



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

| | |
|----------------------|--------------------------------|
| Organisasjonsnummer: | 910 517 694 |
| Organisasjonsform: | Aksjeselskap |
| Foretaksnavn: | BW LNG AS |
| Forretningsadresse: | Karenslyst allé 6 0278 OSLO |

Regnskapsår

| | |
|-------------------------|-------------------------|
| Årsregnskapets periode: | 01.01.2023 - 31.12.2023 |
|-------------------------|-------------------------|

Konsern

| | |
|---------------------------|----|
| Mørselskap i konsern: | Ja |
| Konsernregnskap lagt ved: | Ja |

Regnskapsregler

| | |
|--|------------------------------------|
| Regler for små foretak benyttet: | Nei |
| Benyttet ved utarbeidelsen av årsregnskapet til selskapet: | Regnskapslovens alminnelige regler |
| Benyttet ved utarbeidelsen av årsregnskapet til konsernet: | - |

Årsregnskapet fastsatt av kompetent organ

| | |
|--|-------------------|
| Bekreftet av representant for selskapet: | Erika Yining Feng |
| Dato for fastsettelse av årsregnskapet: | 28.06.2024 |

Grunnlag for avgivelse

| |
|--|
| År 2023: Årsregnskapet er elektronisk innlevert |
| År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023 |

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 23.07.2025



Resultatregnskap

| Beløp i: NOK | Note | 2023 | 2022 |
|---|------|--------------------|--------------------|
| RESULTATREGNSKAP | | | |
| Inntekter | | | |
| Operating revenue | 9 | 321 201 000 | 317 566 000 |
| Sum inntekter | | 321 201 000 | 317 566 000 |
| Kostnader | | | |
| Salaries, social security and pensions | 10 | 172 443 000 | 194 453 000 |
| Depreciation | 1 | 1 765 000 | 1 628 000 |
| Nedskrivning av varige driftsmidler og immaterielle eiendeler | | -45 000 | 5 072 000 |
| Other expenses | | 114 861 000 | 98 064 000 |
| Sum kostnader | | 289 024 000 | 299 218 000 |
| Driftsresultat | | 32 177 000 | 18 348 000 |
| Finansinntekter og finanskostnader | | | |
| Income from subsidiaries | 2 | | |
| Net foreign exchange (loss) / gain | | -24 169 000 | 11 690 000 |
| Sum finansinntekter | | -24 169 000 | 11 690 000 |
| Other financial income / (expenses) | | -7 399 000 | -857 000 |
| Sum finanskostnader | | -7 399 000 | -857 000 |
| Netto finans | | -16 770 000 | 12 547 000 |
| Ordinært resultat før skattekostnad | | 15 407 000 | 30 896 000 |
| Income tax | 8 | -2 946 000 | 6 877 000 |
| Ordinært resultat etter skattekostnad | | 18 353 000 | 24 019 000 |
| Årsresultat | | 18 353 000 | 24 019 000 |
| Årsresultat etter minoritetsinteresser | | 18 353 000 | 24 017 000 |
| Totalresultat | | 18 353 000 | 24 017 000 |
| Overføringer og disponeringer | | | |
| Transferred to/from other equity | | 18 353 000 | 24 019 000 |



Resultatregnskap

| Beløp i: NOK | Note | 2023 | 2022 |
|-----------------------------------|-------------|-------------|-------------|
| Sum overføringer og disponeringer | | 18 353 000 | 24 019 000 |



Balanse

| Beløp i: NOK | Note | 2023 | 2022 |
|--|------|--------------------|--------------------|
| BALANSE - EIENDELER | | | |
| Anleggsmidler | | | |
| Immaterielle eiendeler | | | |
| Utsatt skattefordel | 8 | 5 068 000 | |
| Sum immaterielle eiendeler | | 5 068 000 | |
| Varige driftsmidler | | | |
| Real estate | 1 | 856 000 | 856 000 |
| Office equipment | 1 | 13 169 000 | 13 631 000 |
| Sum varige driftsmidler | | 14 025 000 | 14 487 000 |
| Finansielle anleggsmidler | | | |
| Investering i datterselskap | 2 | 25 190 000 | 25 136 000 |
| Investering i annet foretak i samme konsern | | 367 000 | 367 000 |
| Lån til foretak i samme konsern | 10 | 5 677 000 | 5 770 000 |
| Investeringer i tilknyttet selskap | | 6 095 000 | 7 919 000 |
| Pension assets | 7 | | |
| Sum finansielle anleggsmidler | | 37 329 000 | 39 192 000 |
| Sum anleggsmidler | | 56 422 000 | 53 679 000 |
| Omløpsmidler | | | |
| Varer | | | |
| Fordringer | | | |
| Non-interest bearing receivables | 3 | 215 140 000 | 253 284 000 |
| Konsernfordringer | | 526 000 | 532 000 |
| Sum fordringer | | 215 666 000 | 253 816 000 |
| Other financial instruments | | | |
| Bankinnskudd, kontanter og lignende | | | |
| Cash and cash equivalents | | 225 803 000 | 128 818 000 |
| Sum bankinnskudd, kontanter og lignende | | 225 803 000 | 128 818 000 |
| Sum omløpsmidler | | 441 469 000 | 382 634 000 |



Balanse

| Beløp i: NOK | Note | 2023 | 2022 |
|--|------|--------------------|--------------------|
| SUM EIENDELER | | 497 891 000 | 436 313 000 |
| BALANSE - EGENKAPITAL OG GJELD | | | |
| Egenkapital | | | |
| Innskutt egenkapital | | | |
| Share capital | 4, 5 | 128 348 000 | 128 348 000 |
| Sum innskutt egenkapital | | 128 348 000 | 128 348 000 |
| Opptjent egenkapital | | | |
| Retained earnings | 4 | 40 886 000 | 20 247 000 |
| Sum opptjent egenkapital | | 40 886 000 | 20 247 000 |
| Sum egenkapital | | 169 234 000 | 148 595 000 |
| Gjeld | | | |
| Langsiktig gjeld | | | |
| Pensjonsforpliktelser | 7 | 60 757 000 | 38 246 000 |
| Utsatt skatt | | | 1 804 000 |
| Derivative financial instruments | | 6 000 | 5 854 000 |
| Sum avsetninger for forpliktelser | | 60 763 000 | 45 904 000 |
| Annen langsiktig gjeld | | | |
| Sum langsiktig gjeld | | 60 763 000 | 45 904 000 |
| Kortsiktig gjeld | | | |
| Tax payable | 8 | 4 556 000 | 12 540 000 |
| Public duties payable | | 13 031 000 | 7 347 000 |
| Kortsiktig konserngjeld | | 11 641 000 | 7 669 000 |
| Other non interest-bearing liabilities | 3 | 238 666 000 | 214 258 000 |
| Sum kortsiktig gjeld | | 267 894 000 | 241 814 000 |
| Sum gjeld | | 328 657 000 | 287 718 000 |
| SUM EGENKAPITAL OG GJELD | | 497 891 000 | 436 313 000 |



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**BW GAS PTE. LTD.
AND ITS SUBSIDIARIES**
(Incorporated in Singapore. Registration Number: 201717300E)

ANNUAL REPORT
For the financial year ended 31 December 2023



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**BW GAS PTE. LTD.
AND ITS SUBSIDIARIES**
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ANNUAL REPORT
For the financial year ended 31 December 2023

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**BW GAS PTE. LTD.
AND ITS SUBSIDIARIES**

DIRECTORS' STATEMENT
For the financial year ended 31 December 2023

The directors present their statement to the member together with the audited consolidated financial statements of the Group for the financial year ended 31 December 2023 and the balance sheet of the Company as at 31 December 2023.

In the opinion of the directors,

- (a) the balance sheet of the Company and the consolidated financial statements of the Group as set out on pages 6 to 46 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 December 2023 and the consolidated financial performance, changes in equity and cash flows of the Group for the financial year then ended on that date in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Financial Reporting Standards in Singapore ("FRS"); and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

Directors

The directors of the Company in office at the date of this statement are as follows:

Billy Chiu
Nicholas John Oxleigh Fell

Arrangements to enable directors to acquire shares and debentures

Neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Directors' interests in shares or debentures

According to the register of directors' shareholdings kept by the Company for the purposes of Section 164 of the Act, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations.

Share options

No options were granted during the financial year to subscribe for unissued shares of the Company.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

DIRECTORS' STATEMENT
For the financial year ended 31 December 2023

Independent auditor

The auditor, KPMG LLP, has indicated its willingness to accept re-appointment.

BILLY CHIU
Director

DocuSigned by:
Nicholas Fell
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NICHOLAS JOHN OXLEIGH FELL
Director

2 August 2024



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Fax +65 6225 0984
Internet www.kpmg.com.sg

INDEPENDENT AUDITORS' REPORT

Member of the Company
BW Gas Pte. Ltd.

Report on the audit of the financial statements

Opinion

We have audited the financial statements of BW Gas Pte. Ltd. ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated balance sheet of the Group and the balance sheet of the Company as at 31 December 2023, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, as set out on pages 6 to 46.

In our opinion, the accompanying consolidated financial statements of the Group and the balance sheet of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ("the Act") and Financial Reporting Standards in Singapore ("FRS"), so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2023, and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the 'Auditors' responsibilities for the audit of the financial statements' section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



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*BW Gas Pte. Ltd.
and its subsidiaries
Independent auditors' report
Financial year ended 31 December 2023*

INDEPENDENT AUDITORS' REPORT (continued)

Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRS, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

The directors are responsible for overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 SSAs 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 financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 controls.
- Obtain an understanding of internal controls 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 internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



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*BW Gas Pte. Ltd.
and its subsidiaries
Independent auditors' report
Financial year ended 31 December 2023*

INDEPENDENT AUDITORS' REPORT (continued)

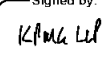
Auditors' responsibilities for the audit of the financial statements (continued)

- Conclude on the appropriateness of management's use of the going concern basis of accounting 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 ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Signed by:

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KPMG LLP
*Public Accountants and
Chartered Accountants*

Singapore
2 August 2024



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the financial year ended 31 December 2023

| | | The Group | |
|--|------|------------------|------------------|
| | Note | 2023 US\$'000 | 2022 US\$'000 |
| Revenue | 3 | 42,637 | 42,903 |
| Other operating income | | 138 | 144 |
| Other operating expenses | 4 | (37,668) | (38,741) |
| Operating profit before depreciation and impairment | | 5,107 | 4,306 |
| Write-back of impairment charge/(impairment charge) on trade and other receivables | 10 | 25 | (58) |
| Depreciation charge | 7 | (1,184) | (1,508) |
| Operating profit | | 3,948 | 2,740 |
| Foreign currency exchange loss - net | | (613) | (1,846) |
| Interest expense | | (208) | (98) |
| Interest income | | 1,839 | 200 |
| Other finance expenses - net | | (65) | (50) |
| Finance income/(expenses) - net | | 953 | (1,794) |
| Profit before income tax | | 4,901 | 946 |
| Income tax expense | 6 | (1,393) | (2,015) |
| Profit/(loss) for the financial year | | 3,508 | (1,069) |
| Other comprehensive income: | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | |
| Net gain/(loss) on retirement benefit obligations | 13 | 287 | (9,649) |
| Income tax (expense)/credit | 6 | (63) | 2,123 |
| Other comprehensive income for the financial year, net of tax | | 224 | (7,526) |
| Total comprehensive income for the financial year | | 3,732 | (8,595) |

*The accompanying notes form an integral part of these consolidated financial statements.
Independent Auditors' Report – Page 3 to 5.*

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**BW GAS PTE. LTD.
AND ITS SUBSIDIARIES**

