



NORSE MARITIME A/S

Central Business Registration No 42 19 19 30

Annual Report 2024

The Annual General Meeting adopted the annual report on 24.04.2025

Chairman of the Annual General Meeting

COMPANY

Norse Maritime A/S
Sundkrogsgade 19
2100 Copenhagen Ø, Denmark

Central Business Registration No. 42 19 19 30
Registered in: City of Copenhagen

EXECUTIVE MANAGEMENT

Amrit Peter Kalsi, CEO

BOARD OF DIRECTORS

Frank Gülnar Jensen, Chairman

Simon Christensen

Amrit Peter Kalsi

Shigenobu Matsuzawa

Kotaro Abe

Yuma Abe

AUDITORS

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

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Statement by management on the annual report

The Board of Directors and the Executive Management have today considered and approved the annual report of Norse Maritime A/S for the financial year 01.01.2024 – 31.12.2024.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31.12.2024 and of the result of its operations and cash flows for the financial year 01.01.2024 - 31.12.2024.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 24.04.2025

Executive Management

Amrit Peter Kalsi
CEO

Board of Directors

Frank Gülnar Jensen
Chairman

Simon Christensen

Amrit Peter Kalsi

Shigenobu Matsuzawa

Kotaro Abe

Yuma Abe

Independent auditor's report

To the shareholders of Norse Maritime A/S

Opinion

We have audited the consolidated financial statements and the parent financial statements of Norse Maritime A/S for the financial year 01.01.2024 - 31.12.2024, which comprise the income statement, balance sheet, statement of changes in equity, and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2024 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2024 - 31.12.2024 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements" section of this auditor's report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the consolidated financial statements and the parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent financial statements, Management is responsible for assessing the Group's and the Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the consolidated financial statements and the parent financial statements unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements

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

the economic decisions of users taken on the basis of these consolidated financial statements and parent financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and the parent financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Parent's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the consolidated financial statements and the parent financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements and the parent financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated financial statements and the parent financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required by relevant law and regulations.

Based on the work we have performed, we conclude that the management commentary is in accordance with the consolidated financial statements and the parent financial statements and has been prepared in accordance with the requirements in the relevant law and regulations. We did not identify any material misstatement of the management commentary.

Copenhagen, April 24, 2025

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No.. 33963556

Niels Skannerup Vendelbo

State Authorised Public Accountant

Identification No (MNE) mne34532

Martin Pieper

State Authorised Public Accountant

Identification No (MNE) mne44063

Consolidated key figures and financial highlights

	2024	2023	2022	2021
	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>
Key figures				
Revenue	239,736	190,033	183,507	58,204
Profit from operations	16,702	13,108	23,176	1,644
Operating profit/(loss)	16,702	13,108	23,176	1,644
Net financials	2,607	2,410	639	49
Profit for the year	18,447	14,642	23,695	1,653
Investment in tangible assets	7,649	-	-	-
Equity	63,215	44,768	29,847	6,152
Assets, total	83,405	59,773	48,914	13,078
Cash flows from operating activities	19,764	4,036	27,006	5,534
Cash flows from (used in) investing activities	(7,717)	-	-	-
Cash flows from financing activities	-	(10,000)	-	4,499
Ratios				
Profit margin (%)	7.0	6.9	12.6	2.8
Return on assets (%)	20.0	21.9	47.4	12.6
Return on equity (%)	34.2	39.2	131.6	26.9
Equity ratio (%)	75.8	74.9	61.0	47.0

For definitions of key ratios, see accounting policies.

In connection with the merger with Lignum Maritime A/S with accounting effect as of 1 January 2023, the comparative figures for 2022 have not been restated, see reference under accounting policies.

For 2021-2023, the key figures represent Norse Maritime A/S as a stand-alone entity only, without adjustments related to the subsequent application of group reporting requirements. Following the entry into group reporting requirements, 2024 includes consolidated figures.

Management commentary

Primary activities

The object of the Company is to carry out international shipping business, trading, transport including other associated activities as well as owning the subsidiary Norse Invest A/S.

Development in the year

The profit for the year is USD 18,447 thousand and at end of 2024 the Company has an equity of USD 63,215 thousand. The development is in line with the outlook assumptions that were given in the financial statements for 2023.

