in Finland. The main Finnish ports are Helsinki, Turku and Naantali. Other important ports are Kotka, Hamina, Rauma, Uusikaupunki, Oulu and Kemi.*

### FINNLINES LINER SERVICES



## THE YEAR 2000

*In June Finnlines agreed to acquire the share capital of Oy Transfennica Ab from its owners UPM-Kymmene Oyj (49.9%), Metsä-Serla Oy (32.7%), Myllykoski Paper Oy (9.0%) and Oy Metsä-Botnia Ab (8.4%). This deal required the approval of the Finnish Competition Authority. On 15 December 2000 the parties to the agreement announced the cancellation of the sale of Transfennica to Finnlines since Finnlines was unable to accept the conditions laid down by the Finnish Competition Authority.*

In spring Finnlines held negotiations with its sea personnel (325 employees) on the registration of 11 Finnish vessels under other EU flags. The reflagging process was interrupted when the Finnish government decided that employers should be reimbursed in full for the taxes and social costs paid by seamen and that a tax based on tonnage should be introduced in Finland in line with the practice in other EU countries. This reimbursement arrangement came into force from 1 July 2000. Legislation on the tonnage-based tax was still under preparation at the beginning of 2001.

In August Finnlines recruited a Polish crew for two of its vessels sailing under Finnish flag, as permitted by legislation passed in 1992. Furthermore, Finnlines and the Finnish Seamen's Union agreed that three other Finnish vessels could adopt the international system of work rotation which would substantially reduce costs.

Finnlines' sea transportation subsidiary, Finncarriers Oy Ab, and its ship management and technical services company FG-Shipping Oy Ab were merged with the parent company, Finnlines Plc, on 31 December 2000. At the same time Finnlines' German subsidiary, Poseidon Schifffahrt AG, was renamed Finnlines Deutschland AG and Finncarriers N.V Belgium was renamed Finnlines N.V Belgium. The Group's port operations companies, Finnsteve Oy Ab in Helsinki and Oy A.E. Erickson Ab in Turku, were merged on 31 December 2000 into one company called Finnsteve Oy Ab. Finncarriers A/S, which provides terminal services in the port of Oslo, was renamed Norsteve A/S.

The Finnish economy grew at a clearly stronger pace during the year than on average in the EU and this was reflected in increasing export and import volumes. However, Finnlines' performance was weakened by freight levels, high fuel prices, the strength of the US dollar against the euro, and the imbalance between exports and imports.

## BUSINESS CONCEPT

### BUSINESS CONCEPT

Finnlines promotes international trade by offering efficient transport services mainly for the requirements of European industrial, retail and transport companies.

### FINANCIAL GOALS

Finnlines' main financial goals are to generate the highest possible return on the capital invested by the company's owners and to maintain a healthy capital structure. A strong balance sheet will assist the company to withstand business risks and economic fluctuations. It also creates a platform for controlled growth and development as well as exploitation of new business opportunities.

### DIVIDEND POLICY

Over the past five years the company has distributed a dividend equivalent on average to one-third of the net profits of this period. The Board of Directors bases its annual dividend proposal on the company's financial performance, its future prospects, and its investment and development needs.

### VALUES

**customer satisfaction** Customer satisfaction is the basis for Finnlines' continued success.

Identifying customer needs will enable Finnlines to continuously enhance its services and generate concrete added value for customers.

**profitability** Owner satisfaction and confidence in Finnlines depends on the company's ability to generate a steady increase in profits, thereby creating the conditions for growth in share value and an attractive dividend policy.

**employee satisfaction** Finnlines is a reliable and motivating employer that treats its employees equally.

**responsibility for the environment** Environmental responsibility is integral to Finnlines' daily operations. The company aims to reduce hazardous environmental impacts and to use energy and other natural resources in the most environmentally efficient way while observing of financial factors.

**safety** Safety issues are observed in all company operations.

## STRATEGIC GOALS

### **Maintaining the market position in Finland-related liner services**

- satisfying the organic growth
- continuous development of services
- efficient provider of information services

### **A stronger position in Russian freight traffic**

- efficient marketing and sales of transport services for freight in transit via Finland to and from Russia
- development and marketing of transport services between Continental Europe and Russian Baltic ports

### **A stronger position in liner services connecting third countries in the North Sea and the Baltic area**

- new routes
- acquisitions

### **Increased profitability through higher productivity**

- routing of freight traffic together with customers to achieve a better vessel utilisation rate
- continuous development of the fleet in respect of age and structure
- optimising operating costs

### **Increased profitability through better management and information**

- deployment of the latest information technology throughout the transport chain, in operational management, customer service and marketing

### **Increased profitability by efficient management of environmental and safety issues**

- systematic development of environmental and safety issues to generate financial added value, taking into account safety aspects and the principles of sustainable development

### **Increased result performance through personnel training**

- continuous development of the expertise and skills of Finnlines employees.

## CHIEF EXECUTIVE OFFICER'S REVIEW



*"After a fairly good year, in the circumstances, I believe we can face the future with optimism. Finnlines' employees are highly skilled and motivated, our financial situation is strong, we operate a modern and efficient fleet, and we have the most advanced information technology systems in our sector."*

The size of Finnish companies engaged in foreign trade have grown significantly in recent years, as have their transport volumes. At the same time strong international consolidation and restructuring has been evident among land transportation companies. This trend amongst Finnlines' customers makes it essential that sea transportation companies are large enough to handle the requirements of these customers.

Finnish forest industry companies were willing to transfer their European freight transport operations to Finnlines during the year and sell their sea transport company Transfennica to Finnlines. This was a significant demonstration of the confidence felt by our major customers in Finnlines' services as well as a strong indication that the forest industry has decided to cease handling its own sea transportation operations. Nevertheless, the Finnish Competition Authority set conditions on the deal that Finnlines was unable to accept. The policy of official bodies to focus only on the domestic market hinders the development of Finnish companies and weakens their competitive position compared with large international operators.

The Cabinet Committee on Economic Policy approved a Marine Support Package in June. This includes a complete reimbursement to the shipping employer of the taxes and social security costs paid on behalf of Finnish seamen as well as the introduction as from January 2001 of the tonnage tax already applied in other EU countries. These decisions led Finnlines to shelve its plans to reflag its vessels and the company reached agreement

with the Finnish Seamen's Union on an alternative model of employment on Finnish vessels. How Finnlines proceeds will depend on the final outcome of the tonnage tax legislation now under preparation.

The company's operations were severely hampered during 2000 by various labour conflicts. In most European countries workers do not have the legal right to strike while a collective labour agreement is in force. Sympathy strikes in key industrial sectors have been criticised in Finland; Finnlines has often been forced to face operational disturbances and ensuing loss of revenues from labour conflicts in which it has not been a negotiating party.

Finnlines reorganised its operations at the beginning of the current year, concentrating its sea transport and logistics services under the Finnlines name. Freight traffic between Finland and Sweden is now handled by Finnlink, which has substantially strengthened its market position. The Group's third strong brand is Finnsteve, which operates in the ports of Helsinki and Turku. Changes to the company's brands and corporate structure are a challenge to its employees. Work requirements, operating procedures and attitudes all need careful consideration; we need courage to give up outdated operating models if they no longer serve the Group's objectives.

Finnlines intends to continue growing profitably. This is supported by Finland's positive export and import forecasts. Economic developments in Russia are at last moving in a gratifying direction

after a long pause. The country is politically stable and there are signs of serious efforts to bring legislation up to international standards. This favourable trend creates a good foundation for growth in transit traffic to Russia via Finland. Russia's policy is also to encourage as much traffic as possible directly to its own ports, which will inevitably mean an increase in Baltic traffic and greater interest and importance being given to the Baltic region.

After a fairly good year, in the circumstances, I believe we can face the future with optimism. Finnlines' employees are highly skilled and motivated, our financial situation is strong, we operate a modern and efficient fleet, and we have the most advanced information technology systems in our sector.

All Finnlines employees deserve warm thanks for their good work during the year.

I thank our customers and partners for your confidence in our company and constructive cooperation.

I also thank our owners and all our partners in the securities markets for the value you place on our efforts to achieve growth and a better future.

Helsinki, 13 February, 2001



Antti Lagerroos



## BUSINESS ENVIRONMENT

*Sea transportation is vital to Finland's foreign trade. More than 80% of the country's freight imports and exports are carried by sea. During the past three decades the volume of sea transport has more than tripled. Finland's most important European export and import countries are Germany, Sweden, Great Britain, Benelux countries and Poland.*

Forest industry products made up approximately 28% and metal industry products 6% of total Finnish sea-borne traffic. Unitised freight accounted for approximately 20% of Finnish sea-borne exports and imports. The volume of unitised freight grew especially vigorously during the past decade. Transit traffic via Finland, mainly unitised freight, has amounted to 5-9% of the transport volume handled by Finnish ports.

Finnlines specialises in transporting forest industry products and unitised cargo, which is transported in freight transport units such as semi-trailers, lorries, containers and various pallets. The use of units is based on technology that enables a flexible choice of transport mode and the loading and discharging of cargo only once. This saves time in addition to making it easier to change the mode of transport (intermodal transport) at different stages in the transport chain. Demands for speedier delivery have increased with the result that today the overall delivery time from order to customer can be as short as one week. At the same time order size has decreased. When handling urgent orders it is increasingly necessary to use direct transport. More flexible transport and distribution systems will increase competition between different routes and modes of transport. In

the future e-business will probably raise demand for speed and promptness of delivery even further.

International trends have encouraged the integration of the technical systems that support transport services, the supply of added-value services, closer and more flexible interfacing between the distribution systems used by transport companies and their customers, and the development of new service concepts. For transport companies these trends mean more direct competition and the need to attach greater importance to achieving economies of scale. The transport of unitised cargo makes it possible to combine different types of cargo in the same vessels and on the same routes. Furthermore, cost-efficiency in sea transportation requires higher capacity utilisation in both south-bound and north-bound traffic. In sea transportation multi-purpose vessels have made it substantially easier to give priority to customer preferences and offer a greater choice.



## SHIPPING AND SEA TRANSPORT SERVICES

*Finlines' Shipping and Sea Transport Services division consists of Finlines Cargo Services and the Finnlink services. On 31 December 2000 the Group's subsidiaries Finncarriers Oy Ab and FG-Shipping Oy Ab were merged with the parent company Finlines Plc. At the same time Poseidon Schiffahrt AG, Finlines' German subsidiary, was renamed Finlines Deutschland AG and Finncarriers N.V was renamed Finlines N.V Belgium. These changes were intended to enhance Group efficiency and clarify the Group's corporate image.*

Shipping and Sea Transport Service generated net sales of EUR 465 million and it had 1,036 employees at the close of the reporting year.

### FLEET

The Finlines Group maintained an average of 65 vessels in service during 2000, consisting mainly of ro-ro vessels and ropax (ro-ro-passenger) vessels. Twenty-one of these are owned by Finlines itself. At the beginning of 2001 the total capacity of the vessels in liner service was approximately 78,600 lane metres, which includes about 43,700 lane metres for the vessels owned by Finlines. The Group's own fleet has an average age of about 11 years.

At the end of the year the Group's own vessels sailed under Finnish, German and Swedish flags. These vessels were managed by Finlines. The Group also had management agreements for ten vessels owned by industrial companies and used for handling their own traffic.

Two ro-ro vessels, part of a total order for six and built in China, were time-chartered during the year. A third similar vessel entered service at the beginning of 2001. These vessels sail between Finland and Great Britain and fly the British flag. Also at the start of the year, Finlines time-chartered four fairly new ro-ro vessels sailing between Northern Finland and Continental Europe and the UK.

As in previous years Finlines provided know-how in newbuilding supervision to third parties. Contracts were concluded with Palkkiyhtymä Oy and the Swedish company B&N Nordsjöfrakt AB

covering four rolo (roll-on roll-off, lift-on lift-off) vessels based on Finlines' basic design currently under construction in Poland.

### OPERATING AREAS

Finlines operates mainly in the Baltic and the North Sea. Its route network covers major Finnish ports as well as some 20 ports abroad. It offers over 90 weekly departures from ports in Finland. The main Finnish ports are Helsinki, Turku and Naantali. These ports are general cargo ports and serve mainly lorry and semi-trailer traffic. Their cargo flows show the best balance between export and import traffic. Other main ports served by the Group are Kotka, Hamina, Rauma and Uusikaupunki and, from the beginning of 2001, also Oulu and Kemi. These ports predominantly serve the export trade and have a marginal flow of imports.

Finlines offered regular liner services in the Baltic between Finland and Sweden (FinnLink), Poland (PolFin Line), Germany and Scandinavia; in the North Sea between ports in Finland and Great Britain, Belgium and The Netherlands; between Finland and the Bay of Biscay; and rail-ferry services between Finland and Germany. The Group also operated directly between Germany and Russia under the TransRussia name. A new route was opened in 2001 linking ports in Northern Finland with Germany, Belgium, Great Britain and the Bay of Biscay. Transport operations under the name of Baltic Cargo Services were started in November between Kiel (Germany) and Riga (Latvia).