BALANCE SHEETS
As at 31 December 2023

| | Note | The Group | | Company | |
|--------------------------------------|------|------------------|------------------|------------------|------------------|
| | | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| Property, plant and equipment | 7 | 6,827 | 7,884 | - | - |
| Investments in subsidiaries | 8 | - | - | 48,290 | 48,290 |
| Other receivables | 9 | 556 | 582 | - | - |
| Deferred tax assets | 6 | 509 | - | - | - |
| Derivative financial instruments | 16 | 604 | 799 | - | - |
| Total non-current assets | | 8,496 | 9,265 | 48,290 | 48,290 |
| Trade and other receivables | 10 | 58,981 | 16,222 | - | - |
| Cash and cash equivalents | 11 | 66,021 | 49,794 | 1 | - |
| Assets held-for-sale | 17 | - | 6,955 | - | - |
| Derivative financial instruments | 16 | 1,565 | 54 | - | - |
| Total current assets | | 126,567 | 73,025 | 1 | - |
| Total assets | | 135,063 | 82,290 | 48,291 | 48,290 |
| Deferred tax liabilities | 6 | - | 1,112 | - | - |
| Other payables | 14 | 2,290 | 1,933 | - | - |
| Lease liabilities | | 4,154 | 5,079 | - | - |
| Retirement benefit obligations | 13 | 5,955 | 6,802 | - | - |
| Derivative financial instruments | 16 | 1 | 591 | - | - |
| Total non-current liabilities | | 12,400 | 15,517 | - | - |
| Trade and other payables | 14 | 71,193 | 67,754 | 13 | 48,228 |
| Current income tax liabilities | 6 | 2,281 | 2,172 | - | - |
| Lease liabilities | | 778 | 937 | - | - |
| Derivative financial instruments | 16 | 1,312 | 774 | - | - |
| Total current liabilities | | 75,564 | 71,637 | 13 | 48,228 |
| Total liabilities | | 87,964 | 87,154 | 13 | 48,228 |
| Net assets/(liabilities) | | 47,099 | (4,864) | 48,278 | 62 |
| Share capital | 12 | 48,331 | 100 | 48,331 | 100 |
| Accumulated losses | | (1,232) | (4,964) | (53) | (38) |
| Total equity/(deficit) | | 47,099 | (4,864) | 48,278 | 62 |

*The accompanying notes form an integral part of these consolidated financial statements.
Independent Auditors' Report – Page 3 to 5.*



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the financial year ended 31 December 2023

| | Note | Share capital US\$'000 | Accumulated losses US\$'000 | Total equity US\$'000 |
|---|------|---------------------------|-----------------------------------|--------------------------|
| <u>The Group</u> | | | | |
| Balance at 1 January 2023 | | 100 | (4,964) | (4,864) |
| <u>Transaction with owner</u> | | | | |
| Issuance of new shares | 12 | 48,231 | - | 48,231 |
| <u>Total comprehensive income</u> | | | | |
| Profit for the financial year | | - | 3,508 | 3,508 |
| Other comprehensive income for the financial year | | - | 224 | 224 |
| Balance at 31 December 2023 | | 48,331 | (1,232) | 47,099 |
| Balance at 1 January 2022 | | 100 | 3,631 | 3,731 |
| <u>Total comprehensive income</u> | | | | |
| Loss for the financial year | | - | (1,069) | (1,069) |
| Other comprehensive income for the financial year | | - | (7,526) | (7,526) |
| Balance at 31 December 2022 | | 100 | (4,964) | (4,864) |

*The accompanying notes form an integral part of these consolidated financial statements.
Independent Auditors' Report – Page 3 to 5.*



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**BW GAS PTE. LTD.
AND ITS SUBSIDIARIES**

CONSOLIDATED STATEMENT OF CASH FLOWS
For the financial year ended 31 December 2023

| | <u>The Group</u> | |
|--|------------------|----------------|
| Note | 2023 | 2022 |
| | US\$'000 | US\$'000 |
| Cash flows from operating activities | | |
| Profit/(loss) for the financial year | 3,508 | (1,069) |
| Adjustments for: | | |
| - income tax expense | 1,393 | 2,015 |
| - (write-back of impairment charge)/impairment charge on trade and other receivables | (25) | 58 |
| - depreciation charge | 1,184 | 1,508 |
| - interest expense | 208 | 98 |
| - interest income | (1,839) | (200) |
| - other finance expenses – net | 65 | 50 |
| - foreign currency exchange loss arising from derivatives | 806 | 1,389 |
| - foreign currency exchange gain on tax liability | (31) | (526) |
| Operating cash flow before working capital changes | <u>5,269</u> | <u>3,323</u> |
| Changes in working capital: | | |
| - trade and other receivables ⁽¹⁾ | (35,753) | 47,228 |
| - trade and other payables ⁽¹⁾⁽²⁾ | 52,027 | (54,364) |
| - retirement benefit obligations | (560) | 5,270 |
| - restricted bank deposits | (156) | 155 |
| Cash generated from operations | <u>20,827</u> | <u>1,612</u> |
| - tax paid | (2,937) | (941) |
| Net cash provided by operating activities | <u>17,890</u> | <u>671</u> |
| Cash flows from investing activities | | |
| Purchase of property, plant and equipment | (127) | (378) |
| Interest received | 1,839 | 200 |
| Net cash provided by/(used in) investing activities | <u>1,712</u> | <u>(178)</u> |
| Cash flows from financing activities | | |
| Settlement for derivatives | (2,174) | (877) |
| Repayment of lease liabilities | (1,292) | (1,457) |
| Other finance expenses paid | (65) | (50) |
| Net cash used in financing activities | <u>(3,531)</u> | <u>(2,384)</u> |
| Net increase/(decrease) in cash and cash equivalents | <u>16,071</u> | <u>(1,891)</u> |
| Cash and cash equivalents at beginning of the financial year | 48,730 | 50,621 |
| Cash and cash equivalents at end of the financial year | 11 <u>64,801</u> | <u>48,730</u> |

Significant non-cash transactions

- (1) The amounts for 2023 include US\$33.5 million (2022: US\$87.6 million) of non-cash settlement through global clearing amongst outstanding balances held by the ultimate holding corporation, immediate holding corporation and fellow subsidiaries.
- (2) The amount for 2023 includes US\$48.2 million for the issuance of new shares, which was offset against the payables to the immediate holding corporation.

*The accompanying notes form an integral part of these consolidated financial statements.
Independent Auditors' Report – Page 3 to 5.*



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS (continued)
For the financial year ended 31 December 2023

Reconciliation of liability arising from financing activities

| | 1 January 2023 US\$'000 | Repayment of lease liabilities US\$'000 | Non-cash interest expense US\$'000 | 31 December 2023 US\$'000 |
|-------------------|-------------------------------|--|---|---------------------------------|
| Lease liabilities | 6,016 | (1,292) | 208 | 4,932 |

| | 1 January 2022 US\$'000 | Additional lease capitalised US\$'000 | Repayment of lease liabilities US\$'000 | Non-cash interest expense US\$'000 | 31 December 2022 US\$'000 |
|-------------------|-------------------------------|--|--|---|---------------------------------|
| Lease liabilities | 1,293 | 6,082 | (1,457) | 98 | 6,016 |

*The accompanying notes form an integral part of these consolidated financial statements.
Independent Auditors' Report – Page 3 to 5.*



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *For the financial year ended 31 December 2023*

These notes form an integral part of and should be read in conjunction with the accompanying consolidated financial statements.

1. General

BW Gas Pte. Ltd. (the "Company") is incorporated and domiciled in Singapore. The address of its registered office is 10 Pasir Panjang Road, #18-01 Mapletree Business City, Singapore 117438.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are listed in note 8.

2. Material accounting policies

(a) Basis of preparation

The consolidated financial statements have been prepared in accordance with Financial Reporting Standards in Singapore ("FRS"), and have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

New standards, amendments to published standards and interpretations, effective in 2023

The Group has adopted all the relevant new standards, amendments to published standards, and interpretations that are effective from 1 January 2023.

The adoption of these new standards, amendments to published standards, and interpretations does not have a material impact on the consolidated financial statements other than *International Tax Reform – Pillar Two Model Rules (Amendments to FRS 12)* and *Disclosure of Accounting Policies (Amendments to FRS 1 and FRS Practice Statement 2)*.

Global minimum top-up tax

In May 2023, the Group adopted *International Tax Reform – Pillar Two Model Rules (Amendments to FRS 12)*. The amendments require the Group to disclose the estimated exposure to Pillar Two income taxes arising from jurisdictional adoption of the Pillar Two Model Rules published by the Organisation for Economic Cooperation and Development (OECD).

The amendments also provide a temporary mandatory exception from deferred tax accounting for Pillar Two income taxes which applies retrospectively. However, because no new legislation to implement the top-up tax was enacted or substantively enacted as at 31 December 2022 in any jurisdiction where the Group operates and no related deferred tax was recognised at that date, the retrospective application of this exception has no impact on the Group's consolidated financial statements.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *For the financial year ended 31 December 2023*

2. Material accounting policies (continued)

(a) Basis of preparation (continued)

New standards, amendments to published standards and interpretations, effective in 2023
(continued)

Material accounting policy information

The Group adopted *Disclosure of Accounting Policies (Amendments to FRS 1 and FRS Practice Statement 2)* from 1 January 2023. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in the consolidated financial statements.

The amendments require the disclosure of “material”, rather than “significant”, accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand the consolidated financial statements.

Management has reviewed the accounting policies and made updates to the information disclosed in Note 2 Material accounting policies (2022: Significant accounting policies) in certain instances in line with the amendments.

New standards, amendments to published standards and interpretations, effective in later periods

A number of new standards, amendments and interpretations, which are relevant to the Group’s operations but have not been early adopted, have been published and are mandatory for accounting periods beginning on or after 1 January 2024 or later periods.

The Group does not expect the adoption of these standards, amendments and interpretations to have a material impact on the consolidated financial statements.

Critical accounting estimates and assumptions

The preparation of consolidated financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Group’s accounting policies. It also requires the use of certain critical accounting estimates and assumptions discussed below.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(a) Basis of preparation (continued)

Critical accounting estimates and assumptions (continued)

Certain amounts included in or affecting the consolidated financial statements and related disclosures are estimated, requiring the Group to make assumptions with respect to values or conditions which cannot be known with certainty at the time the consolidated financial statements are prepared. A critical accounting estimate or assumption is one which is both important to the portrayal of the Group's financial condition and results and requires management's most difficult, subjective or complex judgements, often as a result of the need to make estimates about the effect of matters that are inherently uncertain. Management evaluates such estimates on an ongoing basis, using historical results and experience, consideration of relevant trends, consultation with experts and other methods considered reasonable in the particular circumstances.

The Group has assessed that there are no areas involving a high degree of judgement or complexity, or areas where estimates and assumptions are significant to the consolidated financial statements.

(b) Revenue and income recognition

Revenue comprises the fair value of consideration received or receivable for the rendering of services in the ordinary course of the Group's activities, net of rebates and discounts, and after eliminating sales within the Group.

(i) *Management fees*

Revenue from the provision of management support services is recognised on a straight-line basis over the contract period.

(ii) *Rendering of services*

Revenue from operational services is recognised as services are rendered.

(iii) *Interest income*

Interest income is recognised using the effective interest method.

(c) Group accounting

Subsidiaries

(i) *Consolidation*

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *For the financial year ended 31 December 2023*

2. Material accounting policies (continued)

(c) Group accounting (continued)

Subsidiaries (continued)

(i) Consolidation (continued)

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated but are considered an impairment indicator of the asset transferred. Accounting policies of subsidiaries have been aligned where necessary to ensure consistency with the policies adopted by the Group.

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations by the Group.

The consideration transferred for the acquisition of a business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date, and any gains or losses arising from such re-measurement are recognised in profit or loss.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

The excess of: (i) the consideration transferred; the amount of any non-controlling interest in the acquiree; and the acquisition-date fair value of any previous equity interest in the acquiree over the; (ii) fair value of the net identifiable assets acquired; is recorded as goodwill.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(c) Group accounting (continued)

Subsidiaries (continued)

(ii) *Acquisitions* (continued)

The excess of: (i) fair value of the net identifiable assets acquired over the (ii) consideration transferred; the amount of any non-controlling interest in the acquiree; and the acquisition-date fair value of any previous equity interest in the acquiree; is recorded in profit or loss during the period when it occurs.

The Group has an option to apply a "concentration test" that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

(iii) *Disposals*

When a change in the Group's ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific standard.

Any retained interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

(d) Property, plant and equipment

(i) *Measurement*

(1) Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses (note 2(f)).

(2) The cost of an item of property, plant and equipment initially recognised includes expenditure that is directly attributable to the acquisition of the item. Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the asset.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(d) Property, plant and equipment (continued)

(ii) *Depreciation*

Depreciation is calculated using a straight-line method to allocate the depreciable amounts of property, plant and equipment, after taking into account the residual values over their estimated useful lives. The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at least annually. The effects of any revision are recognised in profit or loss when the changes arise.

The estimated useful lives are as follows:

| | <u>Useful lives</u> |
|-------------------------------|---------------------|
| Furniture and fittings | 6 years |
| Office computer and equipment | 3 years |
| Office (see note 15) | 7 years |

(iii) *Subsequent expenditure*

Subsequent expenditure relating to property, plant and equipment, that has already been recognised, is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance expense is recognised in profit or loss when incurred.

(iv) *Disposal*

On disposal of an item of property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is recognised in profit or loss.