The improved result in 2024, compared to 2023, was primarily driven by increased vessel activity and higher market rates. This upward trend reflected a recovery in global demand following pandemic-era disruptions. Market conditions remained volatile, partly due to disruptions in the Red Sea and lower water levels in the Panama Canal.

On 17 December 2024, the Company acquired the subsidiary Clipper Bulk Invest A/S, which now has been renamed to Norse Invest A/S.

Outlook

Norse Maritime A/S expects a net profit of USD 10,000–20,000 thousand before tax in 2025. In view of the continued geopolitical and macroeconomic risks, the market outlook for 2025 remains highly uncertain.

Risk management and internal controls

The Group's Executive Management and Board of Directors continuously seek to ensure that the Group's management structure and control systems remain appropriate and function satisfactorily. Policies and procedures have been developed or are being developed with a view to ensuring active and sound management in the Norse Group.

Group Management regularly engages in identifying, analysing and managing all significant risks in order to mitigate such risks as deemed appropriate. The Board of Directors and the Executive Management consider all risks and the individual risk factors involved in the Group's activities. Guidelines for key risk areas have been drawn up.

Financial risks

Principal risks and uncertainties

Norse Maritime A/S is exposed to several operational and financial risks of which the following are the most significant:

- Market development in global dry bulk freight and charter rates
- Market development in bunker prices (price of crude oil)
- Foreign exchange risks
- Intellectual capital resources
- IT security

Market risks

Norse Maritime's business model is to manage a portfolio of dry bulk vessels and cargo transport commitments. This portfolio exposes the Group to fluctuations in the dry bulk freight rate earnings on leased or owned vessels and to fluctuations in the charter cost for vessels needed to transport cargo commitments. The Group utilises risk management systems to continuously monitor and manage its market exposure.

Bunker risks

Bunker costs are a large part of Norse Maritime's operating costs. The Group utilises risk management systems to continuously monitor and manage its market exposure. The bunker market prices are monitored, and operational adjustments are continuously made to minimise the impact from fluctuations in the bunker prices.

Foreign exchange risks

Norse's functional currency is USD and the consolidated financial statements are presented in USD. The Group's revenue and expenses are primarily denominated in USD. The Group is not significantly exposed to any other currencies.

Data ethics

Norse has not adopted a specific policy on data ethics. Norse has no employees, and all administrative and commercial operations are fully outsourced to Clipper Bulk. Therefore, Norse does not collect, process or otherwise handle data and therefore a data ethics policy is not considered applicable.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Report on sustainability

Business Model

The Company charters several modern bulk vessels which are commercially operated by Clipper Bulk A/S on behalf of the Company. The Company also wish to expand its activities to own vessels and have acquired the vessel NM Copenhagen. The Company's customer base spans from large commodity houses to single commodity producers and it transports steel, wood pellets, forestry products, grains, and fertilizers amongst others.

The Company has outsourced its commercial management and administration services to Clipper Bulk A/S and there are no employees in the Company. Consequently, the Company does not have their own policies. Clipper Bulk A/S has established several polices touching upon CSR topics.

Key CSR Topics

The Company has identified the following key CSR topics for which the company impacts CSR topics and where CSR topics affect the company's development, performance and situation:

Topic	Description/Risks	Mitigation
Climate and decarbonisation	To reduce the environmental risks associated with vessel emissions, the maritime industry is undergoing a transition towards zero emissions of greenhouse gases.	The Company charters modern and fuel-efficient vessels and keeps a close eye on technical developments.
Corruption	The Company trades worldwide, which increases the risk of encountering corruption.	Anti-corruption policy and anti-corruption training are carried out by the Company's commercial manager, Clipper Bulk A/S.
Sanctions	Sanctions are by nature a high-risk topic for companies being involved in global trade.	Sanctions checks and training are carried out by the Company's commercial manager, Clipper Bulk A/S.
Seafarer's Human Rights & Labor Standards	As an operator, the Company does not employ crew directly and does not have all the details about working conditions.	Charter in contracts has clauses stipulating clear expectations for reasonable working conditions and respect of the crew members' human rights.

