

PAN OCEAN CO., LTD.

MANDATORY DISCLOSURE ON CURRENT STATUS OF ENTERPRISE GROUP

- * Company: Pan Ocean Co., Ltd.
* Chief Executive Officer : Ahn, Joong Ho & Kim, Hong Kuk
* Location: Tower8, 7, Jongro 5 gil, Jongno-gu, Seoul, Korea
Tel) 82-2-316-5114
Website) <http://www.panocean.com>

1) General information

Establishment date	Combination date into HARIM group	No. of employee	Listing or not	Closing date of the fiscal year	Type of business	Main business
1966.05.28	2015.06.20	334	Listing (KRX & SGX)	2020.12.31	Marine transportation	Marine transportation

2) Financial Status

(As of 31st Dec, 2020)

(Unit : KRW mil.)

Assets				Liabilities				Equity		Debt ratio
Current assets (a)	Cash & cash equivalents	Non-current assets (b)	Total assets (a+b)	Current liabilities (c)	Non-current liabilities (d)	Total liabilities (c+d)	Borrowings	Capital stocks	Total equity	
547,012	164,061	3,995,724	4,542,736	559,547	1,205,969	1,765,516	1,393,069	534,570	2,777,220	63.57%

3) Income Statement

(As of 31st Dec, 2020)

(Unit : KRW mil.)

Sales*	Operating profit	Other incomes	Other expenses	Interest expenses in other expenses	Profit
2,102,895	221,313	25,664	155,952	40,758	90,928

* Sales(2,102,895) = domestic sales(723,930) + overseas sales(1,378,965)

4) Overseas subsidiary companies

(As of 1st May, 2021)

Name	Business	Shareholding ratio of enterprise group	The registered country of incorporation	Closing date of the fiscal year	The largest shareholder	Shareholding ratio of the largest shareholder
Pan Ocean Singapore Bulk Carrier Pte. Ltd.	Marine transportation	100.00	Singapore	2020.12.31	Pan Ocean Co., Ltd.	100.00
Pan Ocean (China) Co., Ltd.	Marine transportation	100.00	China	2020.12.31	Pan Ocean Co., Ltd.	100.00
Pan Ocean Japan Corporation	Marine transportation	100.00	Japan	2020.12.31	Pan Ocean Co., Ltd.	100.00
Pan Ocean Brasil Apoio Marítimo Ltda.	Marine transportation	100.00	Brasil	2020.12.31	Pan Ocean Co., Ltd.	100.00
STX Pan Ocean (HongKong) Co., Ltd.	Marine transportation	100.00	HongKong	2020.12.31	Pan Ocean Co., Ltd.	100.00
Pan Ocean (America) Inc.	Grain trading business	100.00	U.S.A	2020.12.31	Pan Ocean Co., Ltd.	100.00
Pan Ocean International Logistics Co., Ltd.	Forwarding	100.00	China	2020.12.31	Pan Ocean (China) Co., Ltd.	100.00
Wide Sea Logistics Co., Ltd.	Container yard business	100.00	China	2020.12.31	Pan Ocean (China) Co., Ltd.	100.00
Pan Logix Co., Ltd.	Forwarding	100.00	Japan	2020.12.31	Pan Ocean Japan Corporation	100.00

Name	Business	Shareholding ratio of enterprise group	The registered country of incorporation	Closing date of the fiscal year	The largest shareholder	Shareholding ratio of the largest shareholder
Pan Ocean Container (Japan) Co., Ltd.	Shipping Agent	100.00	Japan	2020.12.31	Pan Ocean Japan Corporation	100.00
CSTX AGRICOLA PARTICIPACOES LTDA.	Grain trading business	50.00	Brasil	2020.12.31	Pan Ocean Brasil Apoio Maritimo Ltda.	50.00

5) The status of directors

(As of 1st May, 2021)