(e) Financial assets

(1) *Classification*

The Group classifies its financial assets at amortised cost and fair value through profit or loss ("FVTPL"). The Group makes an assessment of the objective of the business model in which a financial asset is held because this best reflects the way the business is managed and information is provided to management. The classification depends on the business model in which a financial asset is managed and its contractual cash flows characteristics. Management determines the classification of its financial assets at initial recognition. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model. The Group held the following classes of financial assets during the financial year:



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(e) Financial assets (continued)

(1) Classification (continued)

Financial assets at amortised cost

A financial asset is classified as measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are presented as current assets, except for those expected to be realised later than 12 months after the balance sheet date which are presented as non-current assets. They are presented under "trade and other receivables" (notes 9 and 10) and "cash and cash equivalents" (note 11) in the balance sheet.

FVTPL financial assets

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Derivatives are also categorised as FVTPL unless they are designated as hedges.

Assets in this category are presented as current assets if they are expected to be realised within 12 months after the balance sheet date.

(2) Recognition and derecognition

Trade receivables are initially recognised when they are originated. Other financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a financial asset measured at amortised cost or FVTPL, the difference between the net sale proceed and its carrying amount is recognised in profit or loss.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(e) Financial assets (continued)

(3) Initial measurement and subsequent measurement

Financial assets are initially recognised at fair value plus transaction costs except for financial assets at FVTPL, which are recognised at fair value. Transaction costs for financial assets at FVTPL are recognised immediately as expenses. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets at FVTPL are subsequently carried at fair value. Financial assets at amortised cost are subsequently carried at amortised cost using the effective interest method. Changes in the fair values of financial assets at FVTPL, including the effects of currency translation, are recognised in profit or loss.

(4) Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount reported in the balance sheet, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(5) Impairment

For financial assets measured at amortised cost, the Group assesses at each balance sheet date the amount of expected credit losses ("ECL"). ECLs are probability-weighted estimates of credit losses.

For trade receivables, the Group applied the simplified approach permitted by FRS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

For other financial assets, the Group applies the general approach. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECL at initial recognition. At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs. 12 month ECLs are the portion of ECLs that results from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience, informed credit assessment and other forward-looking information.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(e) Financial assets (continued)

(5) *Impairment* (continued)

The Group assumes that the financial asset is credit-impaired when the debtor is under significant financial difficulties, or when there is default or significant delay in payments. The Group considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held). The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

When the asset becomes uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are recognised against the same line item in profit or loss.

The allowance for impairment loss account is reduced through profit or loss in a subsequent period when the amount of expected credit loss decreases and the related decrease can be objectively measured. The carrying amount of the asset previously impaired is increased to the extent that the new carrying amount does not exceed the amortised cost had no impairment been recognised in prior periods.

(f) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever there is objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less costs to sell and value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss, unless the asset is carried at a revalued amount, in which case, such impairment loss is treated as a revaluation decrease.

An impairment loss for an asset (or CGU) is reversed if, and only if, there has been a change in the estimate of the asset's (or CGU's) recoverable amount since the last impairment loss was recognised. The carrying amount of the asset (or CGU) is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated depreciation) had no impairment loss been recognised for the asset (or CGU) in prior years. A reversal of impairment loss for an asset (or CGU) is recognised in profit or loss, unless the asset is carried at a revalued amount, in which case, such reversal is treated as a revaluation increase. However, a reversal of impairment on a revalued asset is recognised in profit or loss only to the extent of the impairment loss that was previously recognised as an expense.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *For the financial year ended 31 December 2023*

2. **Material accounting policies** (continued)

(g) Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses (note 2(f)) in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments is recognised in profit or loss.

(h) Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired from suppliers in the ordinary course of business. Trade and other payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method, and are derecognised when the Group's obligation has been discharged, cancelled or expired.

(i) Derivative financial instruments

A derivative financial instrument is initially recognised at its fair value on the date the contract is entered into and is subsequently carried at its fair value. The fair value of derivative financial instruments represents the amount estimated by banks or brokers that the Group will receive or pay to terminate the derivatives at the balance sheet date.

For derivative financial instruments that are not designated or do not qualify for hedge accounting, any fair value gains or losses are recognised in profit or loss as a finance item. In particular, gains and losses on derivatives are presented in profit or loss as 'foreign currency exchange gain/loss - net'.

(j) Fair value estimation of financial assets and liabilities

The fair value of forward foreign exchange contracts is determined using forward exchange market rates at the balance sheet date.

The carrying amounts of current financial assets and liabilities, measured at amortised cost, approximate their fair values due to the short term nature of the balances. The fair values of non-current financial assets and liabilities carried at amortised cost are estimated by discounting the future contractual cash flows at current market interest rates, determined as those that are available to the Group at balance sheet date for similar financial instruments.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *For the financial year ended 31 December 2023*

2. Material accounting policies (continued)

(k) Leases

When a group company is the lessee:

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in FRS 116.

For leases of property and other equipment, the Group has elected not to separate non-lease components and accounts for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset, less any lease incentives received.

The right-of-use asset is subsequently carried at cost less accumulated depreciation and accumulated impairment losses (note 2(f)). Depreciation is calculated using a straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or end of the lease term. If the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option, the Group will depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying asset.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the applicable incremental borrowing rate. Generally, the Group uses its incremental borrowing rates as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- exercise price under a purchase option that the Group is reasonably certain to exercise;
- lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option; and
- payment of penalties for early termination of a lease unless the Group is reasonably certain that it will not terminate early.



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2. **Material accounting policies** (continued)

(k) Leases (continued)

When a group company is the lessee: (continued)

The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when:

- there is a change in future lease payments arising from a change in an index or rate;
- there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- there is a change in the Group's assessment of whether it will exercise a purchase, an extension or a termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recognised in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets in "property, plant and equipment" and lease liabilities in "lease liabilities" in the balance sheet.

Short-term and low value leases

The Group has elected not to recognise right-of-use assets and lease liabilities for leases with lease terms that are less than 12 months and other low-value assets. Lease payments associated with these leases are recognised as an expense in profit or loss on a straight-line basis over the lease term.

(l) Income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised as income or expense in profit or loss, except to the extent that it relates to items recognised in other comprehensive income in which case the tax is also recognised in other comprehensive income.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group operates and generates taxable income. Positions taken in tax returns are evaluated periodically, with respect to situations in which applicable tax regulations are subject to interpretation, and provisions are established where appropriate, on the basis of amounts expected to be paid to the tax authorities. In relation to accounting for tax uncertainties, where it is more likely than not that the final tax outcome would be favourable to the Group, no tax provision is recognised until payment to the tax authorities is required, and upon which a tax asset, measured at the expected recoverable amount, is recognised.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

2. Material accounting policies (continued)

(l) Income taxes (continued)

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is recognised on temporary differences arising on income earned from investments in subsidiaries, except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

(m) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation whereby, as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and a reliable estimate of the settlement amount can be made. When the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. Provisions are not recognised for future operating losses.

For leased-in assets, the Group recognises a provision for the estimated costs of reinstatement arising from the use of these assets. The provision is estimated based on the best estimate of the expenditure required to settle the obligation, taking into consideration time value.

(n) Employee benefits

Employee benefits are recognised as an expense, unless the cost qualifies to be classified as an asset.

(i) *Defined benefit plans*

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.



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For the financial year ended 31 December 2023

2. **Material accounting policies** (continued)

(n) Employee benefits (continued)

(i) *Defined benefit plans* (continued)

The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds or government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability.

Actuarial gains and losses are recognised immediately in other comprehensive income.

The net interest element is calculated by applying the discount rate to the net defined benefit liability or asset.

Past-service costs are recognised immediately as expenses in profit or loss.

(ii) *Defined contribution plans*

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

(iii) *Employee leave entitlement*

Employee entitlements to annual leave are recognised when they accrue to employees. An accrual is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

(o) Foreign currency translation

(i) *Functional and presentation currency*

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in United States Dollars, which is the Company's functional currency.



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2. **Material accounting policies** (continued)

(o) Foreign currency translation (continued)

(ii) *Transactions and balances*

Transactions in a currency other than the functional currency ("foreign currency transactions") are translated into the functional currency using the exchange rates prevailing at the date of the transactions. Foreign currency exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date, are recognised in profit or loss.

(p) Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand and deposits held at call with financial institutions which are subject to an insignificant risk of change in value.

(q) Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issuance of new equity instruments are taken to equity as a deduction, net of tax, from the proceeds.

(r) Dividends

Interim dividends are recognised in the financial year in which they are declared payable and final dividends are recognised when the dividends are approved for payment by the directors and shareholders respectively.

(s) Non-current assets held-for-sale

Non-current assets are classified as assets held-for-sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell. The assets are not depreciated or amortised while they are classified as held-for-sale. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.



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3. Revenue

| | <u>The Group</u> | |
|------------------------------|------------------|---------------|
| | 2023 | 2022 |
| | US\$'000 | US\$'000 |
| Rendering of services: | | |
| - Management fees | 34,331 | 34,138 |
| - Operation services revenue | 8,306 | 8,765 |
| Total revenue | 42,637 | 42,903 |

Revenue from management support services and operational services is recognised as services are rendered and the Group typically receives payment within 30 days from date of the invoice.

4. Expenses by nature

| | <u>The Group</u> | |
|---------------------------------------|------------------|---------------|
| | 2023 | 2022 |
| | US\$'000 | US\$'000 |
| Employee benefits (note 5) | 20,885 | 24,043 |
| Maintenance and repair expenses | 4,129 | 3,064 |
| Ship management fees | 572 | 590 |
| Corporate service fees | 7,266 | 7,187 |
| Auditor's remuneration | 42 | 66 |
| Other operating expenses | 4,774 | 3,791 |
| Total other operating expenses | 37,668 | 38,741 |

5. Employee benefits

| | <u>The Group</u> | |
|---|------------------|---------------|
| | 2023 | 2022 |
| | US\$'000 | US\$'000 |
| Wages, salaries and other benefits | 18,565 | 17,641 |
| Pension expense - defined benefit plans (note 13) | 202 | 4,731 |
| Social security costs | 2,118 | 1,671 |
| Total | 20,885 | 24,043 |

Key management's remuneration of the Group is disclosed in note 20.



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6. Income taxes

The Group operates in several jurisdictions and under several tax regimes. The Group's service income and fees derived in Norway and Pakistan are taxed under the prevailing corporate tax rates of 22% (2022: 22%) and 8% (2022: 8%) respectively.

(a) Income tax expense/(credit)

| <u>The Group</u> | |
|------------------|----------|
| 2023 | 2022 |
| US\$'000 | US\$'000 |

Tax expense attributable to profit or loss is made up of:

| | | |
|---|--------------|--------------|
| Current income tax | 2,921 | 2,502 |
| Under-provision in respect of previous year | 125 | 489 |
| Deferred tax | (1,653) | (976) |
| | <u>1,393</u> | <u>2,015</u> |

Income tax expense reconciliation is as follows:

| <u>The Group</u> | |
|------------------|----------|
| 2023 | 2022 |
| US\$'000 | US\$'000 |

| | | |
|---|--------------|--------------|
| Profit before income tax | <u>4,901</u> | 946 |
| Tax calculated at tax rate of 17% (2022: 17%) | 833 | 161 |
| Effects of: | | |
| - Different tax rates in other countries | 117 | 722 |
| - Expenses not deductible for tax purpose | 318 | 643 |
| - Under-provision in respect of previous year | 125 | 489 |
| Income tax expense | <u>1,393</u> | <u>2,015</u> |

| <u>The Group</u> | |
|------------------|----------|
| 2023 | 2022 |
| US\$'000 | US\$'000 |

Tax (credit)/expense recognised in other comprehensive income:

| | | |
|---|--------------|--------------|
| Remeasurement of retirement benefit obligations | (287) | 9,649 |
| Deferred tax | 63 | (2,123) |
| Remeasurement of retirement benefit obligations, net of tax | <u>(224)</u> | <u>7,526</u> |



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6. Income taxes (continued)

(b) Movements in current income tax liabilities

| | The Group | |
|-----------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Beginning of financial year | 2,172 | 122 |
| Income tax paid | (2,937) | (941) |
| Income tax expense | 3,046 | 2,991 |
| End of financial year | <u>2,281</u> | <u>2,172</u> |

(c) Deferred income taxes

| | The Group | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| <i>Deferred tax liability arising from taxable temporary differences on:</i> | | |
| Fixed assets | - | 59 |
| Others | - | 1,053 |
| | <u>-</u> | <u>1,112</u> |
| <i>Deferred tax asset arising from deductible temporary differences on:</i> | | |
| Fixed assets | (7) | - |
| Others | (502) | - |
| | <u>(509)</u> | <u>-</u> |

Deferred tax assets are recognised to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has no unrecognised tax losses (2022: no unrecognised tax losses) at the balance sheet date.