Policies

Norse Maritime A/S does not have any employees and has outsourced the operation of its activities to Clipper Bulk. The Company therefore follows Clipper Bulk A/S' policies, which include:

- Anti-Harassment Policy
- CSR policy
- Diversity and Inclusion Policy
- Anti-corruption policy,
- Competition law compliance policy
- Export control compliance policy,
- International sanctions compliance policy,
- Data ethics policy,
- Ship Recycling Policy,
- Human rights policy and
- Decarbonisation Strategy

The Company has therefore not developed its own policies on environment, climate, social and labour, human rights, data ethics and anti-corruption.

Clipper Bulks A/S' sustainability report will be available on Clipper Bulk's website <https://www.clipper-bulk.com/> during first half of 2025.

Financial statements

Statement of profit and loss for the Group

	Notes	2024	2023
		<u>USD'000</u>	<u>USD'000</u>
Revenue	2	239,736	190,033
Operating expenses		(222,905)	(176,792)
Administrative expenses	3	<u>(61)</u>	<u>(133)</u>
Profit / (loss) before depreciation, etc.		16,770	13,108
Depreciation	4	<u>(68)</u>	<u>-</u>
Profit from operations		16,702	13,108
Financial income		3,035	2,829
Financial expenses		<u>(428)</u>	<u>(419)</u>
Profit before taxes		19,309	15,518
Tax for the year	5	<u>(862)</u>	<u>(876)</u>
Profit for the year	6	<u>18,447</u>	<u>14,642</u>

Statement of financial position for the Group

	Notes	2024	2023
		<u>USD'000</u>	<u>USD'000</u>
Assets			
Other intangible assets	7	518	-
Intangible assets		<u>518</u>	<u>-</u>
Vessels	4	<u>7,649</u>	<u>-</u>
Tangible assets		<u>7,649</u>	<u>-</u>
Non-current assets		<u>8,167</u>	<u>-</u>
Bunkers and stock		8,173	8,811
Trade accounts receivable		8,864	6,479
Voyages in progress		4,098	2,401
Prepaid expenses and other assets		57	83
Cash		<u>54,046</u>	<u>41,999</u>
Current assets		<u>75,238</u>	<u>59,773</u>
Assets		<u>83,405</u>	<u>59,773</u>

Statement of financial position for the Group

	Notes	2024	2023
Equity and liabilities			
Share capital		175	175
Share Premium		-	7,188
Proposed dividend		6,000	-
Retained earnings		<u>57,040</u>	<u>37,405</u>
Equity	8	<u>63,215</u>	<u>44,768</u>
Trade accounts payable		5,165	7,049
Voyages in progress		5,174	4,567
Due to related parties		8,876	3,254
Operating and administrative liabilities		677	-
Tax payables		71	135
Other payables		<u>227</u>	<u>-</u>
Current liabilities		<u>20,190</u>	<u>15,005</u>
Liabilities		<u>20,190</u>	<u>15,005</u>
Equity and liabilities		<u>83,405</u>	<u>59,773</u>
Events after the balance sheet date	1		
Contingent liabilities	9		
Unrecognised time-charter commitments	10		
Fee for auditor elected by the general meeting	11		
Transactions with related parties	12		
Companies included in the consolidation	13		
Ownership	14		

Statement of changes in equity for the Group

	Share capital	Share premium	Proposed dividend	Retained Earnings	Total
	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>
Balance, January 1, 2024	175	7,188	-	37,405	44,768
Transferred to retained earnings	-	(7,188)	-	7,188	-
Proposed dividends	-	-	6,000	(6,000)	-
Profit for the period	-	-	-	18,447	18,447
Balance, December 31, 2024	<u>175</u>	<u>-</u>	<u>6,000</u>	<u>57,040</u>	<u>63,215</u>