Name	Position	Appointed date	Registered date	Relationship with head of the group	Additional Position	Key Experiences	Status of retirement from subsidiary companies	Type of appointment
Kim, Hong Kuk	C.E.O	2015.07.18	2015.07.29	Head of the group	Harim Holdings Co., Ltd.	C.E.O of Harim Co., Ltd.	-	re-appointment
					Jeil Feed Company , Ltd.			
					Sunjin CO., LTD.			
					NS Shopping Co., Ltd			
					Farmsco Co., Ltd			
					Harim Co., Ltd.			
					Allen Harim Foods, LLC			
					Harim Millsboro, LLC			
Ahn, Joong Ho	C.E.O	2020.03.30	2020.03.31	-	-	Head of Business Division Group	-	new appointment
Cheon, Se Gi	Executive Director	2015.07.18	2015.07.29	-	Harim Industry Inc.	Executive Director of Orpum Co.,Ltd.	-	re-appointment
					Jeil Feed Company , Ltd.			
					Mexican Co., Ltd.			
					Eco Capital Co.,LTD.			
					Cham trading co., ltd.			
					Allen Harim Foods, LLC			
					Harim Millsboro, LLC			
					Harim USA, LTD			
Choi, Seung Hwan	Independent Director	2015.07.18	2015.07.29	-	T'way Air Co., Ltd.	C.O.O of KPMG Samjong Accounting Corp.	-	re-appointment
Jeong, Hak Soo	Independent Director	2021.03.30	2021.03.31	-	SAJO Industries Co., Ltd.	Chairman of the East Asia Agri. Association	-	new appointment
Oh, Kwang Soo	Independent Director	2019.03.27	2019.04.08	-	NICE Holdings Co., Ltd.	Lawyer of Inwol Law Firm	-	new appointment
Christopher Anand Daniel	Independent Director	2013.12.24	2014.01.13	-	-	Lawyer of Advocatus Law LLP	-	re-appointment

6) Operating State of the Board of Directors

(From 1st May, 2020 to 1st May, 2021)

The member of the Board of Directors	Opening date	The details of the resolution	The result of the resolution
	2020.05.11	1. To approve provision of guarantee and capital increase in US Subsidiary 2. To approve provision of debt guarantee for US Subsidiary	The resolution was approved in favor of all the attendees, including four independent directors.
	2020.07.08	1. To approve for Shipbuilding Contract	The resolution was approved in favor of all the attendees, including two independent directors.
	2020.09.25	1. To approve internal transactions of 4Q FY 2020 2. To approve the paid-in capital increase on Q3 2020	The resolution was approved in favor of all the attendees, including four independent directors.

The member of the Board of Directors	Opening date	The details of the resolution	The result of the resolution
Kim Hong Kuk, Ahn Joong Ho, Cheon Se Gi, Choi Seung Hwan, Oh Keum Seok, Oh Kwang Soo, Christopher Anand Daniel	2020.11.10	1. To approve Issuance of Bank Guaranteed USD FRN (Floating Rate Note)	The resolution was approved in favor of all the attendees, including four independent directors.
	2020.12.15	1. To approve internal transactions of FY 2021 2. To approve for Shipbuilding Contract 3. To approve for the Purchase Contract of a secondhand vessel	The resolution was approved in favor of all the attendees, including four independent directors.
	2020.12.24	1. To approve for Shipbuilding Contract	The resolution was approved in favor of all the attendees, including three independent directors.
	2021.01.07	1. To approve Business Plan for 2021	The resolution was approved in favor of all the attendees, including four independent directors.
	2021.01.12	1. To approve acquisition of shares in a company	The resolution was approved in favor of all the attendees, including four independent directors.
	2021.02.10	1. To approve the date & venue and Agenda for Annual General Meeting for 2021 2. To approve financial statements of 2020 3. To approve cash dividend 4. To approve Dividend policy 5. To approve the 55th Annual Report 6. To approve appointment of Directors & Audit Committee Members 7. To approve ceiling on remuneration for directors of year 2021 8. To approve the renewal of the IPT mandate 9. To approve the standard of performance evaluation & incentive payment of year 2021 for CEO 10. To approve remuneration plan of the executive officers for year 2021	The resolution was approved in favor of all the attendees, including four independent directors.
Kim Hong Kuk, Ahn Joong Ho, Cheon Se Gi, Choi Seung Hwan, Jeong Hak Soo, Oh Kwang Soo, Christopher Anand Daniel	2021.03.30	1. To approve the appointment of member of committees 2. To approve internal transactions during 2Q FY 2021	The resolution was approved in favor of all the attendees, including three independent directors.
	2021.04.09	1. To approve for Shipbuilding Contract and Long-term Time Charter Contract	The resolution was approved in favor of all the attendees, including four independent directors.