(d) Global minimum top-up taxes

The Group has subsidiaries and a branch that are domiciled in Singapore, Norway and Pakistan, which intend to implement global minimum top-up tax. There is no current tax impact arising from global minimum top-up tax for the financial year ended 31 December 2023.

The Group has applied the temporary mandatory relief from deferred tax accounting for the impact of global minimum top-up tax and will account for it as a current tax when it is incurred.

As the legislation and tax rules are still developing, the Group will continue to monitor the impact of these rules on its consolidated financial statements.



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7. Property, plant and equipment

| | Furniture and fittings US\$'000 | Office computer and equipment US\$'000 | Others US\$'000 | Total US\$'000 |
|---------------------------------|--|--|--------------------|-------------------|
| <u>The Group</u> | | | | |
| <i>Cost</i> | | | | |
| At 1 January 2023 | 1,334 | 682 | 8,804 | 10,820 |
| Additions | 102 | 25 | - | 127 |
| Disposals | - | - | (2,576) | (2,576) |
| At 31 December 2023 | 1,436 | 707 | 6,228 | 8,371 |
| <i>Accumulated depreciation</i> | | | | |
| At 1 January 2023 | 58 | 199 | 2,679 | 2,936 |
| Depreciation charge | 23 | 144 | 1,017 | 1,184 |
| Disposals | - | - | (2,576) | (2,576) |
| At 31 December 2023 | 81 | 343 | 1,120 | 1,544 |
| <i>Net book value</i> | | | | |
| At 31 December 2023 | 1,355 | 364 | 5,108 | 6,827 |
| <i>Cost</i> | | | | |
| At 1 January 2022 | 1,322 | 316 | 2,722 | 4,360 |
| Additions | 12 | 366 | 6,082 | 6,460 |
| At 31 December 2022 | 1,334 | 682 | 8,804 | 10,820 |
| <i>Accumulated depreciation</i> | | | | |
| At 1 January 2022 | 26 | 69 | 1,333 | 1,428 |
| Depreciation charge | 32 | 130 | 1,346 | 1,508 |
| At 31 December 2022 | 58 | 199 | 2,679 | 2,936 |
| <i>Net book value</i> | | | | |
| At 31 December 2022 | 1,276 | 483 | 6,125 | 7,884 |



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BW GAS PTE. LTD.
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8. Investments in subsidiaries

| | <u>Company</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| At beginning and end of the financial year | <u>48,290</u> | <u>48,290</u> |

Investments in subsidiaries are specified as follows:

| Name of companies | Principal activities | Country of incorporation | Equity holding | |
|---------------------------------------|----------------------|--------------------------|----------------|-----------|
| | | | 2023 % | 2022 % |
| <u>Subsidiary held by the Company</u> | | | | |
| BW LNG AS | Investment holding | Norway | 100 | 100 |
| <u>Subsidiaries held by BW LNG AS</u> | | | | |
| BW Fleet Management AS | Ship-management | Norway | 100 | 100 |
| BW Gas NIS Manning AS | Manning | Norway | 100 | 100 |
| BW Gas Foreign Manning AS | Manning | Norway | 100 | 100 |

9. Other receivables - non-current

| | <u>The Group</u> | |
|-------------------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Other receivables: - staff loans | <u>556</u> | <u>582</u> |

The non-current other receivables have the following maturity:

| | <u>The Group</u> | |
|-----------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Later than five years | <u>556</u> | <u>582</u> |

The carrying amounts of non-current other receivables approximate their fair values as the effects of discounting are insignificant.



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10. Trade and other receivables – current

| | <u>The Group</u> | |
|---|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Trade receivables – third parties | 3,236 | 3,772 |
| Less: Allowance for trade receivables – third parties | (33) | (58) |
| Trade receivables – net | <u>3,203</u> | <u>3,714</u> |
| Prepayments | 1,049 | 552 |
| Other receivables | | |
| - third parties | 9,949 | 2,460 |
| - ultimate holding corporation | 1,255 | 2,495 |
| - immediate holding corporation | 20,996 | - |
| - fellow subsidiaries | 10,500 | 5,939 |
| - associates of the ultimate holding corporation | 11,705 | 5,716 |
| - joint ventures of the ultimate holding corporation | 5 | 1,062 |
| - related party with common shareholder as ultimate holding corporation | 319 | - |
| | <u>54,729</u> | <u>17,672</u> |
| Less: Allowance for other receivables | | |
| - associate of the ultimate holding corporation | - | (5,716) |
| Other receivables – net | <u>54,729</u> | <u>11,956</u> |
| | <u>58,981</u> | <u>16,222</u> |

The Group assesses the recoverability of trade and other receivables on a periodic basis. For the financial year ended 31 December 2022, collectability of certain other receivables was deemed to be fully credit-impaired. In 2023, these receivables were written off against the allowance.

The carrying amounts of current trade and other receivables approximate their fair values due to the short term nature.

Other receivables due from ultimate holding corporation, immediate holding corporation, fellow subsidiaries, associates and joint ventures of the ultimate holding corporation and a related party with common shareholder as ultimate holding corporation are unsecured, interest-free and repayable on demand.

The movements in allowance for trade and other receivables are as follows:

| | <u>The Group</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| At beginning of the financial year | (5,774) | (5,716) |
| Write-back of allowance/(allowance made) | 25 | (58) |
| Utilisation of allowance for impairment | 5,716 | - |
| At end of the financial year | <u>(33)</u> | <u>(5,774)</u> |



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11. Cash and cash equivalents

| | The Group | | Company | |
|---|------------------|------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| Cash at bank and on hand | 14,567 | 23,340 | 1 | - |
| Amounts placed with a fellow subsidiary | 51,454 | 26,454 | - | - |
| | <u>66,021</u> | <u>49,794</u> | <u>1</u> | <u>-</u> |

As at 31 December 2023, the amounts placed with a fellow subsidiary, under a cash pooling arrangement bear interest at between 1.00% to 4.00% (2022: 0.05% to 1.00%) per annum.

For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:

| | The Group | |
|---|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Cash and bank balances | 66,021 | 49,794 |
| Less: Restricted bank deposits | (1,220) | (1,064) |
| Cash and bank balances per consolidated statement of cash flows | <u>64,801</u> | <u>48,730</u> |

As at 31 December 2023 and 31 December 2022, restricted bank deposits mainly relate to rent guarantees and taxes withheld from employees.

Cash and bank balances are denominated in the following currencies:

| | The Group | | Company | |
|-----------------|------------------|------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| US Dollar | 62,196 | 47,337 | 1 | - |
| Norwegian Krone | 3,812 | 2,372 | - | - |
| Others | 13 | 85 | - | - |
| | <u>66,021</u> | <u>49,794</u> | <u>1</u> | <u>-</u> |

The exposure of cash and cash equivalents to interest rate risks is disclosed in note 18(a)(ii).



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12. Share capital of BW Gas Pte. Ltd.

Issued and fully paid-up ordinary share with no par value

| | 2023 | 2022 | 2023 | 2022 |
|------------------------------------|-------------------|----------------|-------------------|----------------|
| | Number of Shares | | Amount US\$ | US\$ |
| At beginning of the financial year | 100,000 | 100,000 | 100,000 | 100,000 |
| Issuance of new shares | 48,231,008 | - | 48,231,008 | - |
| At end of the financial year | <u>48,331,008</u> | <u>100,000</u> | <u>48,331,008</u> | <u>100,000</u> |

On 24 November 2023, the Company issued 48,231,008 ordinary shares, by way of capitalisation of balances payable to immediate holding corporation. The newly issued ordinary shares rank pari passu with the existing shares. The shares were issued at US\$1.00 per share.

13. Retirement benefit obligations

| | <u>The Group</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Balance sheet liabilities: | | |
| Pension obligations | <u>5,955</u> | <u>6,802</u> |
| Pension expense (note 5) | <u>202</u> | <u>4,731</u> |
| Net (gain)/loss recognised in other comprehensive income | <u>(287)</u> | <u>9,649</u> |

Pension expense recognised in profit or loss is as follows:

| | <u>The Group</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Current service cost | 13 | 24 |
| Curtailment cost | - | 5,022 |
| Interest cost/(income) | 189 | (315) |
| Total included in employee benefits (note 5) | <u>202</u> | <u>4,731</u> |



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13. Retirement benefit obligations (continued)

The movements in the defined benefit obligations during the financial year are as follows:

| | <u>The Group</u> | |
|--------------------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| At beginning of the financial year | 56,297 | 57,325 |
| Current service cost | 13 | 24 |
| Interest cost | 189 | 886 |
| Actuarial (gain)/loss | (287) | 2,407 |
| Exchange gain | (198) | (6,292) |
| Disposal | (49,495) | - |
| Payroll tax of employer contribution | - | (59) |
| Benefits paid | (564) | (3,016) |
| Curtailment cost | - | 5,022 |
| At end of the financial year | <u>5,955</u> | <u>56,297</u> |

The movements in the fair value of the plan assets during the financial year are as follows:

| | <u>The Group</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| At beginning of the financial year | (57,347) | (72,397) |
| Actual return on plan assets | - | (1,201) |
| Contribution by employer | - | (479) |
| Disposal | 57,347 | - |
| Exchange loss | - | 7,935 |
| Payroll tax of employer contribution | - | 59 |
| Benefits paid | - | 2,391 |
| Remeasurement loss | - | 6,345 |
| At end of the financial year | <u>-</u> | <u>(57,347)</u> |
| Present value of defined benefit obligations | 5,955 | 56,297 |
| Fair value of plan assets | - | (57,347) |
| Effect of assets ceiling | - | 897 |
| Reclassification to assets held-for-sale (note 17) | - | 6,955 |
| | <u>5,955</u> | <u>6,802</u> |
| Fair value of plan assets consists of: | | |
| Equity instruments | - | - |
| Debt instruments | - | - |
| Others | - | 100% |



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13. Retirement benefit obligations (continued)

For the existing pension plans as at 31 December 2023 and 31 December 2022:

The principal actuarial assumptions used to determine the balances as at 31 December are as follows:

| | <u>The Group</u> | |
|--------------------------|------------------|------|
| | 2023 | 2022 |
| Discount rate | 3.1% | 3.0% |
| Future salary increases | 3.5% | 3.5% |
| Future pension increases | 0.1% | 1.5% |

The principal actuarial assumptions used to determine the amount charged to profit or loss for the financial year are as follows:

| | <u>The Group</u> | |
|--------------------------|------------------|------|
| | 2023 | 2022 |
| Discount rate | 3.0% | 1.9% |
| Future salary increases | 3.5% | 2.8% |
| Future pension increases | 0.1% | 0.1% |

Actuarial (gain)/loss of the defined benefit obligations is split into the effect of changes as follows:

| | <u>The Group</u> | |
|--|------------------|----------|
| | 2023 | 2022 |
| | US\$'000 | US\$'000 |
| Effect of changes in demographic assumptions | (251) | 4,914 |
| Effect of changes in financial assumptions | (36) | (2,507) |
| Actuarial (gain)/loss | (287) | 2,407 |

Excluding the impact of payroll tax, if the discount rate increases/decreases by 1% in absolute with all other variables being held constant, the defined benefit obligations will be lower/higher by approximately US\$0.4 million/US\$0.4 million (2022: US\$5.3 million/US\$6.5 million) respectively. If the future salary projection increases/decreases by 1% in absolute with all other variables being held constant, the defined benefit obligations will be higher/lower by approximately US\$900/US\$900 (2022: US\$0.6 million/US\$0.6 million) respectively.

The above sensitivity analysis takes into effect only the change in the defined benefit obligation and does not take into account the effect on the limitation of recognition of a net asset arising from the asset ceiling.

The duration of the plan is approximately 13 years (2022: 13 years).



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13. Retirement benefit obligations (continued)

Pension plans for certain groups of employees are operated through independent funds and life insurance companies. The pension entitlements are accrued on a linear basis over a service life of 30 years. For office employees, the plans provide for a retirement pension of 66% of pensionable pay from the age of 67 as well as benefits for surviving spouses/dependants and a disability pension. The pension plan for office employees was closed and replaced with a contribution plan in 2010. Seafaring personnel covered by the agreement between the Norwegian Shipowners' Association and the Norwegian seamen's associations are entitled to a pension of 60% of pensionable pay from the age of 60 until the age of 67. Seafaring personnel in senior positions who are covered by this agreement and the relevant pension plan are entitled thereafter to a pension of 50% of pensionable pay. The plan also provides for disability and survivor benefits. The pension plan for seafaring personnel was closed from 1 January 2020 and replaced with a defined contribution plan after agreement between the Norwegian Shipowners' Association and the unions for the seafaring personnel. In the case of seafaring personnel not covered by the agreement between the Norwegian Shipowners' Association and the Norwegian seamen's associations, defined contribution plans have been set up for some groups in line with agreements with the seamen's organisations in various countries. These plans do not involve any pension obligations beyond the payment of premiums.