Statement of cash flow for the Group

	Notes	2024	2023
		<u>USD'000</u>	<u>USD'000</u>
Profit for the year		18,447	14,642
Adjustments for:			
Financial income		(3,035)	(2,829)
Financial Expenses		428	419
Tax		862	876
Depreciation	4	68	-
Change in receivables and other current assets		(3,936)	(5,899)
Change in payables and accrued liabilities		5,249	(4,060)
Acquisition of current assets and liabilities from Lignum		-	(622)
Financial income received		3,035	2,829
Financial expenses paid		(428)	(419)
Taxes received / (paid)		<u>(926)</u>	<u>(901)</u>
Net cash flows from operating activities		<u>19,764</u>	<u>4,036</u>
Investing activities			
Investments in vessels	4	<u>(7,717)</u>	<u>-</u>
Net cash flows used in investing activities		<u>(7,717)</u>	<u>-</u>
Financing activities			
Dividends paid		<u>-</u>	<u>(10,000)</u>
Net cash flows used in financing activities		<u>-</u>	<u>(10,000)</u>
Investing cash flows		<u>-</u>	<u>10,924</u>
Change in cash and cash equivalents		12,047	(5,964)
Cash and cash equivalents, beginning of period		<u>41,999</u>	<u>37,039</u>
Cash and cash equivalents, end of period		<u>54,046</u>	<u>41,999</u>

Notes Group

1. Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of these financial statements.

2. Revenue

	2024	2023
	<u>USD'000</u>	<u>USD'000</u>
Freight revenue	165,812	141,687
Time charter revenue	<u>73,924</u>	<u>48,346</u>
	<u>239,736</u>	<u>190,033</u>

The Company has identified one geographic market as the activity in shipping operates on a global market.

3. Administrative expenses

	2024	2023
Average number of full-time employees	<u>-</u>	<u>-</u>

The company has no employees, and no remuneration is paid to the executive management or the board of directors.

4. Vessels

	Upgrade related to chartered vessels	Vessel	Total
	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>
Cost			
Balance, beginning of period	-	-	-
Additions	<u>808</u>	<u>6,909</u>	<u>7,717</u>
Balance, end of year	<u>808</u>	<u>6,909</u>	<u>7,717</u>
Depreciation and impairment losses			
Balance, beginning of year	-	-	-
Depreciation for the year	<u>47</u>	<u>21</u>	<u>68</u>
Balance, end of year	<u>47</u>	<u>21</u>	<u>68</u>
Net book value, end of year	<u>761</u>	<u>6,888</u>	<u>7,649</u>

5. Tax for the year

	2024 <u>USD'000</u>	2023 <u>USD'000</u>
Tax for the year	(875)	(688)
Adjustments to prior years	<u>13</u>	<u>(188)</u>
Total tax	<u>(862)</u>	<u>(876)</u>

As per 17.12.2024 Norse Maritime A/S is the management company in the Danish joint taxation group and its Danish taxable subsidiary. The Company has entered the Danish tonnage tax regime for a binding 10-year period from the income year 2021.

6. Proposed distribution of profit and loss

	2024 <u>USD'000</u>	2023 <u>USD'000</u>
Proposed dividend	6,000	-
Retained earnings	<u>12,447</u>	<u>14,642</u>
	<u>18,447</u>	<u>14,642</u>

7. Other intangible assets

	2024 <u>USD'000</u>	2023 <u>USD'000</u>
Carbon allowances	<u>518</u>	<u>-</u>
	<u>518</u>	<u>-</u>

8. Share capital

The share capital is composed as follows:

	2024	2023
Share capital (DKK'000)	<u>1,100</u>	<u>1,100</u>
Share capital (USD'000), translated at historical rates	<u>175</u>	<u>175</u>

The shares have not been divided into different classes.

9. Contingent liabilities

The company is currently involved in a dispute with the Danish Tax Authorities regarding the application of tonnage tax which could have a significant impact on the company's financial position and results. Based on legal advice received, management believes the company's position is well-founded and the likelihood of a financial net outflow to be low, why no costs or provision related to the dispute have been recognised. As the outcome of the dispute remains uncertain, the company will continue to monitor the development and reassess its position and financial impacts, as needed.

10. Unrecognised time-charter commitments

Commitments under time-charter agreements until maturity:

	2024	2023
	<u>USD'000</u>	<u>USD'000</u>
Within 1 year	108,835	53,672
1 - 5 years	277,104	107,611
Above 5 years	393	-
	<u>386,332</u>	<u>161,283</u>

The commitment consists of signed charterparties of current and planned vessels.