Small-tonnage services were offered between ports in Finland and Scandinavia, Continental Europe, Great Britain and the Bay of Biscay. Oy Inter-carriers Ltd (Finnlines' holding 51%) was responsible for providing agency and clearance services related to small-tonnage chartering. Following the decision to rationalise its small-tonnage operations, Finnlines sold its Gulf of Bothnia services to Oy W. Hacklin Ltd and transferred the remaining small-tonnage services to Oy Inter-carriers Ltd at the beginning of 2001.

The Group also provided door-to-door and terminal services based on its customers' needs and acted as the main agent in Finland for the Swedish company Svenska Orient Linien AB in the eastern Mediterranean. During 2000 Svenska Orient Linien AB and the Greek company Scan Orient Shipping Co. Ltd started a joint service in the eastern Mediterranean. Finnlines is the main agent in Finland for this service, which is marketed under the name of SolNiver Lines. From the start of 2001 Finnlines was appointed general agent in Finland for POL-LEVANT Shipping Lines Ltd, a Polish company operating in the eastern Mediterranean.

Under the name of F-Ships the Group handled contract traffic between Finland and Continental Europe, the Mediterranean and North America with its partners Palkkiyhtymä Oy and the Swedish company B&N Norsjöfrakt AB, each party with a one-third share. Eight new vessels have been ordered for this business: four rolo vessels being built in Poland and four lolo vessels being built in China. These will be owned by the two partners mentioned above. Since the beginning of 2001 Finnlines has no longer been a partner but is responsible for the marketing, operations and administration of F-Ships as a general agent. F-Ships also markets and operates a bulk transport service in the Baltic on behalf of its clients, principally for raw materials for the forest and process industries.

## EVENTS IN 2000

In June Finnlines agreed to acquire the share capital of Oy Transfennica Ab from its owners UPM-Kymmene Oyj (49.9%), Metsä-Serla Oy (32.7%), Myllykoski Paper Oy (9.0%) and Oy Metsä-Botnia Ab (8.4%). This deal required the approval of the Finnish Competition Authority. On 15 December 2000 the parties to the agreement announced the cancellation of the sale of Transfennica to Finnlines since Finnlines was unable to accept the conditions laid down by the Finnish Competition Authority.

A new route was opened in the Baltic between Travemünde (Germany) and Uusikaupunki based on two regular weekly departures. A new regular weekly service between Kiel (Germany) and Riga (Latvia) was opened under the name of Baltic Cargo Services.

Finnlines decided to discontinue its service between Finland and Gothenburg for rationalisation reasons. The other services to Scandinavia continue unchanged.

The first two time-chartered vessels ordered from a Chinese yard were introduced between Finland and Great Britain at the end of June. The operation of these vessels is based on a long-term contract between the shippers, the port, the terminal operators and the shipping companies.

The FinnLink traffic continued as hitherto with six daily departures between Naantali (Finland) and Kapellskär (Sweden). The fast connection and competitive schedule of this service have raised FinnLink's market share in unitised traffic between Finland and Sweden to approximately 40%.

During the year Finnlines continued to further improve its level of service. The range of port services, which are essential to sea transportation, was expanded with the aim of reducing port handling times and increasing safety. It is now possible to determine and inform customers of exact unloading times, and accordingly to help customers use

their own transport equipment more efficiently. Big improvements were made to the safety of freight transport units in both Helsinki and Germany. The cargo release system was automated and freight units are now photographed at arrival and departure from the port. These measures have increased freight security and reliability of delivery.

An amendment to the Finnish Maritime Act in 2000 now permits Finnish owned vessels to be registered in other EU countries without having to be sold. Consequently, Finnlines announced that it was considering reflagging 11 vessels from Finland to another EU country. In the negotiations between the company and its sea personnel it was agreed that introduction of a mixed crew (partly foreign/partly Finnish) could be an alternative to reflagging the vessels. The shipping industry collective bargaining agreements permitting the adoption of mixed crews were signed in February only after the intervention of the National Conciliator. The agreement defines a negotiating

mechanism to achieve cost savings. Since these negotiations on cost savings for individual vessels failed to lead to an agreement, Finnlines decided to apply mixed crews on two vessels, MS Finnmerchant and MS Oihonna. The Finnish Seamen's Union responded by boycotting both these vessels. The conflict was again resolved through the National Conciliator. Each of these two vessels has a crew of four Finnish seamen and 14 Polish seamen.

#### **PASSENGER TRAFFIC**

During 2000 the Finnlines Group provided accommodation for passengers unrelated to its freight operations on five ro-ro passenger vessels operating between Helsinki and Travemünde/Lübeck in Germany. These vessels offered a total of 1,000 berths, roughly one quarter of which were reserved for freight-related passengers. Sales and marketing of the Group's passenger services is the responsibility of a private travel agency, Nordic Ferry Center Oy.



## PORT OPERATIONS

*Port Operations is a general term covering the handling and storage of goods in ports, and associated information services. The main port operations are stevedoring (loading and unloading of ships) along with various terminal, warehousing and container depot services. The overall priority is to minimise total transport and handling costs and to ensure that cargo units moving through the port are handled rapidly and smoothly.*

Port Operations generated net sales of EUR 94 million in 2000 and had 901 employees on average.

In the Helsinki Metropolitan Area the Finnlines Group is engaged in port operations through Finnsteve Oy Ab in the Sompasaari harbour, West and South harbours of Helsinki and in the Port of Kantvik in Kirkkonummi. The Helsinki harbours are the most important for imports into Finland and are also of major importance for exports. Port operations are based on handling unitised cargo, i.e. trucks, containers and semi-trailers. Sompasaari focuses on the Baltic services and the West harbour mainly on feeder services for overseas cargo. Due to its wide range of liner connections, the Port of Helsinki has a competitive advantage over all other Finnish ports. An average 10 vessels a day call at the port.

Port operations in Turku and Naantali were handled by Oy A.E. Erickson Ab and its auxiliary name Turku Shipping during the year. In Turku the Group operated in the Turku harbour and Pansio railferry harbour. On 31 December 2000 Oy A.E. Erickson was merged with Finnsteve Oy Ab. Accordingly the Group's port operations in Turku and

Naantali are handled under the name Finnsteve since the beginning of 2001.

The Group was also engaged in cargo handling and terminal operations in the port of St. Petersburg, Russia, in co-operation with a Russian party operating through a company called RosEuroTrans Ltd, in which Finnlines owns 50%.

Port Operations' net sales also includes the terminal and stevedoring operations in the port of Oslo, which are handled by Norsteve A/S.

### EVENTS IN 2000

A new all-time high was reached in cargo volumes handled by the Port of Helsinki. The total amount of units through the Port of Helsinki was 1,010,456, equivalent to more than 10.1 million tonnes of unitised freight. The corresponding ton figure in the previous year was 9.0 million tons.

A strike in the spring and a boycott of commercial freight severely reduced the volume of unitised cargo moving especially through the Port of Turku. The total was 467,868 units, equivalent to 3.9 million tons. The corresponding figure for the previous year was 3.7 million tons.

## INFORMATION SYSTEMS

The focus of development in Finnlines is on comprehensive customer services, an integral part of which involves efficient telecommunication connections between the Group and its customers.

Finnlines has invested heavily in information systems in recent years. The most important system projects have involved the development of production planning systems for sea transportation (Octopus) and port operations (FIPS). Octopus is used to handle cargo space reservations at all Group offices in Europe. It has been effective in eliminating overlaps in operations as the same data is used in booking, documentation and invoicing.

The latest project is an electronic cargo planning system that allows electronic storage of ship cargo data with information on the exact location of cargo units in the vessel. This in turn makes cargo tracking and automatic cargo notification possible and offers a possibility to plan discharging in advance. The system was introduced for pilot testing on the Helsinki-Lübeck route at the beginning of 2001.

Services offered so far have been based on Edifact messages, which have enabled information on freight to be transferred electronically to the customer's own IT systems for further automatic processing. This year smaller customers will also be offered new Internet applications. The advantage of these systems is to provide customers with real-time information useful for their own transport chain without the need for major new investments in information technology. Internet booking systems will also be introduced gradually in passenger operations; this service was offered to travel agents at the beginning of 2001 and will be made available direct to passengers later on.

The FIPS system for port operations is a comprehensive production planning and control system which supervises movements of transport

units throughout the port area. In the Port of Turku the Group adopted the new INNOVO software which includes software applications for import and export forwarding, ship clearance, stevedoring and terminal warehousing.

## ASSOCIATED COMPANIES

### TEAM LINES GMBH & CO. (31.8%)

Team Lines GmbH Co. was founded in 1991. It is owned by four well-known German shipping companies: Johannes Ick, Mathies Reederei GmbH, Ernst Russ GmbH & Co., and Finnlines Group's German subsidiary Finnlines Deutschland AG (31.8%).

Team Lines is one of the biggest container feeder operators in Northern Europe. The fleet consists of some 18 ships. Besides its headquarter in Hamburg, the company has a sub-office in Bremerhaven. In Finland, Sweden and Norway Team Lines is represented by its own subsidiaries. There are regular scheduled transport services to the ports of Hamburg and Bremerhaven. If required, Rotterdam/Antwerpen and Felixstowe are also served. Within the travel area regular service is offered to Norway (Oslo, Moss and Kristiansand), Denmark (Frederica), Sweden (Gothenburg, Åhus, Karlshamn, Norköping, Stockholm and Gävle), Finland (Mäntyluoto, Rauma, Turku, Hanko, Helsinki and Hamina), Russia (St. Petersburg), Latvia (Riga), Lithuania (Klaipeda) and Poland (Gdynia). Team Lines vessels call at all the ports mentioned at least once a week, and most of them up to three times per week.

## ENVIRONMENTAL REPORT

*Finnlines aims to offer reliable and first-class transport services, the environmental impacts of which are taken into account in all aspects of the Group's operations. Finnlines is committed to continuously reducing hazardous environmental impacts and to consuming energy and natural resources in the most environmentally responsible way.*

### MARITIME ENVIRONMENTAL REGULATIONS

The European Union has recommended greater use of sea transportation to reduce the environmental impact of transport operations since transport by sea represents one of the least hazardous modes of transport to the environment. Shipping is governed by both international regulations and separate national and local agreements. International shipping is regulated by agreements formulated by the International Maritime Organization (IMO), a specialised agency of the United Nations. International regulations relating to marine pollution are based for the most part on the Marpol 73/78 Convention, while safety at sea is regulated by the International Convention for the Safety of Life at Sea (Solus).

The Marpol Convention treats the Baltic Sea as a special area governed by the Baltic Environmental Agreement (HELCOM), which among other things sets limits on the sulphur content of fuel, and the discharge of wastewater and solid waste into the sea. The Baltic Rim countries have also drawn up a Baltic Strategy under which Baltic states can take action against vessels guilty of illegal oil emissions.

An act and statute on marine vessel waste came into force in Finland on 1 July 2000 requiring vessels to discharge their waste only in port. Vessels must also give the port of call prior warning about the waste they intend to discharge. Vessels were also required to pay a "vessel waste charge", which

is levied on every vessel visiting a Finnish port regardless of whether or not they discharge any waste. Vessels operating in liner traffic can be exempted from these regulations if they can demonstrate that they already have a waste disposal agreement with a competent waste disposal company. This new law means that Finland and other Baltic ports operate considerably tighter waste disposal restrictions than the marine waste disposal directive currently under preparation by the EU.

The Finnish Maritime Administration has also issued recommendations on speed restrictions in the northern Baltic Sea area. These speed recommendations, which are the first of their kind in the world, set maximum speeds when sailing in different sea conditions since research has shown that sea in the northern Baltic are severer than previously assumed.

### FINNLINES AND THE ENVIRONMENT

Finnlines places high priority on environmental issues in its sea transport activities and their planning. Finnlines is committed to continuously reducing hazardous environmental impacts and to consuming energy and natural resources in the most environmentally responsible way.

Finnlines is creating a sustainable and appropriate foundation for its long-term operation by taking environmental issues into account in its investments and by minimising any operational risks, while bearing financial factors in mind.



**Finnlines applies the following principles:**

- changes may not weaken marine safety
- changes must be technically feasible and financially sound
- environmental impacts caused by changes must be clearly demonstrable.

**FINNLINES' ENVIRONMENTAL POLICY**

Finnlines' environmental policy defines the company's goals and principles underlying its environmental protection activities. In environmental matters Finnlines will:

- rank among the leading companies in its industry with respect to focus on the environment
- offer safe and top-quality services while taking into account the environmental impact of these services in every aspect of its operations
- act responsibly in the use of natural resources. This means that Finnlines:
  - places high priority on the environmental aspects of its operations in keeping with the requirements of sustainable development
  - pays continuous attention to environmental and safety matters
  - integrates environmental programmes and action in its management system
  - seeks continuously to improve its environmental programmes taking into consideration the needs of technical development, its customers and partners, and the demands imposed by society
  - educates its employees and encourages them to be environmentally responsible
  - prepares contingency plans for accidents that involve environmental risks
  - promotes environmental responsibility in sea transport and port operations in general and follows developments in this field
  - requires its suppliers and subcontractors to comply with the same environmental requirements
  - promotes awareness of the environment both internally and externally

■ is committed to the 1996 Business Charter for Sustainable Development by the International Chamber of Commerce

■ regularly benchmarks the results of its environmental efforts.