The funded plan was sold and transferred to Storebrand Livsforsikring AS ("Storebrand") in 2023 after final approval from the Financial Supervisory Authority of Norway.

The Group also has some pension obligations that are not covered by these group plans. These relate to early retirement pensions for office employees from the age of 64 and employees not eligible for the group pension plans.



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14. Trade and other payables

| | The Group | | Company | |
|--|------------------|------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| Trade payables | | | | |
| - third parties | 2,888 | 1,574 | - | - |
| Other payables | | | | |
| - third parties | 15,815 | 6,861 | - | - |
| - fellow subsidiaries | 18,007 | 19,106 | - | - |
| - immediate holding corporation | - | 25,477 | 3 | 48,218 |
| - joint ventures of the ultimate holding corporation | 9,617 | 4,317 | - | - |
| - associates of the ultimate holding corporation | 22,666 | 9,770 | - | - |
| | 66,105 | 65,531 | 3 | 48,218 |
| Others ⁽¹⁾ | 2,290 | 1,933 | - | - |
| Advances from customer | 1,321 | - | - | - |
| Other accrued operating expenses | 879 | 649 | 10 | 10 |
| | 73,483 | 69,687 | 13 | 48,228 |
| Analysed as: | | | | |
| Non-current | 2,290 | 1,933 | - | - |
| Current | 71,193 | 67,754 | 13 | 48,228 |
| | 73,483 | 69,687 | 13 | 48,228 |

⁽¹⁾ This relates to advances received from the customer over the charter period for drydock services to be performed at the end of the vessel charter in 2032.

The carrying amounts of current trade and other payables, principally denominated in United States Dollars, approximate their fair values due to their short term nature.

The non-trade amounts due to immediate holding corporation, fellow subsidiaries, and joint ventures and associates of the ultimate holding corporation are unsecured, interest-free and repayable on demand.



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15. Lease – when a group company is the lessee

The Group leases office spaces from a non-related party (2022: non-related parties) under non-cancellable operating lease agreements.

The leases are recognised as right-of-use assets and lease liabilities on balance sheet under FRS 116.

Information about the leases for which the Group is a lessee is presented below.

(i) *Right-of-use assets*

Right-of-use assets related to leased-in office spaces are presented as “others” in property, plant and equipment (note 7).

| | <u>The Group</u> |
|---------------------------------|------------------|
| | <u>Others</u> |
| | US\$'000 |
| <i>Cost</i> | |
| At 1 January 2023 | 8,658 |
| Disposals | <u>(2,576)</u> |
| At 31 December 2023 | <u>6,082</u> |
| <i>Accumulated depreciation</i> | |
| At 1 January 2023 | 2,679 |
| Depreciation charge | 1,017 |
| Disposals | <u>(2,576)</u> |
| At 31 December 2023 | <u>1,120</u> |
| <i>Net book value</i> | |
| At 31 December 2023 | <u>4,962</u> |
| <i>Cost</i> | |
| At 1 January 2022 | 2,576 |
| Additions | <u>6,082</u> |
| At 31 December 2022 | <u>8,658</u> |
| <i>Accumulated depreciation</i> | |
| At 1 January 2022 | 1,333 |
| Depreciation charge | <u>1,346</u> |
| At 31 December 2022 | <u>2,679</u> |
| <i>Net book value</i> | |
| At 31 December 2022 | <u>5,979</u> |



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15. Lease – when a group company is the lessee (continued)

(ii) Amount recognised in profit or loss

| | The Group | |
|---------------------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Interest expense on lease liabilities | 208 | 98 |

(iii) Amount recognised in consolidated statement of cash flows

| | The Group | |
|-------------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Total cash outflow for leases | 1,292 | 1,457 |

16. Derivative financial instruments

| | The Group | | | |
|---|------------------|-------------|------------------|-------------|
| | 2023 US\$'000 | | 2022 US\$'000 | |
| | Assets | Liabilities | Assets | Liabilities |
| Non-hedging instruments - forward foreign exchange contracts | 2,169 | 1,313 | 853 | 1,365 |
| Analysed as: | | | | |
| Non-current | 604 | 1 | 799 | 591 |
| Current | 1,565 | 1,312 | 54 | 774 |
| | 2,169 | 1,313 | 853 | 1,365 |



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

16. Derivative financial instruments (continued)

The Group has entered into forward foreign exchange contracts with the ultimate holding corporation to swap United States Dollars for Norwegian Kroner, Euro and Japanese Yen, for working capital needs. The notional principal amounts of the outstanding forward foreign exchange contracts as at 31 December 2023 and 31 December 2022 comprise the following:

| Currency | The Group | | | |
|------------------|--|------------------------------|--|------------------------------|
| | 2023 | | 2022 | |
| | Notional amounts in local currency (million) | US\$ equivalents (\$million) | Notional amounts in local currency (million) | US\$ equivalents (\$million) |
| Norwegian Kroner | 425.1 | 42.0 | 444.0 | 46.5 |
| Euro | 16.1 | 17.1 | - | - |
| Japanese Yen | 71.1 | 0.5 | - | - |
| | <u>59.6</u> | | <u>46.5</u> | |

The forward foreign exchange contracts will mature between 2024 to 2025 (2022: between 2023 and 2025).

17. Assets held-for-sale

| | The Group | |
|---------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Retirement benefit assets | - | 6,955 |

In 2022, the Group committed to the sale of one of its retirement benefit plans. The pension plan was sold in December 2023 with a loss on disposal of US\$0.9 million.

18. Financial risk management

Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk and interest rate risk); credit risk; and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

The financial risk management of the Group is handled by the ultimate holding corporation as part of its operations, and these processes and policies are described in the consolidated financial statements of the ultimate holding corporation.



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

18. Financial risk management (continued)

Financial risk factors (continued)

(a) Market risk

(i) Foreign currency exchange risk

The functional currency of all entities in the Group is United States Dollars ("USD"). The Group's operating revenue is denominated in USD.

At the balance sheet date, the Group has cash and cash equivalents, trade and other receivables, retirement benefit obligations and current and deferred tax denominated in Norwegian Kroner ("NOK"). The foreign currency positions presented in USD are as follows:

| | The Group | |
|-------------------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| NOK | | |
| Assets | 4,877 | 9,909 |
| Liabilities | (8,078) | (9,682) |
| Net foreign currency position | <u>(3,201)</u> | <u>227</u> |

The Group is exposed to foreign currency exchange risks for operating expenses incurred by offices or agents globally, predominantly in Norway. The Group also pays crew wages in currencies other than USD, primarily in NOK.

The Group uses forward exchange contracts to manage these foreign currency exposures. Details of the Group's outstanding forward exchange contracts are disclosed in note 16.

At 31 December 2023, if the NOK has strengthened/weakened against the USD by 10% with all other variables including tax rate being held constant, the Group's profit after tax would have been approximately US\$0.3 million higher/lower, as a result of foreign currency exchange gains/losses on NOK-denominated financial assets and financial liabilities. At 31 December 2022, the Group has assessed that it has insignificant exposure to foreign currency risks.

(ii) Cash flow and fair value interest rate risks

The Group's income and operating cash flows are substantially independent of changes in market interest rates.

(b) Credit risk

The Group's credit risks are primarily attributable to trade and other receivables and cash and cash equivalents. As at 31 December 2023, the financial assets represent the maximum credit exposure of the Group.



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the financial year ended 31 December 2023

18. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

The Group deposits cash with internationally recognised financial institutions with good credit ratings as assigned by international credit rating agencies. These banks have low default risks, hence cash and cash equivalents are subject to insignificant losses.

Credit risk for trade receivables is concentrated on one customer. The Group performs periodic credit evaluations of the customer and has policies in place to ensure that services are rendered to customers with appropriate credit histories. For trade receivables, the Group has applied the simplified approach permitted under FRS 109 to measure the loss allowance based on lifetime expected credit losses ("ECLs") at initial recognition of trade receivables. The loss allowance of trade receivables is determined based on actual historical credit experience and expected future economic conditions.

The Group applies the general approach for assessment of ECLs for other receivables and amounts due from related parties. For amounts due from related parties, the Group assesses the ability of the related party to repay in a reasonable period of time, considering the party's liquidity, latest performance and financial position and overall viability of its operations. For other receivables, the Group assesses the ability of the non-related party to repay in a reasonable period of time.

Based on these factors, the Group concludes that there has been no significant increase in credit risk since the initial recognition of these financial assets. Hence, 12 month ECLs for trade and other receivables are assessed to be insignificant.

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and funding to meet operating and capital expenditure needs. To address the inherent unpredictability of short-term liquidity requirements, the Group maintains sufficient cash for its daily operations in short-term cash deposits with banks. At the end of the financial year, the Group holds cash and cash equivalents amounting to US\$66.0 million (2022: US\$49.8 million) (note 11).

The tables below analyse the maturity profile of the Group's and the Company's financial liabilities based on contractual undiscounted cash flow obligations.

| | Less than <u>1 year</u> US\$'000 | Between 1 and 2 <u>years</u> US\$'000 | Over 5 <u>years</u> US\$'000 |
|----------------------------------|--|--|------------------------------------|
| The Group | | | |
| At 31 December 2023 | | | |
| Derivative financial instruments | | | |
| - inflow | 9,944 | 3,726 | - |
| - outflow | (10,841) | (3,726) | - |
| Lease liabilities | (962) | (962) | (3,609) |
| Trade and other payables | (69,872) | - | (2,290) |
| | (71,731) | (962) | (5,899) |



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the financial year ended 31 December 2023

18. Financial risk management (continued)

Financial risk factors (continued)

(c) Liquidity risk (continued)

| | Less than 1 year US\$'000 | Between 1 and 2 years US\$'000 | Over 5 years US\$'000 |
|--|---------------------------------|---|-----------------------------|
|--|---------------------------------|---|-----------------------------|

The Group

At 31 December 2022

| | | | |
|----------------------------------|-----------------|----------------|----------------|
| Derivative financial instruments | | | |
| - inflow | 9,612 | 9,742 | - |
| - outflow | (10,469) | (10,420) | - |
| Lease liabilities | (1,158) | (991) | (4,708) |
| Trade and other payables | (67,754) | - | (1,933) |
| | <u>(69,769)</u> | <u>(1,669)</u> | <u>(6,641)</u> |

Company

At 31 December 2023

| | | | |
|--------------------------|-------------|---|---|
| Trade and other payables | <u>(13)</u> | - | - |
|--------------------------|-------------|---|---|

At 31 December 2022

| | | | |
|--------------------------|-----------------|---|---|
| Trade and other payables | <u>(48,228)</u> | - | - |
|--------------------------|-----------------|---|---|

(d) Capital risk

The Group's capital risk management is managed by the ultimate holding corporation as part of its operations.

The Group is not subjected to any externally imposed capital requirements.

(e) Fair value measurements

The following table presents assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

- (i) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- (ii) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and
- (iii) inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the financial year ended 31 December 2023

18. Financial risk management (continued)

Financial risk factors (continued)

(e) Fair value measurements (continued)

Level 2
US\$'000

2023
The Group

Assets

Derivatives
- non-hedging

2,169

Liabilities

Derivatives
- non-hedging

1,313

2022
The Group

Assets

Derivatives
- non-hedging

853

Liabilities

Derivatives
- non-hedging

1,365

The Group has no Level 1 and Level 3 financial assets or liabilities as at 31 December 2023 and 31 December 2022.

The Company has no financial assets or liabilities measured at fair value as at 31 December 2023 and 31 December 2022.

The fair value of forward foreign exchange contracts is determined using forward exchange market rates at the balance sheet date.

(f) Offsetting financial assets and financial liabilities

Where the Group's financial assets and liabilities are not subjected to enforceable master netting arrangements or similar arrangements, financial assets and financial liabilities are presented separately on the balance sheet, without netting off of balances.



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BW GAS PTE. LTD. AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS For the financial year ended 31 December 2023

19. Immediate and ultimate holding corporations

The Company's immediate holding corporation is BW LNG Limited, incorporated in Bermuda.

The Company's ultimate holding corporation is BW Group Limited, incorporated in Bermuda, which is wholly-owned by Sohmen family interests.