7) Composition State of committee within the Board of Directors

(As of 1st May, 2021)

Name of the Committee	The member of the Committee
Audit committee	Choi Seung Hwan, Jeong Hak Soo, Oh Kwang Soo
Internal Transactions Committee	Choi Seung Hwan, Jeong Hak Soo, Oh Kwang Soo, Ahn Joong Ho
Remuneration committee	Choi Seung Hwan, Jeong Hak Soo, Oh Kwang Soo
Independent Director Nominating Committee	Choi Seung Hwan, Jeong Hak Soo, Oh Kwang Soo, Ahn Joong Ho

8) Operating State of committee within the Board of Directors

(From 1st May, 2020 to 1st May, 2021)

Name of the Committee	The member of the Committee	Opening date	The details of the resolution	The result of the resolution
Audit committee	Choi Seung Hwan, Oh Keum Seok, Oh Kwang Soo	2021.02.10	1. Evaluation of operation effectiveness of internal control over financial reporting(ICFR) 2. Submission of audit report 3. Audit committee's opinion on internal monitoring system 4. Renewal of the IPT Mandate 5. Review of agenda of 55th Annual general meeting	The resolution was approved in favor of all the attendees, including three Independent Director.
Internal Transactions Committee	Choi Seung Hwan, Oh Keum Seok, Oh Kwang Soo, Ahn Joong Ho	2020.09.25	1. To approve internal transactions of 4Q FY 2020	The resolution was approved in favor of all the attendees, including three Independent Director.
		2020.12.15	1. To approve internal transactions of FY 2021	The resolution was approved in favor of all the attendees, including three Independent Director.
		2021.01.12	1. To approve acquisition of shares in a company	The resolution was approved in favor of all the attendees, including three Independent Director.
Remuneration committee	Choi Seung Hwan, Oh Keum Seok, Oh Kwang Soo	2021.02.10	1. To approve ceiling on remuneration for directors of year 2021 2. To approve the standard of performance evaluation & incentive payment of year 2021 for CEO 3. To approve remuneration plan of the executive officers for year 2021	The resolution was approved in favor of all the attendees, including three Independent Director.
Independent Director Nominating Committee	Choi Seung Hwan, Oh Keum Seok, Oh Kwang Soo, Ahn Joong Ho	2021.02.10	1. To nominate independent directors	The resolution was approved in favor of all the attendees, including three Independent Director.

9) Operation state of voting right at ANNUAL GENERAL MEETING

(From 1st May, 2020 to 1st May, 2021)

Concentrated vote system	Electronics vote system	Vote system in writing
X	O	X

10) The status of shareholding

(As of 1st May, 2021)

Relationship with head of the group	Name	Common Stock		Preferred Stock		Total	
		No. of shares	Shareholding Ratio(%)	No. of shares	Shareholding Ratio(%)	No. of shares	Shareholding Ratio(%)
Related to Head of the group	Relatives	KIM, KI-MAN	75,008	0.01	-	75,008	0.01
		KIM, JAE KWAN	30,000	0.01	-	30,000	0.01
		KIM, TAI GEON	120	0.00	-	120	0.00
		OH, EUNG SEO	26,000	0.00	-	26,000	0.00
		NAM, IN SUK	3,030	0.00	-	3,030	0.00
		JEUNG, JIN HYO	30,000	0.01	-	30,000	0.01
		LEE, BUM KWON	64,541	0.01	-	64,541	0.01
		LEE, JEONG GU	2,000	0.00	-	2,000	0.00