**FINNLINES' ENVIRONMENTAL AND SAFETY ORGANISATION**

The Board of Directors confirms the company's environmental policy, goals and action. In practice the Chief Executive Officer is responsible for management of the company's environmental activities. Each vessel has an environmental organisation headed by the master of the vessel with responsibility for operative environmental and safety measures onboard.

Finnlines' environmental manager is responsible for coordinating the company's environmental work. The duties include implementing and supervising the environmental management system, reporting on the system's activities to the company's top management, and preparing action and projects to enhance the level of environmental protection in the company. Each subsidiary has its own environmental coordinating officer or environmental manager. The safety managers are responsible for the company's safety management system, preventive action and reporting.

**MARITIME ENVIRONMENTAL ISSUES AND FINNLINES**

**Safety**

Safety is the most important environmental aspect of sea transport and stevedoring operations and the focus of continuous investment. The safety management systems of most of the vessels in Finnlines Group's liner service are certified according to the International Safety Management Code (ISM) to minimise safety and environmental risks. In addition to defining safety requirements the ISM code also sets out guidelines and mandatory

measures on preventing environmental damage, minimising the impact of accidents should they occur, and the obligation to report damage and deviations to the official bodies. In Finland ISM certification has been mandatory since 1 July 1998. ISM certification will become internationally mandatory from 1 July 2002.

The cornerstone of environmental protection and safety is good seamanship. To prevent accidents, the company performs risk analyses, conducts operational routines and engages in the continuous training and development of its personnel. Crisis situations are regularly rehearsed on the vessels and in port.

### **Energy consumption**

Significant improvements in engine efficiency and in the design of ship hulls and propellers have led to more efficient fuel consumption and therefore a reduction in engine exhaust gases. Similarly, the greater cargo capacities of ships have reduced atmospheric emissions in relation to transport volumes. Improvements in hull design are expected to reduce fuel consumption still further. New-generation diesel engines significantly reduce emissions of nitrogen oxides.

Finnlines' vessels operate on heavy fuel oil and in ports their auxiliary engines are run on low-sulphur diesel oil. Fuel consumption can be minimised by correct engine operation and engine monitoring while at sea. In the new vessels fuel consumption has also been reduced by more efficient combustion technology in the engines. Fuel consumption at sea depends on the vessel's sailing schedule, speed and weather and ice conditions.

Various heat recovery solutions have been incorporated in the vessels to conserve energy. These include exhaust boilers and systems for recovering cooling water and air conditioning heat. Consumption of heavy fuel oil and diesel oil totalled 343,300 tons in the liner traffic of Finnlines Cargo Services in 2000, which was 7% more than in 1999. The

increase resulted from growth in traffic volumes and corresponds to the higher transport volumes.

### **Consumption of lubricating and hydraulic oils**

Lubricating oils are used in the main and auxiliary engines, clutches, bearings, generating sets and various components. Finnlines also tested the use of organic rape seed oil in hydraulic pumps during 2000. In the event of an accidental oil spill into the sea, this oil is biologically degradable and therefore does not harm the environment.

### **Atmospheric impacts**

The air pollution annex of the Marpol Convention signed in 1997 contains emission restrictions covering halogens, CFC compounds, nitrogen oxides (NO<sub>x</sub>) sulphur oxides (SO<sub>2</sub>) and volatile organic compounds (VOC). It seeks to limit sulphur dioxide (SO<sub>2</sub>) emissions, for example, by reducing the sulphur content of a fuel. The new annex has been submitted to the IMO member states for ratification and Finland has already ratified it. The new regulations will come into force once a sufficient number of other member states have ratified it.

Fuel combustion in diesel engines creates exhaust gases that contain sulphur and nitrogen oxides as well as carbon dioxide, carbon monoxide and hydrocarbons. One of the major environmental challenges at the moment is to reduce exhaust gas emissions more effectively. There are three ways of doing this: cleaner fuels, more fuel-efficient engines, or more effective exhaust gas scrubbing. Finnlines is working actively in all three areas to find economically sustainable means of reducing the environmental impacts of its vessels. When the vessels are in port, power is normally generated using auxiliary engines running on low-sulphur fuel oil.

In 2000 emissions of sulphur dioxide by Finnlines Cargo Services vessels totalled 10,600 tons of sulphur dioxide, somewhat lower level than in 1999. Finnlines monitors the sulphur content of its suppliers' fuels and favours low-sulphur fuel oil



wherever possible. In 2000 Finnlines also participated in an emission measurement project initiated by the Ministry of Transport and Telecommunications, the purpose of which was to measure the emissions of different types of vessel under actual operating conditions.

As decided in the 1997 Marpol Convention the sulphur content of fuel will probably be restricted to 4.5% in international waters and to 1.5% in the Baltic Sea area. The fuels used by Finnlines have a sulphur content generally below 2%. The availability and distribution of low-sulphur fuel oil for maritime purposes is limited by low demand, which is instrumental in keeping its price high.

#### **Nitrogen oxide emissions**

In 2000 Finnlines Cargo Services liner traffic vessels emitted altogether 23,700 tons of nitrogen oxides, 16% higher than in 1999. The increase in the nitrogen oxides emissions reflects the increase in the number of faster vessels and the bigger cargo volumes. Various technical alternatives are being tested in the newest vessels to reduce nitrogen oxides including the addition of water in a water-emulsion system. Two vessels equipped with water emulsion systems were introduced into service by Finnlines during 2000, and a further four will be introduced during 2001. Additionally one vessel with direct water injection entered Finnlines service at the beginning of 2001.

#### **Carbon dioxide emissions**

The carbon dioxide emissions of a diesel engine are directly proportional to fuel consumption. No technology yet exists to reduce the carbon dioxide created by fuel combustion in a vessel's engine. The methods used to minimise carbon dioxide emissions are to maximise the operational efficiency of the vessels, to optimise their speed and routes to the logistical requirements of the cargos they are carrying, and in particular to prefer routes where the vessels can sail under load in both directions.

#### **Other atmospheric emissions**

The combustion process in an engine also generates carbon monoxides and hydrocarbons in addition to carbon dioxide, and sulphur and nitrogen oxides. HCFC compounds are used in the vessels as the cooling medium in cold storage and air conditioning equipment, which are generally fully closed systems. The cooling compounds are emptied into bottles during scheduled maintenance and recycled.

#### **Atmospheric emissions in ports**

In ports, new machinery is subject to legal air pollution goals and limits. Most emissions in ports consist of carbon dioxide (CO<sub>2</sub>), nitrogen oxides (NO<sub>x</sub>), sulphur oxide (SO<sub>2</sub>), hydrocarbons, carbon monoxide and soot. These emissions are reduced using the following measures:

- port machinery is serviced and regulated in accordance with the manufacturer's instructions
- the engines in new port machinery are Euro Mot1 classified and next year will be Euro 2 classified. The use of new engines will further reduce exhaust gas emissions and noise levels
- during winter all large machines are connected to an electrical heating system when not in use to prevent additional emissions caused by cold-starts
- electric forklift trucks are always used in inside storage facilities where possible
- production planning increases efficiency by reducing trip length and running hours
- drivers are trained to drive correctly and economically
- cooperation with machine manufacturers to further reduce the emission levels of the machine fleet.

#### **Solid waste and wastewater**

The treatment of solid waste and wastewater is also covered by international legislation. All oily bilge waters and wastewater from toilets are either purified on the vessels themselves or collected in tanks and pumped ashore for purification. Solid waste, both in ports and on vessels, is sorted into

Finnlines offers safe and top-quality services while taking into account the environmental impact of these services in every aspect of its operations.

recyclable waste, hazardous waste and other waste, and collected for appropriate treatment.

**Hull paints**

The hulls of Finnlines vessels are painted below the waterline with epoxy-based paints which do not give off toxic substances into the sea. The hulls are brushed and cleaned every year. A clean hull reduces the vessel’s drag in the water and thus improves fuel consumption.

**Noise**

Noise caused by marine traffic and port operations can be considered a nuisance. Auxiliary engines generating power in port create low-frequency noise. Other sources of noise include ultrasonic soot removal, the clatter of driving ramps, and the noise made by trucks, other vehicles and cargo handling machinery. Measures to reduce port noise include changes in working methods. Similarly, silencers have been installed in the exhaust systems of the vessels to reduce their noise levels.

**Chemicals**

Methods to replace the use of chemicals and water treatment/processing of chemicals are under study. In two Finnlines units, systems regulating

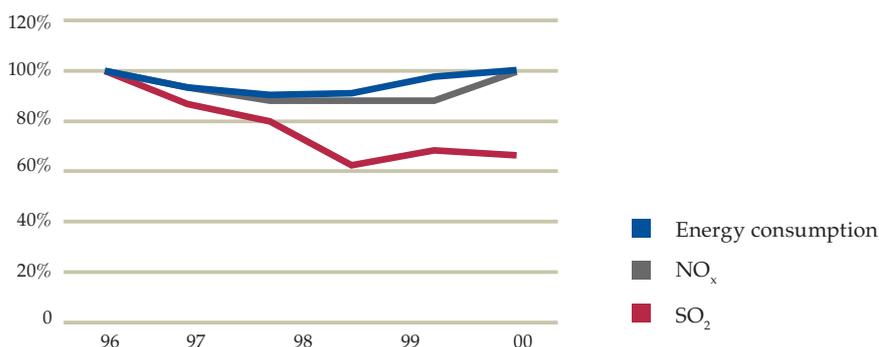
acidity and electrical conductivity of cooling water without chemicals are being tested. The same method has also been successfully tested in the treatment of boiler water.

**ENVIRONMENTAL GOALS**

Finnlines’ environmental goals for 2001 are:

- To assess and measure the Group’s environmental impacts, and to update its environmental management systems in line with the company’s new organisation. The following issues will be given especially high priority:
- The Group’s existing operations and systems are being constantly improved taking into consideration both financial and environmental aspects.
- The Group engages in dialogue with its major customers, subcontractors and other stakeholders on environmental issues.
- The Group maintains and develops environmental monitoring systems, the most important items being emissions into the atmosphere and energy consumption in relation to cargo volumes.
- Environmental assessments are conducted in conjunction with newbuildings and other investments, focusing especially on development and testing of new technology to reduce nitrogen oxides.

**NITROGEN AND SULPHUR EMISSIONS AND THE ENERGY CONSUMPTION OF FINNLINES LINER SERVICES IN RELATION TO CARGO VOLUMES**



## HUMAN RESOURCES

Finnlines aims to be a reliable and motivating employer that treats its employees fairly and fosters development of their expertise, professional skills and competence. The solid experience of Finnlines' employees is reflected in the number of years they have served the company and the age structure of its personnel. The challenge today is to transfer this accumulated expertise efficiently to the younger generation of employees. Personnel were informed in June about a merger planned to update and streamline the Group's structure. Operation and personnel planning subsequently concentrated on building the new organisation, which came into force on 1 January 2001.

### PERSONNEL

The Group had altogether 1,937 (2,055) employees on average during the year and 1,731 (1,999) at the year end.

Finnlines' employees fell into the following categories: salaried employees (20% of total personnel), sea personnel (30%), stevedores and supervisors (50%).

### PERSONNEL BY BUSINESS AREA :

<b>Shore based employees</b>	<b>2000</b>	<b>1999</b>
Shipping and		
Sea Transport Services	418	459
Port Operations	901	897
<b>Sea personnel</b>		
Shipping and		
Sea Transport Services	618	699
<b>Total</b>	<b>1 937</b>	<b>2 055</b>

The figures above do not include the crews on the Group's time-chartered vessels or those persons working on the Group's own vessels but employed by an outside management service company.

### Personnel by gender:

	Office staff	Port Operations	Sea personnel
Female	47%	9%	14%
Male	53%	91%	86%

### The nationalities of the Group's employees were as follows:

Finnish	80%
German	15%
Other	5%

The average age of Finnlines employees was 43 years. Their average length of employment was 11 years.

### RECRUITMENT AND INDUCTION

The number of sea personnel was affected by sales of vessels and the partial replacement of Finnish crew by Polish nationals in two vessels. Stevedores on temporary contracts were given permanent positions.

Internal recruitment was the preferred means of increasing the range of skills of Finnlines employees. Relocation in the Group's Finnish and foreign units was also encouraged. Induction training included familiarisation with Finnlines' business sector, the Group, and the recruit's own unit, working community and responsibilities. Priority was given to quality of work.