11. Fee for the auditor elected by the general meeting

	2024	2023
	<u>USD'000</u>	<u>USD'000</u>
Total fee Deloitte		
Audit fee related to statutory audit	44	28
Other assurance services	10	14
Other services	-	4
	<u>54</u>	<u>46</u>

12. Transactions with related parties

Transactions with related parties comprise below:

	Entities with significant influence	
	2024	2023
	<u>USD'000</u>	<u>USD'000</u>
Revenue	7,685	5,072
Operating expenses and other commercial arrangements	(22,160)	(16,698)

13. Companies included in the consolidation

<u>Name and registered office</u>	<u>Ownership interest</u>
Parent	
Norse Maritime A/S, Copenhagen	
Subsidiary	
Norse Invest A/S, Copenhagen	100%

The Group had no employees during the year. The Group has outsourced administration, management and the staffing of crews.

The Group's headquarter is located in Denmark: Sundkrogsgade 19, 2100 Copenhagen, Denmark.

14. Ownership

There is no individual shareholder of the Company that has controlling influence.

Statement of profit and loss for the Parent

	Notes	2024	2023
		<u>USD'000</u>	<u>USD'000</u>
Revenue	2	239,666	190,033
Operating expenses		(222,855)	(176,792)
Administrative expenses	3	<u>(60)</u>	<u>(133)</u>
Profit / (loss) before depreciation, etc.		16,751	13,108
Depreciation	4	(47)	-
Result from subsidiary	5	<u>5</u>	<u>-</u>
Profit from operations		16,709	13,108
Financial income		3,026	2,829
Financial expenses		<u>(426)</u>	<u>(419)</u>
Profit before taxes		19,309	15,518
Tax for the year	6	<u>(862)</u>	<u>(876)</u>
Profit for the year	7	<u>18,447</u>	<u>14,642</u>

Statement of financial position for the Parent

	Notes	2024	2023
		<u>USD'000</u>	<u>USD'000</u>
Assets			
Other intangible assets	8	518	-
Intangible assets		<u>518</u>	<u>-</u>
Vessels	4	761	-
Tangible assets		<u>761</u>	<u>-</u>
Investment in subsidiary	5	11,825	-
Financial assets		<u>11,825</u>	<u>-</u>
Non-current assets		<u>13,104</u>	<u>-</u>
Bunkers and stock		8,163	8,811
Trade accounts receivable		8,806	6,479
Voyages in progress		4,014	2,401
Prepaid expenses and other assets		57	83
Cash		49,219	41,999
Current assets		<u>70,259</u>	<u>59,773</u>
Assets		<u>83,363</u>	<u>59,773</u>

Statement of financial position for the Parent

	Notes	2024	2023
Equity and liabilities			
Share capital		175	175
Share Premium		-	7,188
Proposed dividend		6,000	-
Retained earnings		<u>57,040</u>	<u>37,405</u>
Equity	9	<u>63,215</u>	<u>44,768</u>
Trade accounts payable		5,152	7,049
Voyages in progress		5,174	4,567
Due to related parties		8,876	3,254
Operating and administrative liabilities		677	-
Tax payables		71	135
Other payables		<u>198</u>	<u>-</u>
Current liabilities		<u>20,148</u>	<u>15,005</u>
Liabilities		<u>20,148</u>	<u>15,005</u>
Equity and liabilities		<u>83,363</u>	<u>59,773</u>
Events after the balance sheet date	1		
Unrecognised time-charter commitments	10		
Fee for auditor elected by the general meeting	11		
Transactions with related parties	12		
Ownership	13		

Statement of changes in equity for the Parent

	Share capital	Share premium	Proposed dividend	Retained Earnings	Total
	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>	<u>USD'000</u>
Balance, January 1, 2024	175	7,188	-	37,405	44,768
Transferred to retained earnings	-	(7,188)	-	7,188	-
Proposed dividend			6,000	(6,000)	-
Profit for the period	-	-	-	18,447	18,447
Balance, December 31, 2024	175	-	6,000	57,040	63,215

Notes Parent

1. Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of these financial statements.

2. Revenue

	2024	2023
	<u>USD'000</u>	<u>USD'000</u>
Freight revenue	165,812	141,687
Time charter revenue	<u>73,924</u>	<u>48,346</u>
	<u>239,736</u>	<u>190,033</u>

3. Administrative expenses

Please refer to Group note no. 3 above.