20. Related party transactions

In addition to the related party information disclosed elsewhere in the consolidated financial statements, the following transactions took place between the Group and related parties during the financial year on commercial terms agreed between the parties:

| | <u>The Group</u> | |
|--|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 |
| Fees received/receivable from fellow subsidiaries, net | 8,323 | 5,574 |
| Fees received/receivable from immediate holding corporation, net | - | 314 |
| Fees received/receivable from ultimate holding corporation, net | 1,271 | 5,806 |
| Fees received/receivable from associates and joint ventures of the ultimate holding corporation, net | 15,593 | 14,668 |
| Fees received/receivable from a related party with common shareholder as ultimate holding corporation, net | 319 | - |

Outstanding balances as at 31 December 2023 and 31 December 2022, arising from the services rendered to or by related parties are set out in notes 10 and 14.

No fees or other emoluments were paid or payable to the key management of the Company for the financial year (2022: Nil). The key management personnel receive remuneration from the Company's ultimate holding corporation for their services to the larger group which includes the Company.

21. Financial instruments by category

| | <u>The Group</u> | | <u>Company</u> | |
|---|------------------|------------------|------------------|------------------|
| | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| Financial assets at FVTPL | 2,169 | 853 | - | - |
| Financial assets at amortised cost | 124,509 | 66,046 | 1 | - |
| Financial liabilities at FVTPL | 1,313 | 1,365 | - | - |
| Financial liabilities at amortised cost | 72,162 | 69,687 | 13 | 48,228 |



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BW GAS PTE. LTD.
AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the financial year ended 31 December 2023

22. Authorisation of consolidated financial statements

These consolidated financial statements were approved by the Board of Directors of BW Gas Pte. Ltd. on 2 August 2024.



Certificate Of Completion

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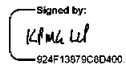
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Editor Delivery Events

Status

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Agent Delivery Events

Status

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Intermediary Delivery Events

Status

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Certified Delivery Events

Status

Timestamp

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lili1@kpmg.com.sg
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Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Envelope Sent
Certified Delivered
Signing Complete
Completed

Status

Hashed/Encrypted
Security Checked
Security Checked
Security Checked

Timestamps

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8/7/2024 7:18:07 PM
8/7/2024 7:18:45 PM
8/7/2024 7:18:45 PM

Payment Events

Status

Timestamps



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Enterprise 935 174 627 MVA

To the General Meeting of BW LNG AS

Independent Auditor's Report

Opinion

We have audited the financial statements of BW LNG AS (the Company), which comprise the balance sheet as at 31 December 2023, the income statement, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

Offices in:

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Statsautoriserede revisorer - medlemmer av Den norske Revisorforening

| | | | |
|---------|--------------|------------|------------|
| Oslo | Elverum | Mo i Rana | Tromsø |
| Alta | Finnsnes | Molde | Trondheim |
| Arendal | Hamar | Sandefjord | Tynset |
| Bergen | Haugesund | Stavanger | Ulsteinvik |
| Bode | Knarvik | Stord | Alesund |
| Drammen | Kristiansand | Straume | |

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Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, Assurance Engagements Other than Audits or Reviews of Historical Financial Information, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We 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 Company'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 and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company'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 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 Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.



We communicate with the Board of Directors 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.

Oslo, 28 June 2024

KPMG AS

Hendrik Leendert Oostenrijk
State Authorised Public Accountant
(This document is signed electronically)

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"By my signature I confirm all dates and content in this document."

Oostenrijk, Hendrik L

Partner

On behalf of: KPMG AS

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IP: 80.232.xxx.xxx

2024-06-28 13:17:29 UTC



Oostenrijk, Hendrik L

Statsautorisert revisor

On behalf of: KPMG AS

Serial number: no_bankid:9578-5999-4-3470054

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PROTOKOLL FRA ORDINÆR GENERALFORSAMLING I BW LNG AS

Ordinær generalforsamling i BW LNG AS ble avholdt 28. juni 2024 i Karenslyst allé 6, Oslo.

På generalforsamlingen var samtlige aksjer representert ved fullmakt.

Erika Yining Feng ble valgt til møteleder. Generalforsamlingen godkjente enstemmig innkallingen og agenda.

Inger Ludvigsen ble enstemmig valgt til å medundertegne protokollen.

1. Fastsettelse av årsrapport
Selskapets forslag til årsberetning og årsregnskap for 2023 ble fastsatt som selskapets endelige årsrapport.

2. Disponering av årsresultatet
Årets Overskudd på NOK 18.353.061 ble besluttet overført til konto for annen egenkapital.

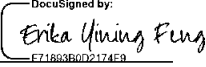
3. Revisors beretning
Revisors beretning for 2023 ble fremlagt og godkjent. Beretningen var uten anmerkninger.

4. Revisors honorar
Honoraret til revisor for 2023 ble godkjent i henhold til regning.

5. Styrehonorar
Det ble besluttet ikke å utbetale styrehonorar for 2023.

6. Eventuelt
Det ble ikke tatt opp flere saker.

Alle beslutninger var enstemmige.
Det forelå ingen flere saker og møtet ble hevet.

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Erika Yining Feng

MINUTES OF THE ORDINARY GENERAL MEETING IN BW LNG AS

An ordinary general meeting in BW LNG AS was held on 28 June 2024 at Karenslyst allé 6, Oslo.

All shares of the company were represented at the ordinary general meeting by proxy.

Erika Yining Feng was elected to chair the general meeting. The general meeting unanimously approved the notice and the agenda.

Inger Ludvigsen was unanimously elected to co-sign the minutes.

1. Approval of the financial statements
The company's draft for the 2023 annual report and annual accounts was set as the company's final financial statements.

2. Disposal of the year's net result
The year's net profit of NOK 18.353.061 was decided booked to the account of other equity.

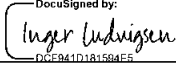
3. Auditor's statement
The Auditor's statement for 2023 was approved. The statement was without remarks.

4. Remuneration of the auditors
The remuneration of the auditors for 2023 was approved according to invoices.

5. Remuneration for the board of directors
It was decided not to pay remuneration for the board of directors for 2023.

6. Miscellaneous
There were no other matters on the agenda.

All resolutions were unanimous.
No further matters were discussed and the meeting was adjourned.

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Inger Ludvigsen



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ANNUAL REPORT 2023 BW LNG AS

Operations and location

The Company is a holding company for the Norwegian portfolio of BW LNG AS Group companies, having its business in international shipping. The Company is engaged in providing operational services to vessels and acting as business manager of vessels and vessel-owning companies. The registered office of the Company is in Oslo, Norway.

Going concern

Pursuant to section 4-5, confer section 3-3a of the Norwegian Accounting Act, it is hereby confirmed that the financial statements have been prepared under the assumption that the Company is a going concern and that the conditions are present.

Comments to the financial statements

BW LNG AS' operating revenue increased from NOK 317,6 million in 2022 to NOK 321,2 million in 2023. Net profit for the year was NOK 18,4 million, compared to a net profit of NOK 24,0 million in 2022. The operating profit increased from a profit of NOK 18,3 million in 2022 to a profit of NOK 32,2 million in 2023.

BW LNG AS had liquid reserves of NOK 225,8 million as at 31.12.2023, compared to NOK 128,8 million as at 31.12.2022. The Company's liquidity is considered good.

The Company's total assets at year-end 2023 amounted to NOK 497,9 million, compared to NOK 436,3 million at the previous year-end. The equity ratio was 34,0 % as of 31 December 2023, compared to 34,1 % the year before.

The Board of Directors believes that the financial statements give a fair and true presentation of the Company's assets, debt, financial position and results. The Board is not aware of any conditions after the year-end that are of significant importance for the evaluation of the Company's financial position.

Future challenges

The development of the Company's revenue is dependent upon the number of vessels and vessel-owning companies under the Company's management.

Risk factors

The Company's activities are exposed to a variety of financial risks; price risk (including currency risk, interest rate risk and market risk), credit risk, liquidity risk and interest rate risk. BW LNG AS' revenue and expenses are mainly in NOK, while receivables and debt are nominated both in NOK and USD.

The Company provides services mainly to other group companies and associated companies and the risk for loss on receivables are considered to be low, as the group companies historically have fulfilled their obligations.

BW Group has purchased and maintains a Directors Liability Insurance on behalf of the members of the Board of Directors of the Company. The insurance policy is issued by a reputable insurer with an appropriate rating.

Working environment and employees

The Company had 83 employees as of 31.12.2023 (2022:78), of which 22,9% (2022:26,5%) are women. The Board of Directors consists of 1 man and 2 women (2022: 1 man and 2 women). The Company's ambition is to exercise a better gender balance and has incorporated several policies and actions aiming to avoid any discrimination. Leave of absence due to illness amounted to 1.1% of the Company's total working hours in 2023, compared to 1,6% in 2022.



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External environment

The Company's operations do not result in pollution or spillage harmful to the external environment other than what is considered common for this type of business. No incidences or reporting of work-related accidents resulting in significant material damage or personal injury occurred during the year.

Norwegian Transparency Act

The Company has prepared a report in compliance with the Norwegian Transparency Act, which is made available to the public on our website <https://bw-group.com/our-businesses/bw-lng/people> on 30 June 2023.

Annual report on Diversity and Inclusion (Aktivitets- og redegjørelsesplikten)

The company has prepared reports in compliance with Aktivitets- og redegjørelsesplikten (ARP), which can be viewed here:

Report for 2022: <https://app.equalitycheck.com/en/public/arp/2022/5cfadce9-1110-4a69-85a7-9246052c8688>

Report for 2023: <https://app.equalitycheck.com/en/public/arp/2023/5cfadce9-1110-4a69-85a7-9246052c8688>

Allocation of net profit

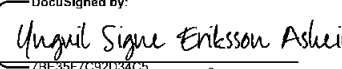
The Board of Directors has proposed the net profit of BW LNG AS of NOK 18,4 million to be transferred to retained earnings.

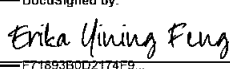
Oslo, 28.06.2024

The board of BW LNG AS

DocuSigned by:

AC7CBED74BEF4EC
Billy Chiu
Chairman of the board

DocuSigned by:

7BE35F7C92D34C5
Yngvil Signe Eriksson Åsheim
Member of the board/General
Manager

DocuSigned by:

F71693B0D2174F9
Erika Yining Feng
Member of the board



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REVENUE STATEMENT

BW LNG AS

Amounts in thousand NOK

| OPERATING INCOME AND OPERATING EXPENSES | Note | 2023 | 2022 |
|--|------|----------------|---------------|
| Operating revenue | 9 | 321 201 | 317 566 |
| Salaries, social security and pensions | 10 | -172 443 | -194 453 |
| Depreciation | 1 | -1 765 | -1 628 |
| Fair value gain / (loss) on derivative financial instruments | | 45 | -5 072 |
| Other expenses | | -114 861 | -98 064 |
| Operating profit | | 32 177 | 18 349 |
| FINANCIAL INCOME AND EXPENSES | | | |
| Net foreign exchange (loss) / gain | | -24 169 | 11 690 |
| Other financial income / (expenses) | | 7 399 | 857 |
| Net financial items | | -16 770 | 12 547 |
| Profit before tax | | 15 407 | 30 896 |
| Income tax | 8 | 2 946 | -6 877 |
| Net profit | | 18 353 | 24 019 |
| Net profit | | 18 353 | 24 019 |
| DISPOSALS AND TRANSFERS | | | |
| Transferred to/from other equity | | 18 353 | 24 019 |
| Total disposals and transfers | | 18 353 | 24 019 |



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BALANCE SHEET

BW LNG AS

Amounts in thousand NOK

| Values in 1000 NOK | Note | 2023 | 2022 |
|---|------|----------------|----------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Deferred tax assets | 8 | 5 068 | 0 |
| Total intangible assets | | 5 068 | 0 |
| TANGIBLE FIXED ASSETS | | | |
| Real estate | 1 | 856 | 856 |
| Office equipment | 1 | 13 169 | 13 631 |
| Total tangible fixed assets | | 14 025 | 14 487 |
| FINANCIAL LONG-TERM ASSETS | | | |
| Investments in subsidiaries | 2 | 25 190 | 25 136 |
| Other investments | | 367 | 367 |
| Staff loan | 10 | 5 677 | 5 770 |
| Derivative financial instruments | | 6 095 | 7 919 |
| Total financial long-term assets | | 37 329 | 39 192 |
| Total non-current assets | | 56 422 | 53 679 |
| CURRENT ASSETS | | | |
| CURRENT RECEIVABLES | | | |
| Derivative financial instruments | | 526 | 532 |
| Non-interest bearing receivables | 3 | 215 140 | 253 284 |
| Total current receivables | | 215 666 | 253 816 |
| Cash and cash equivalents | | 225 803 | 128 818 |
| Total current assets | | 441 469 | 382 634 |
| Total assets | | 497 891 | 436 313 |