### PERSONNEL DEVELOPMENT AND TRAINING

Training for sea personnel concentrated most of all on a wide-ranging training programme underlying renewal of their certificates of competence. The certificates of competence complying with new international regulations come into force on 1 February 2002. Other priorities during the review year included training related to safety and information tech-

nology. In port operations emphasis was placed on developing the work of supervisors and on renewal of the training system to ensure that training in the future is as effective and well targeted as possible.

Besides training to maintain professional skills, Finnlines also concentrated on enhancing the computer and languages skills of its personnel.

Regular personal development discussions were held with employees to determine their development needs. Training was carried out both internally and through the use of externally arranged courses.

#### PERSONNEL PROFIT AND LOSS ACCOUNT

EUR 1000	2000	1999
Net sales	532 074	509 694
Personnel expenses		
Real working time expenses	71 432	66 207
Personnel renewal (holidays, recruitment)	15 192	14 995
Personnel development	602	648
Personnel benefits and obligations	6 913	11 276
Other operating expenses	394 848	369 621
Operating profit before other operating income (result of operations)	43 087	46 957
Other operating income	12 673	9 603
Operating profit	55 760	56 550

#### KEY INDICATORS ON PERSONNEL

EUR	2000	1999
Net sales / employee	274 690	248 026
Personnel expenses / employee	48 601	45 317
Operating profit / employee	22 244	22 845

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## BOARD OF DIRECTORS' REPORT

### BUSINESS ENVIRONMENT

The total volume of Finnish exports transported by sea in 2000 increased almost one percent while imports rose more than 7%. Exports of forest industry products grew 8% and imports of unitised cargo, including transit traffic to Russia almost 8%. The volume of unitised cargo in transit to Russia was still modest although 52% higher than one year before.

High oil prices and the weak euro increased operational expenses, which could not be completely compensated for through price increases owing to competitive pressure.

Sympathy strikes organised in support of the spring collective bargaining process in Finland severely hampered sea transportation and port operations. The trade unions involved applied pressure tactics to third parties such as Finnlines, who had no part in the negotiations.

The Cabinet Committee on Economic Policy approved a Marine Support Package in June allowing complete reimbursement to the shipping employer from 1 July 2000 of the taxes, social security costs and statutory insurance costs paid on behalf of Finnish seamen. The Cabinet Committee, according to the release 147/2000 of Information Unit of Council of State, also decided to introduce a bill to parliament to amend the Income Tax Act with effect from 1 January 2001; this would release shipping companies from the obligation to pay taxes on their shipping activities and require them instead to pay a "tonnage tax", i.e. a fixed charge based on the net tonnage of their vessels. This bill has yet to be proposed.

Since it was evident that the Finnish government was formulating competitive legislation for the Finnish shipping industry, the ship officers' unions and Finnlines reached agreement on the partial use of foreign seamen on the company's vessels flying the Finnish flag, as permitted by the Ships Register Act passed in 1992. Finnlines

accordingly recruited Polish crew and partly Polish officers for two of its ships sailing under Finnish flag. The Finnish Seamen's Union then boycotted these two vessels with the support of the Finnish Transport Workers' Union. After negotiations Finnlines and the Finnish Seamen's Union reached an agreement aimed at safeguarding the future viability of the Finnish maritime industry assuming competitive legislation covering all issues is passed in Finland.

### NET SALES AND RESULT

Consolidated net sales totalled EUR 532.1 million, up 4.4% on 1999. The net sales of the Sea Transport and Shipping Services unit came to EUR 464.8 million (1999: EUR 446.0 million) and net sales of Port Operations totalled EUR 93.6 (89.2) million.

Other operating income totalled EUR 12.7 (9.6) million and consisted primarily of a profit on the sale of MS Antares. The previous year's figure mainly comprised penalty payments for late delivery of ropax vessels.

The consolidated operating profit was EUR 55.8 (56.5) million, which included profits on the sales of vessels totalling EUR 10.0 million. The operating profit before non-recurring items was EUR 45.8 million, or 8.6% of net sales. The same figures in the previous year were EUR 51.4 million and 10.1%. The operating profit was depressed by heavy competition and ensuing weak freight levels combined with higher costs resulting from the high price of oil and the strong dollar. Depreciation according to plan totalled EUR 44.4 (42.7) million. The increase was attributable to the ropax vessels introduced into service in 1999.

Net interest totalled EUR 13.7 million, or 2.6% of net sales. Net interest was EUR 4.7 million higher than in the previous year partly because of a general rise in interest rates and partly owing to an increase in average loan amount due to the investments in 1999 (two ropax vessels, total USD 160 million).

Exchange rate losses in the year amounted to EUR 0.7 million, compared to exchange rate gains of EUR 18.7 million the year before. There was no dividend income, whereas dividend income in the previous year totalled EUR 1.8 million (mainly paid by Steveco).

The profit before extraordinary items was EUR 41.6 (67.3) million. Extraordinary expenses amounted to EUR 7.0 (0) million consisting of indemnities including interest and costs related to the Finn-Baltic accident in 1990. The Group paid taxes totalling EUR 8.7 million in the year, which was 25.1% of previous figure.

The net profit for the year was EUR 25.5 (49.4) million. Earnings per share were EUR 1.53. The return on investment was 8.2% and the return on shareholders' equity was 8.0%. The same figures in the previous year before non-recurring items were 11.5% and 13.3%.

#### **RESULT FOR SEPTEMBER - DECEMBER 2000**

Net sales in the final four months of 2000 totalled EUR 178.0 (167.9) million and the operating profit was EUR 18.7 (19.2) million. The profit before extraordinary items was EUR 12.5 (16.9) million.

#### **INVESTMENTS AND FINANCING**

Cash flow from operations (profit before extraordinary items plus depreciations) amounted to EUR 86.0 million, compared with EUR 110.0 million one year before. Cash flow from operations, less investments, totalled EUR 73.2 (-53.8) million.

The Group's shareholders' equity at the year end was EUR 385.4 million. Shareholders' equity per share was EUR 19.29, up EUR 0.27 on the previous year. The equity ratio was 45.7 (41.2%). Gearing stood at 63.2 at the end of the year, having been 74.9 one year earlier. Interest-bearing net debt at the

close of the period amounted to EUR 244.5 (284.8) million. The Group did not carry out any significant debt financing arrangements during the year.

#### **PERSONNEL**

The Group had 1,937 employees on average during the year, which was 118 less than in 1999. There were 1,731 employees at the year end, a decrease of 268 on the previous year.

#### **THE FINNLINES SHARE**

The company's registered share capital is EUR 39,957,958 and divided among 19,978,979 shares, each with a nominal value two euros. Altogether 5.7 million Finnlines shares were traded on the HEX Helsinki Exchanges during the period. The company's market capitalisation on the balance sheet date was EUR 360 million.

#### **CHANGES IN GROUP STRUCTURE**

Finlines Plc's sea transport services subsidiary, Finn carriers Oy Ab, and the ship management and technical services company FG-Shipping Oy Ab were merged with the parent company, Finlines Plc, on 31 December 2000. At the same time Finlines' German subsidiary, Poseidon Schiffahrt AG, was renamed Finlines Deutschland AG. The Group's port operations companies, Finnsteve Oy Ab in Helsinki and Oy A.E. Erickson Ab in Turku, were merged and this business continues under the name of Finnsteve Oy Ab. The purpose of these changes was to intensify efficiency.

#### **CORPORATE MANAGEMENT**

The Annual General Meeting of Finlines Plc was held on 13 March 2000. The Meeting re-elected L.J. Jouhki, who continued as the chairman of the Board, Jukka Härmälä, who continued as deputy chairman, Antti Lagerroos, Pertti Laine, Jouko K.

Leskinen and Thor Björn Lundqvist. Matti Kavetvuo, President and CEO of the Pohjola insurance group, was elected to the Board as a new member.

#### **AUTHORISATION TO RAISE THE SHARE CAPITAL**

The Meeting authorised the Board for one year from registration of the authorisation to raise one or several convertible loans and/or to issue share options and/or to raise the share capital in one or several installments such that at most 9,291,021 new shares of nominal value EUR 2 per share be offered for subscription when floating convertible bonds, when subscribing for shares according to the terms and conditions of the share options, and when issuing new shares. Based on this authorisation the share capital may be raised by at most EUR 18,582,042 to a total of EUR 60,000,000. Finnlines did not exercise this authorisation during 2000.

#### **ACQUISITIONS**

UPM-Kymmene Oyj, Metsä-Serla Oyj, Myllykoski Paper Oy and Oy Metsä-Botnia Ab - the owners of Oy Transfennica Ab - reached agreement with Finnlines Plc on 28 June 2000 on Finnlines' acquisition of Transfennica subject to the approval of the competition authorities. However, Finnlines was unable to accept the conditions stipulated by the Finnish Competition Authority and the agreement was cancelled on 15 December 2000.

#### **COURT OF ARBITRATION'S DECISION**

A court of arbitration issued its ruling on the matter of compensation concerning the capsizing of the MS Finn-Baltic pusher-barge. Finnlines' subsidiary FG-Shipping Oy Ab was required to pay compensation of FIM 28.9 million plus interest and costs to Rautaruukki Oyj's subsidiary Oy JIT-Trans. Finn-Baltic, one of the vessels managed by FG-

Shipping, capsized off Hanko in December 1990. Oy JIT-Trans sued FG-Shipping in a court of arbitration in August 1997. In 1997 Finnlines considered the claim to be unfounded and considers this ruling of the court of arbitration to be fundamentally wrong. Finnlines is considering taking the matter further.

#### **PROSPECTS IN 2001**

Although global economic growth is slowing down, growth in the euro-zone countries is likely to remain strong compared to the historical long-term growth rate in the region. Finnish exports are expected to grow at a slightly slower rate but will probably remain at a reasonable level of volume. Imports into Finland are forecast to grow more than exports due to the strong financial position of Finnish consumers. Finland's import figures also include traffic in transit to Russia, which is expected to increase positively now that the political situation in Russia has stabilised. The price of oil will probably stabilise at a lower level than last year and industrial relations in Finland will hopefully be more peaceful since more than 90% of the workforce including seamen and port and transport workers are covered by the new collective labour agreement, which remains in force until 31 January 2003.

Given the factors described above, Finnlines' net sales and profits are expected to develop positively in 2001.

## PROFIT AND LOSS ACCOUNTS

EUR 1 000	Note	Group		Parent company	
		2000	1999	2000	1999
Net sales	1	532 074	509 694	32 239	30 734
Share of associated companies' results		829	-117		
Other operating income	2	12 673	9 603	953	157
Materials and external services	3	7 558	12 728		
Personnel expenses	4	91 259	92 482	2 320	1 927
Depreciation and writedowns	5	44 441	42 707	15 629	15 837
Other operating expenses	6	346 558	314 713	5 064	1 947
Operating profit		55 760	56 550	10 179	11 180
Financial income and expenses	7	-14 164	10 777	-9 664	13 638
Profit before extraordinary items		41 596	67 327	515	24 818
Extraordinary items	8	-7 012		277	
Profit before appropriations and taxes		34 584	67 327	792	24 818
Group contribution				31 425	26 846
Appropriations				-2 618	-8 663
Income taxes	9	-8 710	-17 631	-8 101	-11 709
Minority interest		-332	-305		
Net profit for the year		25 542	49 391	21 498	31 292

## BALANCE SHEETS

EUR I 000	Note	Group		Parent company	
		2000	1999	2000	1999
<b>Assets</b>					
Fixed assets and other long-term investments	10				
Intangible assets		47 212	49 940	1 901	406
Tangible assets		618 708	665 351	278 851	277 151
Investments		10 096	9 950	250 925	263 799
		676 016	725 241	531 677	541 356
Current assets					
Stocks	11	3 234	3 717	1 088	
Long-term receivables	12	625	670	226	339
Short-term receivables	13	78 769	83 913	72 115	48 858
Investments in marketable securities		58 149	88 000	58 149	88 000
Cash and bank deposits		29 184	23 781	23 066	17 300
		169 961	200 081	154 644	154 498
		845 977	925 322	686 321	695 853
<b>Shareholders' equity and liabilities</b>					
Shareholders' equity	14				
Share capital		39 958	39 958	39 958	39 958
Share premium fund		53 731	53 731	53 731	53 731
Reserve fund		1 405	1 405		
Retained earnings		264 811	235 581	90 266	79 136
Net profit for the year		25 542	49 391	21 498	31 292
		385 447	380 066	205 454	204 117
Minority interest			1 324		1 324
Appropriations	15	1 503		207 016	186 753
Liabilities					
Deferred tax liability	16	68 729	68 813		
Long-term liabilities	17, 19				
Interest-bearing		299 604	376 099	186 509	218 478
Non-interest bearing		376	1 447	376	17
		299 980	377 547	186 885	218 495
Short-term liabilities	18, 19				
Interest-bearing		32 244	20 494	31 970	48 788
Non-interest bearing		58 074	77 078	54 996	37 700
		90 318	97 572	86 966	86 488
		845 977	925 322	686 321	695 853