4. Vessel

Please refer to Group note no. 4 above.

5. Investments in subsidiaries

	Investment in group enterprises
	<u>USD'000</u>
Cost beginning of year	-
Addition for the year	<u>11,820</u>
Cost end of year	<u>11,820</u>
Value adjustments beginning of year	-
Result for the year	<u>5</u>
Value adjustments, end of year	<u>5</u>
Net book value, end of year	<u>11,825</u>

Investment in group enterprises consists of:

<u>Name</u>	<u>Result</u>	<u>Equity</u>	<u>Registered in</u>	<u>Ownership</u>
Norse Invest A/S	375	11,825	Denmark	100%

Norse Invest A/S (previously Clipper Bulk Invest A/S) was acquired on 17 December 2024.

6. Tax for the year

Please refer to Group note no. 5 above.

7. Proposed distribution of profit

Please refer to Group note no. 6 above.

8. Other intangible assets

Please refer to Group note no. 7 above.

9. Share capital

Please refer to Group note no. 8 above.

10. Unrecognised time-charter commitments

Please refer to Group note no. 10 above.

11. Fee for the auditor elected by the general meeting

Please refer to Group note no. 11 above.

12. Transactions with related parties

Please refer to Group note no. 12 above.

13. Ownership

Please refer to Group note no. 14 above.

Accounting policies

The annual report of the Parent and the Group of Norse Maritime A/S have been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (large).

The annual report covers the period 01.01.2024 – 31.12.2024.

The accounting policies applied remain unchanged from last year. Certain reclassifications in comparative figures have been made without any effects on profit for the year or equity at the balance sheet date.

Consolidated Financial Statements

On 17 December 2024 Norse Maritime A/S acquired Clipper Bulk Invest A/S – now renamed to Norse Invest A/S - including all its assets and liabilities at cost. Hence, the company is obliged to present a consolidated financial report. In this relation comparative figures for 2021-2023 have not been adjusted, and consequently these are equivalent to the ones reported for Norse Maritime A/S stand alone.

Basis of preparation

The Group and Parent present the financial statements for the Group and Company in USD. The DKK exchange rate against USD applied is 7.1429 at December 31, 2024 (2023: 6.7447).

Recognition and measurement

Assets are recognised in the statement of financial position when it is probable as a result of a prior event that future economic benefits will flow to the Group, and the value of the assets can be measured reliably.

Liabilities are recognised in the statement of financial position when the Group has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Group, and the value of the liabilities can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is affected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the end of the reporting period are considered at recognition and measurement.

Income is recognised in the statement of profit and loss when earned, whereas costs are recognised by the amounts attributable to this financial year. Value adjustments of financial assets and liabilities are recognised in the statement of profit and loss as financial income or financial expenses.

Basis of consolidation

The consolidated financial statements comprise Norse Maritime A/S (Parent) and the enterprises (subsidiaries) that are directly or indirectly controlled by the Parent. Control is achieved by the Parent, either directly

or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence.

Subsidiaries are included in the consolidated financial statements from the date on which control is obtained and are excluded from the date control ceases.

The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts, dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the end of the reporting period are translated using the exchange rate at the end of the reporting period. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date or the rate at the end of the reporting period are recognised in the statement of profit and loss as financial income or financial expenses. Fixed assets purchased in foreign currencies are translated using the exchange rate at the transaction date.

Cash flow statement

The cash flow statement shows cash flows from operating, investing and financing activities, and cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition, merger and divestment of enterprises, activities and fixed asset investments.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs, and the raising of loans, repayments of interest-bearing debt and payment of dividend.

No separate cash flow statement has been prepared for the Parent as it is included in the cash flow statement of the Group.

Statement of profit and loss

Revenue

Time charter revenue is recognised over the term of the charter.

Revenue from voyage charter activities is recognised over time as the performance obligation is satisfied, including a share of the freight income from incomplete voyages at the balance sheet date. The estimate is performed in accordance with the "over-time principle" where the share of revenue to be recognised is determined as the percentage of the estimated duration of the voyage completed at the balance sheet date.