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BALANCE SHEET

BW LNG AS

Amounts in thousand NOK

| Values in 1000 NOK | Note | 2023 | 2022 |
|--|------|----------------|----------------|
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| PAID IN EQUITY | | | |
| Share capital | 4, 5 | 128 348 | 128 348 |
| Total paid in equity | | 128 348 | 128 348 |
| RETAINED EARNINGS | | | |
| Retained earnings | 4 | 40 886 | 20 247 |
| Total retained earnings | | 40 886 | 20 247 |
| Total equity | | 169 234 | 148 595 |
| LIABILITIES | | | |
| LONG-TERM PROVISIONS | | | |
| Net pension liabilities | 7 | 60 757 | 38 246 |
| Deferred tax | | 0 | 1 804 |
| Derivative financial instruments | | 6 | 5 854 |
| Total provisions | | 60 763 | 45 904 |
| CURRENT LIABILITIES | | | |
| Tax payable | 8 | 4 556 | 12 540 |
| Public duties payable | | 13 031 | 7 347 |
| Derivative financial instruments | | 11 641 | 7 669 |
| Other non interest-bearing liabilities | 3 | 238 666 | 214 258 |
| Total current liabilities | | 267 894 | 241 814 |
| Total liabilities | | 328 657 | 287 718 |
| Total equity and liabilities | | 497 891 | 436 313 |

Oslo, 28.06.2024

The board of BW LNG AS

DocuSigned by:

Billy Chiu

Billy Chiu

Chairman of the board

DocuSigned by:

Yngvil Signe Eriksson Asheim

Yngvil Signe Eriksson Asheim

Member of the board/General Manager

DocuSigned by:

Erika Yining Feng

Erika Yining Feng

Member of the board



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BW LNG AS

CASH FLOW STATEMENT

Amounts in 1.000 NOK

| | 2023 | 2022 |
|--|----------------|----------------|
| Cash flow from operating activities | | |
| Profit before tax | 15 407 | 30 896 |
| Fair value (gain) / loss on derivative financial instruments | (45) | 5 072 |
| Taxes paid | (12 540) | (3 253) |
| Pension cost | 2 065 | 20 807 |
| Paid in pension scheme | (5 758) | (6 193) |
| Depreciation | 1 765 | 1 628 |
| Changes in short-term items | 103 217 | 57 868 |
| Group Contribution | (68) | (35) |
| Net cash flow from / (used in) operating activities | 104 043 | 106 790 |
| Cash flow from investing activities | | |
| Investment in fixed assets | (1 303) | (3 975) |
| Staff loan | 93 | (5 670) |
| Net cash flow used in investing activities | (1 210) | (9 645) |
| Cash flow from financing activities | | |
| Net payments on long-term liabilities | (5 848) | (30) |
| Net cash flow used in financing activities | (5 848) | (30) |
| Net change in cash and cash equivalents | 96 985 | 97 115 |
| Cash and cash equivalents as of 01.01 | 128 818 | 31 703 |
| Cash and cash equivalents as of 31.12 | 225 803 | 128 818 |



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

Accounting principles

The annual accounts have been prepared in compliance with the Accounting Act and generally accepted accounting principles in Norway. The accounting principles which are described below are applicable and accepted principles for companies owned by BW Group Ltd.

The Company is incorporated and domiciled in Norway. The activity of the Company is to be the Norwegian management Company for companies owned by BW Group Ltd. The Company has a currency risk as expenses is paid in NOK and revenue received is in USD and NOK.

Revenue recognition

Revenue from services is recognised when the services rendered.

Classification and valuation of balance sheet items

Assets intended for long term ownership or use, have been classified as non-current assets.

Receivables are classified as current assets if they are to be repaid within one year after the transaction date. Assets that are linked to freight and chartering business have been classified as current assets. Similar criteria apply to liabilities.

Current assets are valued at the lower of purchase cost and net realisable value. Short-term liabilities are reflected in the balance sheet at nominal value on the establishment date.

Long-term liabilities, except other accruals, are reflected in the balance sheet at nominal value on the establishment date. Accruals are included at present value if the interest element is material.

Fixed assets and depreciations

Fixed assets are included at cost, reduced for accumulated depreciations and impairment charges. Fixed assets whose value will deteriorate are depreciated on a straight line basis over the estimated remaining useful economic life. When there are indicators of impairments of fixed assets, an assessment is made as to whether the value in use or net sales value is less than their book value. The value in use is estimated using the present value of projected future cash flows. Fixed assets are written down to the higher of net market value and value in use when both are less than the book value. An impairment loss recognised in prior years is reversed if the current estimated value in use is higher than at the time the impairment loss was recognised.

Intangible assets

Intangible assets acquired are capitalised at cost, and is depreciated over the useful lives of the assets. The useful lives are assessed on an annual basis. Adjustments in useful lives, where applicable, are made on a prospective basis.

Subsidiaries, associated companies and joint ventures

Subsidiaries and investments in associates are valued by the cost method. The investment is valued as cost of acquiring shares providing that write down is not required. Write-down to fair value will be carried out if the reduction in value is caused by circumstances which may not be regarded as incidental, and deemed necessary by generally accepted accounting principles. Write downs are reversed when the cause of the initial write-down are no longer present.

Dividends and other contributions are recognised in the same year as appropriated in the subsidiary/associated Company accounts. If dividends exceeds the relative share of earned profits after acquisition, the exceeding amounts represents reimbursement of invested capital, and the distribution will be subtracted from the value of the investment in the balance sheet.



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

Shares, bonds and certificates

Financial investments in shares are classified as current assets, whereas long-term investments are classified as fixed assets. Bonds, certificates and shares held as current assets are valued on an individual basis and carried at the lower of cost and net realisable value. Long-term investments are included in the accounts using the cost method. Shares presented as fixed assets are written down to net realisable value in the event of a permanent and material diminution in value. When shares are sold, the capital gain/loss is calculated on the basis of the average price paid.

Receivables

Receivables are entered in the balance sheet at face value with a deduction for expected loss. The loss allocation is entered according to individual assessments for each opponent.

Tax

The tax charge reported includes both the tax payable for the period and the change in deferred tax. Deferred tax is included in the balance sheet as a long-term liability. The Company is subject to ordinary taxation.

Deferred income tax is provided using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying value for financial reporting purposes, except for deductible temporary differences associated with investments in subsidiaries, associates or joint ventures, where deferred tax assets are only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and tax on gain or loss on the investment is not excepted under the Norwegian tax system.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that there is no longer probable that sufficient profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply at the time when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax and deferred tax assets are recognised at the nominal value.

Pension

The Company has two defined pension schemes, of which one is unfunded. A defined benefit plan defines the amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. The pension schemes are according to the law of public pension.

Defined contribution plan

With a defined contribution plan the Company pays contributions to an insurance Company. After the contribution has been made the Company has no further commitment to pay. The contribution is recognised as payroll expenses. Prepaid contributions are reflected as an asset (pension fund) to the degree the contribution can be refunded or will reduce future payments.

Defined benefit plan

The liability recognised on the balance sheet in respect of defined pension plans is the present value of the accrued future pension benefits at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows. The discount rate has been based on interest rates on long term bonds, adjusted for differences in maturity.

Past-service costs are recognised immediately in income, unless the changes to the pension plan are conditional on the employee remaining in service for a specified period of time (the vesting period). In this case, the past-service costs are amortised on a straight-line basis over the vesting period.

On 21 November 2022, the Company signed an agreement to transfer the fully funded pension policies. In 2023, the transfer was completed and the pension fund was subsequently liquidated. The Company has no outstanding obligations of the funded pension after the transfer to Storebrand.

Foreign currency

Monetary assets and liabilities in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Non monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rate at the date of the initial transaction. The USD/NOK exchange rate per 31 December 2023 is 10,2025, compared to 9,9066 per 31 December 2022.

Cash flow statement

The cash flow statement has been prepared according to the indirect method. Cash and cash equivalents include cash and bank deposits, which immediately and with minimal exchange risk can be converted into known cash amounts.

Derivative financial instruments

The accounting rules for derivatives under Norwegian GAAP are specified in NRS 14 Financial Instruments: Recognition and Measurement. NRS 14 is based on IAS 39 and requires derivatives to be measured at fair value through profit or loss, unless they are designated as hedging instruments.



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

Note 1 Fixed assets

| | Real estate | Other assets | Art | Total |
|--|-------------|--------------|--------------|---------------|
| Cost price 01.01. | 856 | 5 112 | 9 619 | 15 587 |
| Additions | 0 | 1 303 | 0 | 1 303 |
| Cost price 31.12 | 856 | 6 415 | 9 619 | 16 890 |
| Accumulated depreciation 01.01. | 0 | (1 100) | 0 | (1 100) |
| Depreciation in the year | 0 | (1 765) | 0 | (1 765) |
| Accumulated depreciation/write down 31.12. | 0 | (2 865) | 0 | (2 865) |
| Book value 31.12 | 856 | 3 550 | 9 619 | 14 025 |

Expected useful life 5-10 years
Depreciation plan Linear

- The Company's real estate consists of the Company's cabins which are not depreciated. The cabins are for welfare used by the employees. The Company's cabins are located in Tanumstrand, Sweden.
- 9,6 millions of the book value are related to art, and are not depreciated.

The Company has entered into an operating lease agreement for the office building, the rental period is until 2029. The annual cost is NOK 16,06 millions.

Note 2 Subsidiaries

Investments in subsidiaries are recognised at cost.

The Company is exempt from the consolidation requirement, ref. The Accounting Act § 3-7, as the Company and its subsidiaries are included in the group accounts of the parent Company BW Gas Pte. Ltd.

| Subsidiaries | Registered office | Ownership | Equity 2023 (100%) | Net profit/(loss) 2023 (100%) | Net book value |
|---------------------------|-------------------|-----------|--------------------|-------------------------------|----------------|
| BW Fleet Management AS | Oslo | 100% | 37 855 | 24 385 | 1 617 |
| BW Gas Foreign Manning AS | Oslo | 100% | 120 | (53) | 228 |
| BW Gas NIS Manning AS | Oslo | 100% | 80 664 | 10 230 | 23 345 |
| Book value 31.12. | | | | | 25 190 |

Note 3 Receivables and liabilities

| | 2023 | 2022 |
|--|---------|---------|
| Non-interest bearing receivables* | 215 140 | 253 284 |
| Of this from related companies | 148 751 | 250 035 |
| Other non-interest bearing liabilities** | 238 666 | 214 258 |
| Of this from related companies | 160 763 | 147 653 |

*Non-interest bearing receivables due from related parties are unsecured, interest free and repayable on demand.

**Non-interest bearing liabilities due to related parties are unsecured, interest free and repayable on demand.

Note 4 Equity

| Equity change in the year | Share capital | Other paid-in equity | Retained earnings | Total |
|---|----------------|----------------------|-------------------|----------------|
| Equity 01.01 | 128 348 | 0 | 20 247 | 148 595 |
| Net Profit of the year | 0 | 0 | 18 353 | 18 353 |
| Remeasurement gain on pension obligations, net of tax | 0 | 0 | 2 286 | 2 286 |
| Equity 31.12 | 128 348 | 0 | 40 886 | 169 234 |

Note 5 Share capital and shareholder information

| The share capital is as follows: | Shareholder | Number of shares | Nominal value | Net book value |
|----------------------------------|------------------|------------------|---------------|----------------|
| Ordinary shares | BW Gas Pte. Ltd. | 1 | 128 347 885 | 128 347 885 |

The Company is a part of BW group. Consolidated group accounts are available at the parent Company's office, BW Gas Pte. Ltd. The address of its registered office is 10 Pasir Panjang Road, #18-01, Mapletree Business City, Singapore 117438.



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

Note 6 Financial risk

The Company's activities are exposed to a variety of financial risks; price risk (including currency risk, interest rate risk and market risk), credit risk, liquidity risk and interest rate risk.

Currency risk

The Company's income and expenses are mainly denominated in NOK, while receivables and debt is denominated both in USD and NOK. The Company has implemented a hedging strategy to keep USD denominated receivables and debt on the approximately same level, and has entered into foreign exchange rate hedging instruments on net foreign currency balance. The Company's subsidiaries within shipping activity have mainly a USD denominated activity, and fluctuations in exchange rates might affect the valuation of the stockholdings as well as the dividend capacity.