## CASH FLOW STATEMENTS

EUR I 000	Note	Group		Parent company	
		2000	1999	2000	1999
<b>Cash flow from operating activities</b>					
Operating profit		55 760	56 550	10 179	11 180
Depreciation, amortisation and writedowns		44 441	42 707	15 629	15 837
Undistributed earnings in associated companies		-744	-665		
Divesting activities, net,		-10 990	-848	-933	-28
Other items		-7 012		31 426 <sup>1)</sup>	26 846 <sup>1)</sup>
		81 455	97 744	56 301	53 835
Change in net working capital					
Decrease (-)/increase (+) in accounts receivable and other short-term receivables		4 917	6 567	-6 315	1 159
Decrease (-)/increase (+) in stocks		483	-1 699		
Decrease (-)/increase (+) in short-term non-interest bearing liabilities		-19 697	-45 565	-1 463	-32 244
		-14 297	-40 697	-7 778	-31 085
<b>Cash flow from operating activities, total</b>					
Interest paid, net		-18 450	-12 991	-13 684	-12 285
Realised foreign exchange gains and losses		-699	18 736	-827	18 442
Income taxes paid		-8 101	-10 879	-8 101	-11 709
		-27 250	-5 134	-22 612	-5 552
<b>Net cash flow from operating activities</b>					
		39 908	51 913	25 911	17 198
Cash flow from investing activities					
Proceeds from sale of fixed assets		28 733	10 516	6 247	8 986
Investments in fixed assets		-12 814	-163 746	-1 878	-209
Increase in long-term investments		-145	-2 516		-2 948
Cash flow from investing activities		15 774	-155 746	4 369	5 829
<b>Cash flow before financing activities</b>					
		55 682	-103 833	30 280	23 027
Cash flow from financing activities					
Capital investments by minority shareholders, increase (+)/decrease (-)			735		
Payment of long-term liabilities		-65 089	-44 931	-41 623	-41 751
Increase in long-term liabilities			169 709		40 199
Dividends paid		-20 314	-33 604	-20 314	-33 604
Other financing activities		5 273	5 032	7 570	7 481
Net cash flow from financing activities		-80 130	96 941	-54 367	-27 675
<b>Change in liquid funds, increase (+)/decrease (-)</b>					
		-24 448	-6 892	-24 087	-4 648
Liquid funds 1 January <sup>2)</sup>		111 781	118 673	105 301	109 949
Liquid funds 31 December		87 333	111 781	81 214	105 301

1) Group contributions

2) Cash and bank deposits and marketable securities

## ACCOUNTING PRINCIPLES

The consolidated statements have been prepared in conformance with the Finnish Accounting Act and other regulations in force in Finland.

### CONSOLIDATION

The consolidated financial statements include the parent company Finnlines Plc as well as those companies in which Finnlines Plc directly or indirectly holds more than 50% of the voting rights.

The consolidated financial statements are prepared using the acquisition cost method.

The difference between the acquisition cost of a subsidiary and its shareholders' equity at the time of acquisition arising from the elimination of mutual shareholdings allocated to fixed assets at the time of acquisition to the extent that their fair value at that time exceeded the book value. Items allocated to fixed assets are depreciated according to plan for the underlying asset. The rest of the difference is entered as goodwill on consolidation, which is amortised over its estimated lifetime to a maximum of 20 years. Subsidiaries acquired during the year are consolidated from their date of acquisition.

Intra-group transactions, receivables, liabilities, internal margins and the internal distribution of profit are eliminated.

Minority interests are presented separately in the profit and loss account and in the balance sheet.

Associated companies (in which the Group holds 20-50% of the voting rights) are consolidated using the equity method. Accordingly, the Group's share of the associated companies' results and its share of other changes in shareholders' equity less the writeoff of goodwill on consolidation are entered in the profit and loss account and added to the value of the shares. Dividends received are then deducted from the balance sheet value of the shares.

### NET SALES

Net sales comprises sales income and exchange rate differences related to sales, less discounts and indirect sales taxes such as VAT.

### OTHER OPERATING INCOME

Other operating income includes profits on the sale of vessels and other fixed assets, as well as other regular income not directly related to the company's sales such as rents.

### MATERIALS AND EXTERNAL SERVICES

This item includes purchase of food and other supplies and the products sold on the vessels, as well as purchases of materials and supplies for port operations. Contrary to the previous year, bunker purchases and the change in bunker stocks are shown under other operating expenses. The figures for the previous year have been adjusted accordingly.

### FOREIGN CURRENCY ITEMS

Receivables and payables denominated in foreign currency are valued at the exchange rates prevailing on the balance sheet date. Exchange rate differences on accounts receivable are entered under net sales and exchange rate differences on accounts payable under other operating expenses. Exchange rate differences on financing operations are entered under financial items.

Translation differences arising from the translation of shareholders' equity of foreign subsidiaries during consolidation are entered under retained earnings. The profit and loss accounts of subsidiaries outside the EU are translated into euro using the average of the end-of-month exchange rates. Their balance sheets are translated into euro at the exchange rate prevailing on the balance sheet date. The translation difference between the profit and loss account and balance sheet is shown under retained earnings.

### DERIVATIVE FINANCIAL INSTRUMENTS

Finnlines hedges its exposure to foreign currency risks using derivative financial instruments such as forward foreign exchange and option contracts and currency swaps. The gains or losses arising

from these hedging transactions are entered under financial items.

The interest received or payable under derivative financial instruments used to hedge the company's exposure against interest rate risks is accrued over the duration of the contract and recorded as an adjustment to the interest income or expense of the designated asset or liability.

The Group also hedges against changes in fuel prices by including a bunker clause in its freight contracts and by using commodity derivative instruments. The gains or losses arising from the commodity derivative instruments used to hedge against fluctuations in fuel prices are entered in the accounts when the corresponding income or expense is recognised.

#### **FIXED ASSETS AND DEPRECIATION**

Fixed assets are capitalised to direct acquisition cost less depreciation and other deductions, plus any revaluations allowed by local accounting practice. Financial items falling due during ship construction have also been capitalised to the acquisition cost of the vessels.

Fixed assets subject to wear are depreciated according to plan based on the economic life span of the asset.

#### **The depreciation periods are:**

Goodwill on consolidation	5-20 years
Other long-term expenditure	5-10 years
Buildings	10-40 years
Constructions	5-10 years
Vessels and ship shares	30 years
Stevedoring machinery and equipment	5-15 years
Rolling stock	10-20 years
Other machinery and equipment	3-5 years.

Second-hand vessels are depreciated over their estimated economical service life.

#### **LEASING**

Leasing payments are recorded as expenses regardless of the form of leasing.

#### **STOCKS**

Ship stocks of fuel, lubricating oil, materials, provisions and sales items are entered under stocks.

Stocks are valued on a first-in, first-out basis at the lower of their direct acquisition cost or probable net realisable value.

#### **SHORT-TERM INVESTMENTS**

The portion of the Group's cash reserves invested in short-term marketable securities is entered under short-term investments in the balance sheet.

Marketable securities with a maturity of more than one year are carried at the lower of acquisition cost or their market value at the balance sheet date.

#### **PENSION COSTS**

Pension costs are charged to the profit and loss account according to the local practice in each country of operation. The entire unsecured pension liability is recorded as an expense and liability.

#### **EXTRAORDINARY ITEMS**

Extraordinary income and expenses are essential and non-recurring events unrelated to the company's regular business activities, such as income and expenses arising from the termination of operations.

#### **DEFERRED TAX LIABILITY**

The accumulated depreciation difference and other voluntary provisions in the consolidated accounts are divided between retained earnings and the deferred tax liability. From 1 January 1999 onward, the deferred tax liability also includes the effect of any deferred tax receivables arising from losses carried forward.

#### **PROVISIONS**

Expenses and losses that no longer accrue corresponding revenues in the foreseeable future and that the Group is committed or obliged to settle and whose monetary value can reasonably be assessed, are entered as expenses in the profit and loss account and included as a provision in the balance sheet.

## NOTES TO THE FINANCIAL STATEMENTS

EUR I 000	Note	Group 2000	Group 1999	Parent company 2000	Parent company 1999
<b>1. NET SALES</b>					
<b>By division</b>					
Shipping and Sea Transport Services		464 826	445 986	32 239	30 734
Port Operations		93 601	89 202		
Eliminations		-26 353	-25 494		
<b>Total</b>		<b>532 074</b>	<b>509 694</b>	<b>32 239</b>	<b>30 734</b>
Intragroup net sales				32 235	30 734
<b>2. OTHER OPERATING INCOME</b>					
Profits on sale of fixed assets <sup>1)</sup>		10 990	848	933	28
Rental income		574	1 099	4	4
Other <sup>2)</sup>		1 109	7 656	16	125
<b>Total</b>		<b>12 673</b>	<b>9 603</b>	<b>953</b>	<b>157</b>
1) In 2000 mainly from sale of ships					
2) In 1999 mainly the compensation on Finneagle/Finnclipper					
<b>3. MATERIALS AND EXTERNAL SERVICES</b>					
Purchases during period					
Purchases		7 758	13 047		
Change in stocks		-200	-319		
<b>Total</b>		<b>7 558</b>	<b>12 728</b>		
<b>4. PERSONNEL AND PERSONNEL EXPENSES</b>					
<b>Personnel</b>					
Average number of employees		1 937	2 055	23	20
Shipping and Sea Transport Services		1 036	1 158		
Port Operations		901	897		
The Group had 1 999 employees on 1 January and 1 731 on 31 December.					
The Parent Company had 625 employees after the merger on 31 December.					
<b>Personnel expenses</b>					
Salaries and fees		75 175	76 283	1 553	1 345
<b>Other personnel expenses</b>					
Pension costs		8 280	8 943	608	459
Other		7 804	7 256	159	123
<b>Total</b>		<b>91 259</b>	<b>92 482</b>	<b>2 320</b>	<b>1 927</b>
<b>Salaries and remunerations to</b>					
Presidents		1 196	1 180		
Board of Directors		99	99	99	99

EUR 1 000	Note	Group		Parent company	
		2000	1999	2000	1999
<b>5. DEPRECIATION AND WRITEDOWNS</b>					
Depreciation according to plan		44 441	42 707	15 629	15 837
<b>6. OTHER OPERATING EXPENSES</b>					
Bunker		66 603	34 468		
Change in bunker stock		683	-1 380		
		67 286	33 088		
Other		279 272	281 625	5 064	1 947
Total		346 558	314 713	5 064	1 947
<b>7. FINANCIAL INCOME AND EXPENSES</b>					
<b>Income from long-term investments</b>					
Dividends					
From Group companies				1 658	905
Other		46	1 775	20	1 758
Total		46	1 775	1 678	2 663
<b>Interest income</b>					
From Group companies				1 564	452
Other		4 739	3 741	4 452	4
Total		4 739	3 741	6 016	456
<b>Other interest and financial income</b>					
Interest income					
From Group companies					1 585
Other		476	277		3 432
Total		476	277		5 017
<b>Other financial income</b>					
From Group companies					
Other			61	15	
Total			61	15	
<b>Exchange rate differences</b>					
Gains		443	19 393	137	19 576
Losses		-1 142	-657	-964	-1 134
Total		-699	18 736	-827	18 442
<b>Interest and other financial expenses</b>					
Interest expenses					
From Group companies				-1 030	-979
Other		-18 450	-12 991	-12 655	-11 306
Total		-18 450	-12 991	-13 685	-12 285
<b>Other financial expenses</b>					
To Group companies (Writedown on long-term investments, writedown on Strömsby-Invest's loan)					
				-2 723	
Other		-277	-822	-138	-655
Total		-277	-822	-2 861	-655

EUR 1 000	Note	Group		Parent company	
		2000	1999	2000	1999
<b>Financial income and expenses, total</b>		-14 164	10 777	-9 664	13 638
<b>Interest income and expenses, total</b>					
Interest income		5 215	4 018	6 016	5 473
Interest expenses		-18 450	-12 991	-13 685	-12 285
<b>8. EXTRAORDINARY ITEMS</b>					
Extraordinary income (Group contribution)				31 426	
Profit on merger				277	
Extraordinary expenses (JIT-Trans)		-7 012			
Total		-7 012		31 703	
<b>9. TAXES</b>					
Taxes on operations		-10 743	-17 631	1 013	-3 924
Taxes on extraordinary items		2 033		-9 114	-7 785
Total		-8 710	-17 631	-8 101	-11 709
Taxes for the period		-8 690	-12 459	-7 997	-11 591
Taxes from previous periods		-104	1 580	-104	-118
Change in deferred tax liability		84	-6 752		
Total		-8 710	-17 631	-8 101	-11 709