For losses estimated on the completion of voyages and time charters in progress at the end of a reporting period, a provision is recognised to cover the anticipated net loss.

Demurrage revenue is recognised when reimbursement under the claim is considered probable.

Operating expenses

Operating expenses include costs relating to the operation of the Company's chartered vessels, including time charter costs for short-term charters, port charges, bunker costs, maintenance costs, insurance costs and management fee. Like revenue, vessel-operating costs are recognised concurrently with receipt of services over the life of a voyage of the time charter period.

Additionally, operating expenses include costs relating to the operation of the Group's vessels, crew cost, insurance, maintenance and other vessel operating costs.

Administrative expenses

Administration expenses comprise costs incurred by the management of the Company.

The Company has no employees but management fees to other business partners.

Depreciation

Depreciation on vessels as well as upgrades related to chartered vessels is recognised at cost, net of accumulated depreciation. The cost includes expenses incurred by external suppliers, and the basis for depreciation is determined as the cost, less the estimated residual value.

Assets are depreciated on a straight-line basis over their estimated useful life down to the estimated residual value. Upgrade costs are capitalised and depreciated on a straight-line basis over a period of up to five years. If the charter period ends before the five-year period following the upgrade, the depreciation period will be adjusted accordingly.

Financial income and expenses

Financial income and financial expenses comprise interest as well as realised and unrealised exchange rate adjustments.

Tax on profit/loss for the year

Tax for the year, which consists of current tonnage tax for the year, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Company have entered the Danish tonnage tax regime for a binding 10-year period from the income year 2021.

Statement of financial position

Other intangible assets

Other intangible assets consist of carbon allowances. Any emission rights purchased for own uses are recognised as intangible assets under current assets at cost after impairment. A provision is recognised in the balance sheet commensurate to the extent that emission rights used correspond to emission rights held. This provision is measured at the cost of the emission rights held. The provision is measured at the current market price with a corresponding cost in the statement of income commensurate to the extent emission rights used exceed the amount of emission rights held.

Tangible assets

Tangible assets comprise owned vessels and vessel upgrades on chartered vessels and are measured at cost less accumulated depreciation and write-downs. Cost comprises the acquisition price and costs directly related to the acquisition up until the time when the asset is ready for use. The basis of depreciation is calculated as the excess of cost over the estimated scrap value. The basis of depreciation is allocated on a straight-line basis over the estimated useful lives of the assets as follows:

- Vessels: 25 years
- Upgrades: 5 years

The useful life and depreciation method is reviewed periodically to ensure that the method and period of depreciation is consistent with the expected pattern of economic benefits from assets.

Impairment of fixed assets

The carrying amounts of property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in group enterprises

Investments in subsidiaries are recognised and measured in the Parent's financial statements using the equity method. The Parent's share of the subsidiaries' profit/loss after tax and after elimination of unrealised intra-group profits and losses for the year is recognised in the items "Profit/loss from investments in subsidiaries".

Bunkers and stock

Bunkers and lubricant oils are stated at the lower of cost and net realisable value. Cost of bunkers and stocks is determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Voyage in progress

Voyages in progress (asset) consist of revenues from services performed but not yet fully invoiced due to incomplete fulfilment of contractual obligations. This includes prepaid expenses incurred in meeting these obligations.

Voyages in progress (liability) represent obligations arising from contractual commitments, characterised by advance payments received or billings that exceed the revenue recognised to date.

Receivables

Receivables are measured at amortised cost, usually equaling nominal value, less write-downs for bad and doubtful debts.

Cash

Cash comprises cash in hand and cash at banks.

Current liabilities

Other liabilities, comprising trade payables and other payables, are measured at amortised cost, corresponding substantially to nominal value.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account.

Ratios

The ratios have been compiled applying the formulas listed below:

Profit margin	=	$\frac{\text{Operating profit/(loss)} \times 100}{\text{Revenue}}$
Return on assets	=	$\frac{\text{Operating profit/(loss)} \times 100}{\text{Assets, total}}$
Return on equity	=	$\frac{\text{Profit/(loss) for the year} \times 100}{\text{Average equity}}$
Equity ratio	=	$\frac{\text{Equity} \times 100}{\text{Assets, total}}$