Relationship with head of the group		Name	Common Stock		Preferred Stock		Total	
			No. of shares	Shareholding Ratio(%)	No. of shares	Shareholding Ratio(%)	No. of shares	Shareholding Ratio(%)
	Executives of subsidiary companies	PARK, JAE HO	1,600	0.00	-	-	1,600	0.00
		DO, SANG CHULL	28,000	0.01	-	-	28,000	0.01
		MOON, KYEONG PIL	27,712	0.01	-	-	27,712	0.01
		KWON, JI EUN	5,749	0.00	-	-	5,749	0.00
		AHN, JOONG HO	5,120	0.00	-	-	5,120	0.00
		KIM, YONG KIL	1,288	0.00	-	-	1,288	0.00
		CHEON, SE GI	2,355	0.00	-	-	2,355	0.00
		PARK, JUM SU	15,150	0.00	-	-	15,150	0.00
	Subsidiary company	Harim Holdings Co., Ltd.	292,400,000	54.70	-	-	292,400,000	54.70
Subtotal		-	292,717,673	54.76	-	-	292,717,673	54.76
Other shareholders		-	241,851,839	45.24	-	-	241,851,839	45.24
Total		-	534,569,512	100.00	-	-	534,569,512	100.00

11) Details of shares owned by companies belonging enterprise group

(As of 31st March, 2021)

Company owned shares	Invested Company	Book Value (KRW mil.)	No of shares
Pan Ocean Co., Ltd	Pos SM	3,818	800,000 (100%)

12) The status of borrowings

(From 1st Jan, 2021 to 31st Mar, 2021)

(Unit : KRW mil.)

Borrower	Loaner	The enterprise group	The others
Pan Ocean Co., Ltd		-	241,589

13) Transactions of goods and services with companies belonging enterprise group

(From 1st Jan, 2020 to 31st Dec, 2020)

Name	Amount (KRW mil.)
Pos SM	204
Pan Ocean Japan Corporation	755
Pan Ocean Singapore Bulk Carrier Pte. Ltd.	2,373
Pan Ocean (America), Inc.	40,839

14) Bond and debt from transactions with companies belonging enterprise group

(As of 31st Dec, 2020)

(Unit : KRW mil.)

Creditor	Debtor	Jeil Feed Company , Ltd.	Pos SM	Total
Pan Ocean Co., Ltd		395	463	858

15) Guarantee of Debt for companies belonging enterprise group and the others

(As of 31st Mar, 2021)

(Unit : KRW mil.)

Debtor	Creditor	Amount of debt	Amount of guarantee	Period for debt guarantee
POS Maritime FC S.A.	The Export-Import Bank of Korea	3,933	3,933	2017.12.28-2022.12.28
POS Maritime GC S.A.	Societe Generale	8,860	8,860	2018.03.19-2025.03.19
POS Maritime HC S.A.		8,860	8,860	2018.03.19-2025.03.19
POS Maritime IC S.A.		8,860	8,860	2018.04.12-2025.03.19
Pan Ocean (America), Inc.	Standard Chartered	-	28,338	2020.08.17-2021.08.17
	The Export-Import Bank of Korea	12,327	73,678	2020.09.02-2021.09.02
		39,673	39,673	2020.09.04-2023.09.04
Employee stock ownership association	Heungkook Savings Bank	6	8	2020.09.13-2021.09.12
Total		82,519	172,210	-

16) The status of performance guarantee for companies belonging enterprise group

(As of 31st Mar, 2021)

Name of company	Number of guarantees	Amount (KRW mil.)
Pan Ocean Co., Ltd	11	19,226

BY ORDER OF THE COMPANY

Lotus Isabella Lim Mei Hua
Company Secretary

Date: 31 May 2021