**10. FIXED ASSETS AND OTHER LONG-TERM INVESTMENTS, Group**

<b>10.1 Intangible rights</b>	Goodwill	Other long-term expenditures	Total
Acquisition cost on 1 January 2000	60 055	10 217	70 272
Increases		1 001	1 001
Acquisition cost on 31 December 2000	60 055	11 218	71 273
Accumulated depreciation and writedowns on 1 January 2000	12 520	7 812	20 332
Depreciation in the period	2 743	986	3 729
Accumulated depreciation and writedowns	15 263	8 998	24 061
Balance sheet total on 31 December 2000	44 792	2 420	47 212

**10.2 Tangible assets**

	Land and water	Buildings and structures	Vessels	Ship shares	Machinery and equipment	Advance payments and purchases in progress	Total
Acquisition cost on 1 January 2000	8 410	33 537	716 348	161	98 456	790	857 702
Increases		324	6 886		3 889	714	11 813
Decreases		-1 332	-26 465		-7 214		-35 011
Transfers between categories			1 493			-1 493	
Acquisition cost on 31 December 2000	8 410	32 529	698 262	161	95 131	11	834 504
Accumulated depreciation and writedowns on 1 January 2000		11 878	132 373	63	48 037		192 351
Accumulated depreciation on decreases		-1 332	-9 776		-6 160		-17 268
Depreciation in the period		1 777	29 347	8	9 580		40 712
Accumulated depreciation and writedowns		12 323	151 944	71	51 457		215 795
Accumulated depreciation on decreases		-1 332	-9 776		-6 160		
Depreciation in the period		1 777	29 347	8	9 580		
Accumulated depreciation and writedowns on 31 December 2000		12 323	151 944	71	51 457		
Balance sheet total on 31 December 2000	8 410	20 206	546 318 <sup>1)</sup>	90	43 674	11	618 709

<b>10.3 Other long-term investments</b>	Shares in associated companies	Other shares and holdings	Total
Acquisition cost on 1 January 2000	2 933	7 018	9 951
Increases	140	5	145
Acquisition cost on 31 December 2000	3 073	7 023	10 096
Balance sheet total on 31 December 2000	3 073	7 023	10 096

1) Capitalized interest 13.6 MEUR

## 10. FIXED ASSETS AND OTHER LONG-TERM INVESTMENTS, Parent Company

### 10.1 Intangible rights

	Other long-term expenditures	Total
Acquisition cost on 1 January 2000	1 993	1 993
Acquisition cost on merged companies on 1 January 2000	3 122	3 122
Increases	16	16
Increases due to mergers	741	741
Acquisition cost on 31 December 2000	5 872	5 872
Accumulated depreciation on 1 January 2000	1 587	1 587
Accumulated depreciation from merged companies on 1 January 2000	1 609	1 609
Depreciation in the period	94	94
Depreciation in the period in merged companies	681	681
Accumulated depreciation on 31 December 2000	3 971	3 971
Balance sheet total on 31 December 2000	1 901	1 901

### 10.2 Tangible assets

	Buildings and structures	Vessels and ship shares	Advance payments and purchases in progress	Machinery	Total
Acquisition cost on 1 January 2000		331 570		13 842	345 412
Acquisition cost on merged companies on 1 January 2000	4 770	49 666	790	5 867	61 093
Increases		1 679		198	1 877
Increases due to mergers	24	397	703	432	1 556
Decreases		-5 254		-28	-5 282
Decreases from merged companies		-16 265		-582	-16 847
Transfer between categories in merged companies		-1 493	-1 493		
Acquisition cost on 31 December 2000	4 794	363 286		19 729	387 809
Accumulated depreciation on 1 January 2000		63 180		5 081	68 261
Accumulated depreciation on merged companies on 1 January 2000	1 023	28 083		3 647	32 753
Accumulated depreciations from decreases in merged companies		-9 776		-302	-10 078
Depreciation in the period		14 532		1 003	15 535
Depreciation in the period in merged companies	310	1 437		741	2 488
Accumulated depreciation 31 December 2000	1 333	97 456		10 170	108 959
Balance sheet total on 31 December 2000	3 461	265 830 <sup>1)</sup>		9 559	278 850

1) Capitalized interest 13.6 MEUR

### 10.3 Other long-term investments

	Shares in Group companies	Shares in associated companies	Other shares and holdings	Shares in associated companies	Total
Acquisition cost on 1 January 2000	257 420		6 378		263 798
Acquisition cost on shares of merged companies	-18 501				-18 501
Acquisition cost on 1 January 2000	4 064	949	290	336	5 639
Increases	1				1
Decreases	-12				-12
Balance sheet total on 31 December 2000	242 971	950	6 668	336	250 925

	Group		Parent company	
	2000	1999	2000	1999
<b>II. STOCKS</b>				
Bunker	1 931	2 614		
Other	1 303	1 103		
Stock from merged companies			1 089	
	3 234	3 717	1 089	
<b>12. LONG-TERM RECEIVABLES</b>				
Trader debts				
Loan receivables	399	331		
Prepaid expenses and accrued income <sup>1)</sup>	226	339	226	339
	625	670	226	339
Includes the emission loss of 1999 bond loan.				
<b>13. CURRENT RECEIVABLES</b>				
Accounts receivable	49 917	55 516		
Accounts receivable from merged companies			6 727	
Group receivables				
Loan receivables			50 444	45 256
Receivables and loans between merged companies			-12 511	
Other receivables				187
Other receivables from merged companies			12 275	
Prepaid expenses and accrued income				354
			50 208	45 797
Receivables from associated companies			8	
Loan receivables	44	83		
Other receivables <sup>1)</sup>	12 949	17 131	433	6
Other receivables from merged companies			1 174	
Prepaid expenses and accrued income	15 859	11 183	1 347	3 055
Prepaid expenses and accrued income from merged companies			12 218	
	28 852	28 397	15 180	3 061
	78 769	83 913	72 115	48 858

1) Includes taxes for 1989 to 1993 based on a tax review of Group companies registered on the Cayman Islands. The Supreme Administrative Court has returned the matter to the tax authorities.

	Group		Parent company	
	2000	1999	2000	1999
<b>14. SHAREHOLDERS' EQUITY</b>				
Shareholders' equity on 1 January	39 958	33 602	39 958	33 602
Share issues		6 356		6 356
Shareholders' equity on 31 December	39 958	39 958	39 958	39 958
Share premium fund on 1 January	53 731	60 087	53 731	60 087
Share issues		-6 356		-6 356
Share premium fund on 31 December	53 731	53 731	53 731	53 731
Reserve fund on 1 January	1 405	1 405		
Reserve fund on 31 December	1 405	1 405		
Retained earnings on 1 January	284 972	269 184	110 428	112 739
Dividend distribution	-20 161	-33 603	-20 161	-33 602
Net profit for the financial year	25 542	49 391	21 498	31 291
Retained earnings on 31 December	290 353	284 972	111 765	110 428
	385 447	380 066	205 454	204 117
Calculation of distributable funds				
Retained earnings on 31 December	290 353	284 972		
Accumulated shareholders' equity of appropriations	-159 783	-159 989		
Group's distributable funds on 31 December	130 570	124 983		
<b>15. APPROPRIATIONS</b>				
Accumulated depreciation difference			207 016	186 752
<b>16. DEFERRED TAX LIABILITY</b>				
Change in deferred tax liability				
Appropriations	-84	1 980		
Increase of tax rate		2 603		
From accruals		2 169		
	-84	6 752		
Deferred tax liability				
Appropriations	66 560	66 644		
From accruals	2 169	2 169		
	68 729	68 813		
<b>17. LONG-TERM LIABILITIES</b>				
Bonds	68 637	68 637	68 637	68 638
Loans from financial institutions	226 000	298 761	113 171	143 613
Pension loans	4 967	8 035	4 700	6 228
Loans from Group companies	376	2 113		17
Loans from associated companies				
Other long-term debt				
Other long-term debt from merged companies			376	
Total	299 980	377 547	186 884	218 496
of which interest-bearing	299 604	376 099	186 509	218 479

	Group		Parent company	
	2000	1999	2000	1999
Maturity of long-term loans				
Year				
2001	43 627		31 987	
2002	38 597		26 956	
2003	69 171		57 530	
2004	67 888		56 299	
2005	30 042		18 402	
2006 and later	81 107		27 321	
Total	330 432		218 495	
Long-term loans due after five years				
Loans from financial institutions	81 107	110 086	27 321	44 666
Pension loans		1 058		1 057
	81 107	111 144	27 321	45 723
<b>18. SHORT-TERM LIABILITIES</b>				
Bonds		16 819		16 819
Loans from financial institutions	30 678	2 275	30 442	30 442
Pension loans	1 528		1 528	1 528
Advances received	25 550	31 857		71
Accounts payable and agent accounts from merged companies			1 933	
Debts to Group companies				
Accounts payable				6
Other debts			39 528	32 234
Receivables and loans between merged companies			-3 045	
Loans from merged companies			174	
			36 657	32 240
Debts to associated companies from merged companies			1	
Other short-term debt	9 888	17 432	98	362
Other short-term debt from merged companies			4 297	
Accrued expenses and prepaid income	22 674	29 199	3 318	5 026
Receivables and debts between merged companies			-27	
Accrued expenses and prepaid income from merged companies			8 719	
Total	90 318	97 572	86 966	86 488
of which interest-bearing	32 244	20 494	31 970	48 789

**19. FIXED RATE NOTES AND BONDS WITH WARRANTS**

Currency	Principal	Loan period	Interest	Type
1000 FIM	200 000	16.6.98-16.6.2003	5,00%	Bullet, unsecured
1000 EUR	35 000	15.6.99-15.6.2004	4,00%	Bullet, unsecured
1000 FIM	100 <sup>1)</sup>	3.3.97-3.3.2001	interest-free	Bullet, management bond

1) Each bond with a nominal value of FIM 100 contains one warrant entitling the holder to subscribe for 500 Finnlines shares of nominal value EUR 2 at a subscription price of EUR 22.77

	Group				Parent company			
	2000		1999		2000		1999	
<b>PLEDGES AND OTHER CONTINGENT LIABILITIES</b>								
Pledges and commitments given on own account	Debt	Value of collateral	Debt	Value of collateral	Debt	Value of collateral	Debt	Value of collateral
Ship mortgages								
Loans from fin. institutions	211 222	346 724	248 005	342 603	99 230	202 223	122 333	193 345
	211 222	346 724	248 005	342 603	99 230	202 223	122 333	193 345
Pledges given to cover other own commitments								
Pledges	2 257	2 257	1 314	1 314				
Mortgages	7 439	7 439	8 328	8 328	7 439	7 439	8 328	8 328
	9 696	9 696	9 643	9 643	7 439	7 439	8 328	8 328
Pledges given on behalf of others								
Mortgages	191	191	201	201				
	191	191	201	201				
Pledges, total	221 109	356 611	257 848	352 447	106 669	209 662	130 661	201 673
Other contingent liabilities	Debt	Value of collateral	Debt	Value of collateral	Debt	Value of collateral	Debt	Value of collateral
Other own liabilities								
Pension liability								
Others <sup>1)</sup>		7 000		5 659		5 659		
		7 000		5 659		5 659		
Other leasing liabilities								
Due in following financial year		1 640		786		786		
Due in later years		422		130		130		
		2 062		916		916		
Leasing liabilities, total		2 062		916		916		
Other commitments, total		9 062		6 575		6 575		
Derivative instruments	Contract value		Market value					
Interest and currency swap contracts	5 183		5 183					

1) Includes taxes for 1989 to 1993 based on a tax review of Group companies registered on the Cayman Islands. The Supreme Administrative Court has returned the matter to the tax authorities.