Cash flow and interest rate risk

The Company is exposed to interest rate fluctuations, but part of the exposure is neutralised by having both receivables and debt on floating interest rates.

Note 7 Pension costs

BW LNG AS operates group pension plans for groups of employees through independent funds and life insurance companies. The pension entitlements are accrued on a linear basis over a service life of 30 years. For office employees, the plans provide for a retirement pension of 66% of pensionable pay from the age of 67 as well as benefits for surviving spouses/dependants and a disability pension. The pension plans are coordinated with anticipated state pension benefits.

The Company also has some pension obligations that are not covered by these group plans. These relate to early retirement pensions for office employees and employees not eligible for the group pension plans.

The values of plan assets and obligations are based on estimates, which are adjusted each year in line with information on the market value of plan assets and actuarial calculations of obligations. The calculation of the obligations is also based on the assumption that 90% of the workforce will accept the early retirement option at age 64. The group applies the most recent actuarial demographic statistics for disability and the most recent actuarial demographic statistics for mortality.

On 21 November 2022, the Company signed an agreement to transfer the fully funded pension policies. In 2023, the transfer was completed and the pension fund was subsequently liquidated. The Company has no outstanding obligations of the funded pension after the transfer to Storebrand. The remainder unfunded pension liabilities amounted to NOK 60,765,570.

| | 2023 | 2022 |
|---|-----------------|-----------------|
| Annual pension cost | | |
| Service cost | 130 | 21 372 |
| Interest cost | 1 935 | (565) |
| Pension cost | 2 065 | 20 807 |
| Pension assets and liabilities | 2023 | 2022 |
| Fair value of plan assets | 0 | 226 289 |
| Estimated pension obligations | (60 757) | (264 535) |
| Net pension assets (- liabilities) on the balance sheet | (60 757) | (38 246) |
| Net movement in the liability recognised on the balance sheet: | 2023 | 2022 |
| At the beginning of the period | (38 246) | 14 689 |
| Pension disposal | (29 134) | 0 |
| Pension cost for the period | (2 065) | (20 807) |
| Net contribution paid | 5 758 | 6 193 |
| Remeasurements gain/(loss) | 2 930 | (38 521) |
| At end of the period | (60 757) | (38 246) |

The principal actuarial assumptions used for the pension obligation is equal for both secured and unsecured pension scheme:
The Company has applied K2013 for mortality rate.

| | 2023 | 2022 |
|--------------------------------------|-------|-------|
| Discount rate | 3,10% | 3,00% |
| Future salary increases | 3,50% | 3,50% |
| Future pension increases | 0,10% | 1,50% |
| Future public regulations of pension | 3,25% | 3,25% |



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

Note 8 Tax

| Deferred tax | 2023 | 2022 |
|-------------------------------|-----------------|--------------|
| Temporary differences | | |
| Fixed assets | 242 | 562 |
| Gain and loss account | 37 477 | 46 846 |
| Pension liabilities | (60 757) | (38 246) |
| Accrued restructuring costs | 0 | (963) |
| Net temporary differences | (23 038) | 8 199 |
| Tax losses carried forward | 0 | 0 |
| Basis for deferred tax | (23 038) | 8 199 |

| | | |
|--|----------------|--------------|
| 22% deferred tax | (5 068) | 1 804 |
| Deferred tax in the balance sheet | (5 068) | 1 804 |

| Basis for income tax, change in deferred tax and tax payable | 2023 | 2022 |
|---|---------------|---------------|
| Profit before tax | 15 407 | 30 896 |
| Permanent differences | 3 265 | 364 |
| Remeasurements gain/(loss) recognized directly in equity | (29 133) | (38 521) |
| Basis for tax charges in the year | (10 461) | (7 261) |
| Change in temporary differences | 31 236 | 64 294 |
| Basis for tax payable in the income statement | 20 775 | 57 033 |
| Utilized tax losses carried forward | 0 | 0 |
| Group contributions | (68) | (35) |
| Taxable profits (basis for payable tax in the balance sheet) | 20 707 | 56 998 |

| Tax expense | 2023 | 2022 |
|--|----------------|--------------|
| Tax payable | 4 556 | 12 540 |
| Tax effect of group contribution given | 15 | 7 |
| Deferred tax expense pension | (645) | 8 474 |
| Change in deferred tax | (6 872) | (14 144) |
| Total tax expense/income | (2 946) | 6 877 |

| Recognized tax payable | 2023 | 2022 |
|---|--------------|---------------|
| Tax payable | 4 556 | 12 540 |
| Effect from group contribution | 0 | 0 |
| Tax payable in the balance sheet | 4 556 | 12 540 |

Note 9 Revenue

Operating revenue

The Company's operating income consists mainly of service fees from other group companies related to technical and commercial operation of vessels, in addition to management fee for the same companies.

Note 10 Number of employees and remunerations etc.

| Staff costs | 2023 | 2022 |
|----------------------------------|----------------|----------------|
| Wages and salaries ¹⁾ | 94 412 | 87 315 |
| Social security tax | 22 231 | 15 956 |
| Pension cost | 14 815 | 12 813 |
| Other salary costs | 40 985 | 78 369 |
| Total staff costs | 172 443 | 194 453 |

| | | |
|----------------------------------|-------|-------|
| Loans to employees ²⁾ | 5 677 | 5 770 |
|----------------------------------|-------|-------|

| | | |
|---|----|----|
| Average number of employees in the administration | 83 | 78 |
|---|----|----|

¹⁾ Wages and salaries includes administrative personnel.

As of 1 January 2014, all employees of BW Fleet Management AS have been transferred to BW Gas AS with their present employment agreements and pension agreements.

²⁾ Loan to employees are charged with the interest rate given by the Norwegian Ministry of Finance.



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BW LNG AS

Notes to the accounts for 2023
(Amounts in 1,000 NOK)

| Remuneration to the general manager (in 1.000) | 2023 | 2022 |
|--|---------------|---------------|
| Salary | 5 800 | 5 388 |
| Other benefits | 16 | 35 |
| Bonus | 5 200 | 5 200 |
| Total | 11 016 | 10 623 |

The general manager is included in the Company's pension-, insurance- and medical schemes, other benefits include free telephone and newspapers.

Board of directors

There is no remuneration to managing director or the board of directors.
There is no agreement for servants pay to managing director or board of directors.

| Audit (in 1.000) | 2023 | 2022 |
|--|------------|------------|
| Remuneration to auditor are distributed accordingly: | | |
| - Audit services | 64 | 245 |
| - Tax advisory services | 211 | 27 |
| Total | 275 | 272 |

All amounts are exclusive VAT.

Note 11 Related party disclosures

| Related party transactions | 2023 | 2022 |
|---|----------|----------|
| Ship management fee income from related parties | 146 782 | 128 375 |
| Commercial fee income from related parties | 74 077 | 62 992 |
| Corporate service fee from related parties | 98 729 | 124 581 |
| Service fee expenses paid to related parties | (67 250) | (63 047) |
| Interest income from a related party | 6 676 | 7 |

The Company provides services to facilitate and organise manning for the ship owning companies within the BW group. The Company's subsidiaries' BW Gas NIS Manning AS and BW Gas Foreign Manning AS are contractual parties to the employment contracts. The manning cost is paid directly by the ship owning companies.

Note 11 Restricted bank deposits

| | 2023 | 2022 |
|-----------------|-------|-------|
| Restricted cash | 5 132 | 4 485 |

Restricted bank deposits are for employees tax deduction.

Note 12 Presentation currency

The functional currency of the Company is NOK. This is also the presentation currency. Daily exchange rates between USD/NOK during the fiscal year are used at the transaction dates, while monetary assets and liabilities in foreign currencies are translated at the rate at the balance sheet date as of 31.12. The applied USD/NOK exchange rate per 31.12.2023 is 10,2025.



Skattedirektoratet

Saksbehandler
Geir Johannessen

Deres dato
06.01.2014

Vår dato
20.01.2014

Telefon
22 66 11 14

Deres referanse
Bård Haugan

Vår referanse
2014/29496

BW GAS AS
Postboks 443
1327 LYSAKER

23 JAN 2014

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Det vises til deres brev av 6. januar 2014, der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk fra og med regnskapsåret 2013 for disse selskapene:

| | |
|---------------------------------------|---------------------|
| BW LPG I AS | org.nr. 990 000 379 |
| BW Green Carriers AS | org.nr. 990 648 883 |
| BW Green Transport AS | org.nr. 990 648 840 |
| Partrederiet Bergesen D Y Shipping DA | org.nr. 977 249 759 |
| BW LPG Partners AS | org.nr. 912 608 123 |
| AS Havgas Partners | org.nr. 957 933 734 |
| KS Havgas Partners | org.nr. 957 933 912 |
| Partrederiet BW Gas GDF Suez EMT DA | org.nr. 982 954 576 |
| SLNG Yemen I AS | org.nr. 988 791 237 |
| SLNG Yemen II AS | org.nr. 988 791 261 |
| BW Gas AS | org.nr. 910 517 694 |
| BW Gas LPG III AS | org.nr. 994 420 992 |
| BW Gas NIS Manning AS | org.nr. 991 647 368 |
| BW Gas Foreign Manning AS | org.nr. 991 647 295 |
| BW Fleet Management AS | org.nr. 993 279 986 |
| Berge Arzew Partner AS | org.nr. 986 338 217 |
| BW LPG AS | org.nr. 812 607 812 |
| BW Ventures AS | org.nr. 996 684 210 |

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering de ovennevnte selskaper dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd.

Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse:
Se www.skatteetaten.no
Org.nr: 996250318
E-post: skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
22 17 08 60



Bakgrunn

Selskapene inngår i BW Group konsernet og i BW LPG Ltd konsernet. BW Group konsernet har en eierandel på 45% i BW LPG Ltd konsernet. BW Group konsernet er et av verdens ledende shippingkonsern og er involvert i transport av olje og gass, flytende gass infrastruktur, miljøteknologi og dypvannsproduksjon. BW LPG Ltd konsernet frakter flytende petroleum gass (LPG) og er verdens største eier og operatør av store gasskip (VLGC). Majoriteten av den operative driften i disse konsernene finner sted i Singapore, mens befraktningen skjer globalt.

De norske selskapene leverer hovedsakelig konserninterne tjenester innenfor befraktning, personell, operasjon og forretningsførsel av skip og skipseiende selskap innenfor konsernene. Majoriteten av selskapenes inntekter og forpliktelser er i USD, og språket som benyttes i kommunikasjon i konsernene er i all hovedsak engelsk.

BW LPG Limited, som er morselskapet i BW LPG limited konsernet, er registrert i Bermuda. BW LPG Limited er notert på Oslo Børs og bruker engelsk i all informasjon som sendes til Børsen. Konsernet BW Group er privat eid med eiere basert fra Singapore.

Selskapene er i hovedsak konserninternt finansiert og konsernets eksterne finansieringsavtaler er inngått på engelsk.

Det opereres innen en internasjonal bransje med profesjonelle og store aktører. De fleste aktørene i bransjen har engelsk som arbeids- og rapporteringsspråk, uavhengig av hvor de er lokalisert. Selskapets konkurrenter er i hovedsak andre større internasjonale olje- og gass befraktere.

Kundene består av store internasjonale foretak som benytter seg av skipene ved transport av olje og gass. Konsernet opererer internasjonalt og leverandørmassen er således i hovedsak også internasjonal og bransjerelatert.

Ledelse og ansatte benytter engelsk som arbeidsspråk.

Fordi markedet for skipsbefraktning er globalt og engelsk er språket som primært benyttes, er også BW sine nettsider på engelsk.

Det er selskapenes vurdering at det er en unødvendig tids- og kostnadsulempe for selskapene å oversette årsregnskapet fra engelsk til norsk. Hensynet til sentrale brukere av regnskapsmaterialet ivaretas minst like godt og i stor utstrekning bedre ved at selskapene kun utarbeider årsregnskap og årsberetning på engelsk. Ettersom engelsk også er språket som primært benyttes innenfor bransjen disse selskapene opererer i, kan selskapene heller ikke se at andre, mer tilfeldige regnskapsbrukere skulle ha noe behov for at regnskapet utarbeides på norsk.

Skattedirektoratets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal *”årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk.”*



I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

”Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *”informative regnskaper for ulike grupper av regnskapsbrukere”*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at de norske selskapene inngår i konserner med utenlandsk registrerte morselskaper, som kontrolleres av utenlandske eiere eller andre profesjonelle investorer. Arbeidsspråket er engelsk. Videre er det vektlagt at selskapene driver virksomhet i en internasjonal bransje der alle aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad

seniorrådgiver

Rettsavdelingen, foretaksskatt

Skattedirektoratet

Geir Johannessen