## GROUP SHARES AND HOLDINGS

Subsidiaries	Domicile	Group holding, %	Parent company holding, %
<b>Domestic</b>			
Oy Finnlink Ab	Naantali	100	100
Finnfellows Oy Ltd	Helsinki	100	100
Finnsteve Oy Ab	Helsinki	100	100
Strömsby-Invest Oy Ab	Kirkkonummi	100	80
Optar Oy	Helsinki	100	100
Metropolitan Port Oy Ab	Kirkkonummi	100	100
Oy Intercarriers Ltd	Helsinki	51	100
Kantvikin Satama Oy	Kirkkonummi	100	39,5
Railship Oy Ab	Helsinki	100	100
Finncare Oy	Helsinki	100	100
North Wind Oy	Helsinki	100	100
Kiinteistö Oy Levin-Tuvat	Kittilä	100	
<b>Foreign</b>			
Finnlines Deutschland AG	Germany	100	100
FG-Finance S.A.H.	Luxembourg	100	100
Railship AG	Switzerland	100	100
FCRS-Shipping Ltd	Cayman-islands	100	10
FG-Waggon Limited	Cayman-islands	100	100
Finnmanagement Ltd	Cayman-islands	100	100
Fennia Shipping Ltd	Cayman-islands	100	100
Finnlines (Cyprus) Ltd	Cyprus	100	100
Railship GmbH & Co. KG	Germany	100	
Verwaltungsgesellschaft Railship GmbH	Germany	100	
Partnerreederei MS Railship III	Germany	100	
Finncarriers GmbH	Germany	100	
FG-Shipping GmbH	Germany	100	
Finnlines GmbH	Germany	100	
Deutsch-Russische Transport & Beteiligungsgesellschaft mbH	Germany	100	
Finncarriers (UK) Limited	Great Britain	100	100
Finncarriers Limited	Great Britain	100	100
Finncarriers AB	Sweden	100	
AB Finnlines Ltd	Sweden	100	
Finnlink AB	Sweden	100	100
AB Finnlines Ltd	Sweden	100	
Finncarriers A/S	Norway	100	100
Norsteve Filipstad A/S	Norway	100	
Norsteve Drammen A/S	Norway	100	
Norbalt N.V.	Belgium	100	
Finnlines Belgium N.V.	Belgium	100	50
Finnwest N.V.	Belgium	66,7	33,3
Finnlines Holland B.V.	Holland	100	100
Finnlines Limited	Great Britain	100	100
Finnlines UK Limited	Great Britain	100	100

## GROUP SHARES AND HOLDINGS CONTINUES

<b>Associated companies</b>	Domicile	Group holding, %	Parent company holding, %
<b>Domestic</b>			
North Euroway Oy	Kouvola	50	50
Simonaukion Pysäköinti Oy	Helsinki	50	50
<b>Foreign</b>			
Verwaltungsgesellschaft Team Lines GmbH	Germany	31,8	
Team Lines GmbH & Co. KG	Germany	31,8	
Finanglia Ferries Ltd	Great Britain	50	50
Transbaltic Schifffahrt GmbH	Germany	50	
Poseidon Frachtkontor Junge Sp.z.o.o.	Poland	50	
MS "Pinta" Interscan GmbH & Co.	Germany	21,05	
MS "Patriot" Interscan GmbH & Co.	Germany	21,5	
RosEuroTrans	Russia	50	
<b>Other shares and holdings</b>			
<b>Domestic</b>			
Steveco Oy	Hamina	19,1	19,1
Elisa Communications Oyj	Helsinki		
Helsinki Exchanges Group	Helsinki		
As Oy Tehtaankatu 10	Helsinki		
As Oy Munkkiniemi	Helsinki		
OKR-Liikkeeseenlaskijat Osuuskunta	Helsinki		
Turun Terminaali Oy Ab	Turku	7,7	7,7
Turun Vapaavarasto	Turku		
Other companies (23)			
<b>Foreign</b>			
Other companies (4)			

## KEY INDICATORS AND CALCULATION OF KEY RATIOS

Million euro	2000	1999	1998	1997	1996
Net sales	532.1	509.7	578.8	414.6	369.2
Associated companies	0.8	-0.1	-0.1	8.7	-0.3
Other operating income	12.7	9.6	79.9	1.7	20.2
Operating profit	55.8	56.5	159.8	76.5	74.7
% of net sales	10.5	11.1	27.6	18.4	20.2
Profit before extraordinary items	41.6	67.3	151.8	71.3	67.9
% of net sales	7.8	13.2	26.2	17.2	18.4
Profit before provisions and taxes	34.6	67.3	151.8	71.3	67.4
% of net sales	6.5	13.2	26.2	17.2	18.3
Profit for the year	25.5	49.4	105.0	58.3	46.9
% of net sales	4.8	9.7	18.1	14.1	12.7
Total investments as per funds statement	12.8	163.8	259.3	131.6	87.4
% of net sales	2.4	32.1	44.8	31.7	23.7
Return on equity, (ROE),%	8.0	13.3	33.3	24.3	23.8
Return on investment, (ROI),%	8.2	11.5	29.1	17.0	19.1
Total assets	846.0	925.3	816.1	660.0	542.2
Equity ratio, %	45.7	41.2	44.7	40.5	39.9
Equity ratio, adjusted for the market value of the vessels, %	48.7	44.0	44.7	45.3	41.9
Gearing, %	63.2	74.9	40.6	77.4	65.8
Average number of employees during the year	1 937	2 055	1 992	1 628	1 550

Million euro	2000	1999	1998	1997	1996
Earnings per share (EPS)	1.53	2.47	5.34	3.04	2.46
Earnings per share without change in deferred tax liability	1.52	2.81	5.87	3.48	3.06
Earnings per share less warrant bond dilution	1.49	2.40			
Shareholders' equity per share	19.29	19.02	18.23	13.64	11.21
Dividend per share	1.18	1.01	1.68	0.84	0.67
Payout ratio, %	77.1	40.8	31.5	27.7	27.3
Effective dividend yield, %	6.5	3.3	4.6	2.3	3.5
Price/earnings ratio (P/E)	11.8	12.5	6.9	12.0	7.7
Share price on the stock exchange at the year end	18.0	31	36.66	36.50	19.00
Market capitalisation at the year end	359.6	619.3	732.5	711.7	364.3
Adjusted average number of shares	19 979 000	19 657 000	19 200 000	19 169 000	19 169 000
Adjusted number of share on 31 December	19 979 000	19 979 000	19 499 000	19 169 000	19 169 000

Return on equity (ROE),% =	$\frac{\text{Profit before extraordinary items + taxes for the financial year} - \text{change in deferred tax liability}}{\text{Shareholders' equity + minority interests (average)}} \times 100$
Return on investment (ROI),%	$\frac{\text{Profit before extraordinary items + interest expenses + other expenses under liabilities}}{\text{Balance sheet total - interest-free loans (average)}} \times 100$
Equity ratio,%	$\frac{\text{Shareholders' equity + minority interests}}{\text{Balance sheet total - advances received}} \times 100$
Gearing,% =	$\frac{\text{Interest-bearing net debt - cash and bank deposits}}{\text{Shareholders' equity + minority interest}} \times 100$
Earnings per share (EPS)=	$\frac{\text{Profit before extraordinary items +/- minority interests in Group profit +/- change in deferred tax liability - taxes for the financial year, from which the effect of extraordinary income and charges has been eliminated}}{\text{Average number of shares adjusted by share issue}} \times 100$
Shareholders' equity per share =	$\frac{\text{Shareholders' equity}}{\text{Number of shares at 31 December adjusted for share issue}} \times 100$
Dividend per share =	$\frac{\text{Dividend paid for the year}}{\text{Number of shares on balance sheet date}} \times 100$
Payout ratio,%=	$\frac{\text{Dividend paid for the year}}{\text{Profit before extraordinary items +/- minority interests of Group profit +/- change in deferred tax liability - taxes for the financial year, from which the effect of extraordinary income and charges has been eliminated}} \times 100$
Effective dividend yield,% =	$\frac{\text{Dividend per share}}{\text{Share price quoted on stock exchange at 31 December adjusted for share issue}} \times 100$
Price /earnings ratio (P/E) =	$\frac{\text{Share price quoted on stock exchange at 31 December}}{\text{Earnings per share}} \times 100$

## PROPOSAL OF THE BOARD OF DIRECTORS

According to the consolidated balance sheet on 31 December 2000:	EUR
Profit from previous years	264 811 000.00
Profit from the financial year	25 542 000.00
Non-restricted equity, total	290 353 000.00
of which distributable	130 570 000.00
According to the Parent Company's balance sheet on 31 December 2000	
Profit from previous years	90 266 766.02
Profit from the financial year	21 498 172.16
Non-restricted equity, total	111 764 938.18

The Board of Directors proposes that a dividend of FIM 7.00, EUR 1.18, on each of the 19 978 979 shares, i.e. total of FIM 139 852 853.00, i.e. EUR 23 521 561.36, be paid out of the distributable funds.

Helsinki, 13 February 2000

L.J. Jouhki

Jukka Härmälä

Antti Lagerroos

Jouko K. Leskinen

Matti Kavetvuo

Pertti Laine

Thor Björn Lundqvist

Antti Lagerroos  
President and CEO

## AUDITORS' REPORT

We have audited the accounting records, the financial statements and administration of Finnlines Plc for the period of 1 Jan - 31 Dec, 2000. The financial statements, which have been prepared by the Board of Directors and the Chief Executive Officer, contain the Board's report, and the consolidated and parent company profit and loss accounts, balance sheets and notes to the financial statements. Based on our audit we express our opinion on these financial statements and on corporate governance.

We have conducted our audit in accordance with generally accepted auditing standards in Finland. These standards require that we conduct a sufficient examination of the annual accounts as well as the accounting principles, disclosures and presentation of the financial statements, to obtain reasonable assurance that the financial statements are free of material misstatement. The purpose of our audit of the corporate governance is to estab-

lish that the Board of Directors and Chief Executive Officer have complied with the rules of the Finnish Companies Act.

In our opinion the financial statements have been prepared in accordance with the Finnish accounting Act and other rules and regulations governing the preparation of financial statements in Finland. The financial statements give a true and fair view, as defined in the Accounting Act, of both the consolidated and parent company's result of operations and financial position. The financial statements, including the consolidated statements, may be adopted, and the members of the Board of Directors and the Chief Executive Officer may be discharged from liability for the financial period audited by us. The proposal of the Board of Directors concerning the disposition of the non-restricted shareholders' equity is in compliance with the Finnish Companies Act.

Helsinki, 13 February 2001

SVH PriceWaterhouse Coopers Oy  
Authorised Public Accountants  
Henrik Sormunen  
Authorised Public Accountant

## THE FINNLINES SHARE

### SHARE CAPITAL AND SHARES

The Finnlines share was listed on the Helsinki Exchanges in 1990. The company has one share series. Each share carries one vote at general shareholder meetings and identical dividend rights. The shares have a nominal value of EUR 2 per share.

Finnlines' share capital is minimum EUR 15,000,000 and maximum EUR 60,000,000. Within these limits the share capital may be raised or lowered without amending the Articles of Association. The company's paid up and registered share capital on 31 December 2000 totalled EUR 39,957,958. The company had 19,978,979 shares outstanding at the end of the period.

### DIVIDEND POLICY

The dividend policy of the Board of Directors has in recent years been to propose a dividend to the Annual General Meeting in line with the company's profit performance and future prospects. The dividends paid in the past five years have totalled approximately 30% of annual net profit. In 2000 the Board proposes that a dividend of EUR 1.18 per share, i.e. 7.71% of the net profit, be distributed.

### SHARE PRICES AND TRADING IN 2000

Finnlines' market capitalization on 31 December 2000 was EUR 360 million (one year earlier: EUR 619 million). The highest quoted price of the Finnlines share during the year was EUR 38.80 and the lowest was EUR 16.45. Altogether 5.7 million Finnlines shares were traded during the year.

### BONDS WITH WARRANTS AND SHARE OPTIONS

Finnlines has one bond with warrants issued to Group management and one share option scheme for the Group's management.

The bond with warrants was launched in 1997. It totals FIM 100,000 and the loan period is four years, from 3 March 1997 to 3 March 2001. Each

bond with a nominal value of FIM 100 carries one warrant entitling the holder to subscribe for 500 Finnlines shares of nominal value EUR 2 per share for a subscription price of EUR 22.77 per share. The shares may be subscribed annually from 2 January to 30 November and no later than 3 March 2001. By the end of 2000 370,000 shares had been subscribed based on this bond. Based on the unexercised warrants of this bond the number of shares may increase by at most 130,000 and the share capital by at most EUR 260,000.

In 1999 the company offered 600,000 share options to Group management, entitling them to subscribe for at most 600,000 Finnlines shares of nominal value EUR 2 per share. Each share option entitles the holder to subscribe for one share. Based on these subscriptions the company's share capital may increase by at most EUR 1,200,000. The shares may be subscribed and the options may be exercised from 22 March 2001. The shares may be subscribed annually between 2 January and 30 November, ending on 22 March 2004. The subscription price of the shares is EUR 38.68, which will be reduced by the amount of annual dividend per share. The shares carry dividend rights from the date of subscription. The other rights carried by the shares will come into force upon registration of the increase in share capital.

### INSIDERS

Finnlines Plc's insider guidelines comply with Finnish legislation and the insider guidelines of the Helsinki Exchanges published on 28 October 1999 and introduced on 1 March 2000. The company has its own insider guidelines based on the guidelines formulated by the Helsinki Exchanges.

## PRINCIPAL SHAREHOLDERS ON 31 DECEMBER 2000

	Number	% of shares/votes
Veikko Laine Oy	2 135 936	10.69
Thominvest Group	2 001 980	10.02
Sampo Group	1 490 000	7.46
Pension Insurance Company Ilmarinen	1 384 100	6.93
Stora Enso Oyj	1 104 670	5.53
Pohjola Group	1 040 200	5.21
Varma-Sampo Mutual Pension Insurance Company	951 900	4.76
Dreadnought Finance Oy	545 320	2.73
The Local Government Pensions Institution	479 520	2.40
Thomproperties Oy	351 339	1.76
Foreign and nominee registered	2 404 431	12.03
Other	6 089 583	30.48
Total	19 978 979	100.00
Group Management holding	85 430	0.43

## OWNERSHIP STRUCTURE ON 31 DECEMBER 2000

	% of shares	% of shares
Private companies	9.5	35.4
Financial and insurance companies	1.9	34.0
Public entities	1.6	18.0
Non-profit associations	5.6	5.4
Households	80.2	6.4
Foreign	1.0	0.6
Total	100.0	100.0

## DISTRIBUTION OF OWNERSHIP ON 31 DECEMBER 2000

No. of shares	Shareholders		Shares/votes	
	No.	%	No.	%
1-100	1 165	36.7	73 913	0.4
101-1.000	1 488	46.9	613 808	3.1
1.001-10.000	420	13.2	1 301 919	6.5
10.001-100.000	77	2.4	2 376 767	11.9
100.001-1.000.000	20	0.6	7 079 231	35.4
1.000.001-	5	0.2	8 531 499	42.7
Not transferred to book-entry accounts			1 842	0.0
Total	3 175	100.0	19 978 979	100.0

## CORPORATE GOVERNANCE

The administration of Finnlines Group complies with the provisions of the Finnish Companies Act and other applicable legislation. The principles outlined below are only supplementary to the provisions of the laws in force.

### BOARD OF DIRECTORS

The Board of Directors of Finnlines Plc is elected by the Annual General Meeting, which is held no later than the end of June, as required by the Finnish Companies Act. The Board members are elected for one year at a time, their terms of office expiring at the end of the Annual General Meeting following their election. The Board comprises at least five (5) and at most eleven (11) members. The Board currently has seven (7) members. The Board appoints a chairman and deputy chairman from among its members. There is no particular distribution of duties and responsibilities between the chairman of the Board and its members. The President and CEO of the company is also a member of the Board of Directors. With the exception of the President and CEO, the members of the Board are all non-executives.

The tasks of the Board of Directors are based on the provisions of the Finnish Companies Act and other relevant legislation. The Company's supreme decision-making body is the general meeting of shareholders. According to the Companies Act only a general meeting of shareholders has the authority to resolve on certain important matters such as amendments to the Articles of Association, approval of the financial statements, decisions on the amount of dividend to be paid, and the appointment of members of the Board of Directors and the Company's auditors. The Board of Directors has joint authority in all matters concerning the Company that are not stipulated by law or the Articles of Association as having to be decided or implemented by other bodies. The main responsibility of the Board of Directors is the administration of the Company and the appropriate organisation of its operations. The Board acts in the interests of the Company in all circumstances.

### The main tasks of the Board of Directors are to:

- Endorse the Group's business strategies
- Approve action plans and goals and monitor their execution
- Approve the total amount of Group investments, and to decide on large and strategically important investments, corporate acquisitions and the divestment of assets
- Define the Company's dividend policy and propose to the Annual General Meeting the amount of annual dividend to be paid by the company
- Endorse the main framework of the Group's organisational structure
- Appoint the President and CEO and determine his remuneration
- Deal with issues related to risk management and internal auditing.

The Annual General Meeting decides on the fees payable to the members of the Board of Directors. In 2000 the Board members were paid the following retainers: Chairman FIM 100,000 p.a., deputy chairman FIM 90,000 p.a., and other members FIM 80,000 p.a. The Board convened 8 times during 2000.

### ORGANISATION OF BUSINESS OPERATIONS AND RESPONSIBILITIES

The task of the President and CEO is to manage and monitor the Company's business operations in accordance with the guidelines and stipulations of the Board of Directors. The President and CEO is assisted in this task by the Company's Corporate Administration and the Corporate Management Committee, which meets once a week. The Group has two business units: Shipping and Sea Transport Services, and Port Operations. These are responsible for their own business operations, profits and working capital. Responsibility for the Group's investment assets, fixed assets and investments lies with Corporate Administration. The Corporate Information Technology unit is responsible for the Group's information technology.

## **ACCOUNTING & PERSONNEL ADMINISTRATION**

Responsibility for the Group's internal and external accounting lies with the Financial Control and Administration unit, to which the accounting departments of the business units report. This unit defines common accounting principles for the Group and it prepares the consolidated financial statements and financial information released by the Group. Each legal entity in the Group produces its own information under the supervision of the Group's Financial Control Unit and in compliance with the Group's guidelines and local legislation. The Group's personnel administration is centrally managed by the Financial Control and Administration unit, which is also responsible for the Group's human resources policy and general control.

## **FINANCING AND FINANCIAL RISK MANAGEMENT**

The Group's financing activities are centralised in the Corporate Finance unit. External long-term loans are submitted to the Board of Directors for approval. Short-term liquidity is managed by the Corporate Finance Unit, which controls the cash reserves of the Group's subsidiaries. Intra-group payments are netted. The parent company finances the subsidiaries using Group loans.

Financial risk management is centralised in the Corporate Finance unit, which hedges the Group's risk exposures in accordance with the financing policy approved by the Board of Directors. The purpose of centralisation is to achieve efficient risk management, cost savings and optimised cash flows. The net positions of the Group's foreign exchange exposure are reviewed by currency for 12 months budgeting period. The Group aims to maintain adequate liquidity in all circumstances. Its investments in money market assets are short-term and are only made with counterparties with a high credit rating. Derivative contracts are made only with financially solid banks and credit institutions.

## **AUDIT**

The Company has one auditor and one deputy auditor. The auditor's term of office is the Company's financial year. The auditor and deputy auditor must be auditors or auditing associations authorized by the Central Chamber of Commerce. The Annual General Meeting appointed SVH Pricewaterhouse Coopers Oy as the Company's external auditors for 2000; the responsible auditor is Henrik Sormunen APA and the deputy auditor is Anneli Lindroos APA. In addition to their statutory responsibilities, the auditors also report to the Group's top management on any observations they make during their audits.

## **OTHER RISK MANAGEMENT**

The Group's Risk Management aims to identify any indemnity risks associated with the Company's operation, assets and personnel and to minimise the amount of indemnity. Risks associated with the Company's fixed assets and interruption of operations are the responsibility of the Corporate Legal Matters and Insurance unit. Most of the Group's invested capital consists of its fleet. The fleet is always insured at full value. Its operation could be interrupted by haverages and engine damage, which are covered by loss of earnings insurance policies. In other respects Risk Management is decentralised in the Group's business units. These are assisted by the Group's Legal Matters and Insurance unit, which is responsible for management and co-ordination of the Group's insurance policies. The financial position and credit-worthiness of Finnliness customers are monitored continuously to minimise the amount of customer credit losses.

Information systems play a vital role in the Group's operations. Responsibility for the entire Group's information systems and information management is centralised in the Corporate Information Technology and Research and Development unit. The functionality of the Group's information systems are safeguarded by extensive and comprehensive security programs. The newest technology and methods are employed in order to take advantage of the most advanced technological developments.

## BOARD OF DIRECTORS



**JOUKO K. LESKINEN**

LLM  
Member of the Board  
since 1993

**JUKKA HÄRMÄLÄ**

Deputy Chairman  
President and CEO  
Stora Enso Oyj  
Member of the Board since 1989

**PERTTI LAINE**

President  
Veikko Laine Oy  
Member of the Board  
since 1994

**ANTTI LAGERROOS**

President and CEO  
Finnlines Plc  
Member of the Board  
since 1999

**MATTI KAVETVUO**

President  
Pohjola insurance group  
Member of the Board  
since 2000

**THOR BJÖRN LUNDQVIST**

Master of Science (Econ.)  
Member of the Board  
since 1992

**L.J. JOUHKI**

Chairman  
Chairman of Thominvest Oy  
Member of the Board  
since 1989

## GROUP MANAGEMENT



**ANTTI LAGERROOS**  
President and CEO  
Finnlines Plc

**ASSER AHLESKOG**  
President  
Finnlines Cargo Services



**SEIJA TURUNEN**  
Senior Vice President  
and CFO  
Corporate Finance and  
Communications

**HANS MARTIN**  
President  
Finnsteve Oy Ab



**CHRISTER ANTSON**  
Senior Vice President  
and Chief Controller  
Corporate Financial  
Control and  
Administration

**CHRISTER BACKMAN**  
President  
Oy Finnlink Ab



**LARS TRYGG**  
Senior Vice President  
and Legal Counsel  
Corporate Legal  
Matters and Insurance

**ESKO MUSTAMÄKI**  
Vice President  
Ship Management  
and Safety



**KARI SAVOLAINEN**  
Senior Vice President  
Corporate Information  
Technology & Research  
and Development

**GUNTHER RANKE**  
President  
Finnlines Deutschland AG



### AUDITORS

#### Regular auditor

SVH Pricewaterhouse Coopers Oy  
Authorised Public Accountants  
Principal Auditor  
Henrik Sormunen, MSc (Econ.),  
Authorised Public Accountant

#### Deputy Auditor

Anneli Lindroos  
MSc (Econ.),  
Authorised Public Accountant

## THE FINNLINES FLEET AT 1 JANUARY 2001

		Gross tonnage/ Lane metres	Year of delivery
	<b>ANTARES</b>	19,963/2,090	1988
	<b>FINNSAILOR*</b>	20,783/1,350	1987
	<b>ASTREA*</b>	9,528/827	1991
	<b>FINNCLIPPER*</b> <b>FINNEAGLE*</b>	29,841/2,450 29,841/2,450	1999 1999
	<b>AMBER</b> <b>FINNBEAVER</b> <b>FINNOAK</b>	6,620/1,278 5,972/1,016 7,850/1,590	1991 1991 1991/98
	<b>FINNSEAL</b>	7,395/1,212	1991
	<b>AURORA</b> <b>BALTIC EIDER</b> <b>FINNMERCHANT*</b> <b>OIHONNA*</b> <b>TRANSBALTICA*</b>	20,391/2,170 20,865/2,170 21,195/2,170 20,203/2,170 21,224/2,170	1982 1989 1982 1984 1990
	<b>FINNARROW*</b>	25,996/2,400	1996
	<b>FINNBIRCH</b> <b>FINNFOREST</b>	14,059/2,100 15,525/2,100	1978 1978
	<b>FINNKRAFT</b> <b>FINNMASTER</b> <b>FINNREEL</b>	11,530/1,899 11,530/1,899 11,530/1,899	2000 2000 2000
	<b>FINNRIVER</b> <b>FINNROSE</b>	20,172/1,812 20,169/1,812	1979 1978
	<b>FINNFELLOW*</b> <b>FINNMAID*</b>	14,297/1,130 13,730/1,200	1973/89 1972/89
	<b>FINNHANSA*</b> <b>FINNPARTNER*</b> <b>FINNTRADER*</b> <b>TRANSEUROPA*</b>	32,531/3,200 32,534/3,200 32,534/3,200 32,533/3,200	1994 1995 1995 1995
	<b>TRANSFINLANDIA*</b>	19,524/2,240	1981

		<b>Gross tonnage/ Lane metres</b>	<b>Year of delivery</b>
	<b>TRANSLUBECA*</b>	24,727/2,100	1990
	<b>TRANSRUSSIA*</b>	8,432/1,048	1977
	<b>FINNWOOD*</b>	11,839/1,480	1973
	<b>INOWROCLAW</b>	14,786/1,403	1980
	<b>MIRANDA</b>	10,471/1,625	1999
	<b>POLARIS</b>	7,950/610	1988
	<b>RAILSHIP I*</b>	17,864/1,800	1975/79
	<b>RAILSHIP II*</b>	20,077/1,950	1984
	<b>RAILSHIP III*</b>	20,729/1,975	1990
	<b>UNITED CARRIER</b>	12,251/1,690	1998
	<b>UNITED EXPRESS</b>	12,251/1,690	1997
	<b>UNITED TRADER</b>	12,251/1,690	1998
	<b>CUPRIA</b>	10,279/1,182	1977/93
	<b>FORTE (STORO)</b>	3998/-	1989
	<b>LARGO (STORO)</b>	3998/-	1990

In addition to these on average 15 small-tonnage vessels in service during the year

\* Owned by the Finnlines Group altogether 21 vessels totalling 43,710 lane metres

#### Other vessels

	<b>Gross tonnage</b>	<b>Year of delivery</b>
<b>CAMILLA</b>	10,085	1982
<b>DEGERO</b>	10,215	1985
<b>FINNFIGHTER</b>	12,582	1978
<b>FOREST ATLANTIC</b>	10,522	1973/84
<b>MEGA/</b>	768	1974/93
<b>MOTTI</b>	5,165	1993
<b>PARA-DUO</b>	2,844	1984/92
<b>PARA-UNO</b>	2,844	1992
<b>TOFTÖN</b>	12,409	1980
<b>WESTÖN</b>	12,409	1979

#### Other vessels managed by FG-Shipping

(industrial freight)	<b>Gross tonnage</b>	<b>Year of delivery</b>
<b>BOARD</b>	9,066	1987
<b>BOTNIA</b>	9,066	1987/91
<b>BULK</b>	9,066	1987
<b>KALLA</b>	9,066	1986
<b>KEMIRA</b>	5,582	1981
<b>RAUTARUUKKI</b>	1,562	1986
<b>STEEL</b>	1,562	1987/91
<b>TASKU</b>	9,066	1986

## ADDRESSES

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