



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 916 522 231
Organisasjonsform: Aksjeselskap
Foretaksnavn: THELMA VICTORY AS
Forretningsadresse: Sydnesplassen 1
5007 BERGEN

Regnskapsår

Årsregnskapets periode: 01.01.2020 - 31.12.2020

Konsern

Morselskap i konsern: Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Vibeke Risholm
Dato for fastsettelse av årsregnskapet: 08.06.2021

Grunnlag for avgivelse

År 2020: Årsregnskapet er elektronisk innlevert
År 2019: Tall er hentet fra elektronisk innlevert årsregnskap fra 2020

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, 14.09.2022



Resultatregnskap

Beløp i: USD	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
fraktinntekter		11 058 576	9 016 746
Reiseavhengige kostnader		-4 886 473	-4 364 430
Sum inntekter		6 172 103	4 652 316
Kostnader			
Avskrivning på varige driftsmidler og immaterielle eiendeler		1 676 091	992 911
driftskostnader skip		2 968 201	2 780 891
Annen driftskostnad		81 799	94 364
Sum kostnader		4 726 091	3 868 166
Driftsresultat		1 446 012	784 150
Finansinntekter og finanskostnader			
Annen renteinntekt		239	8 568
agio		2 324	
Sum finansinntekter		2 563	8 568
Rentekostnad til foretak i samme konsern		9 775	23 333
Annen rentekostnad		235 692	310 348
agio			9 150
Annen finanskostnad		1 414	1 088
Sum finanskostnader		246 881	343 919
Netto finans		-244 318	-335 351
Ordinært resultat før skattekostnad		1 201 694	448 799
Skattekostnad på ordinært resultat			1 590
Ordinært resultat etter skattekostnad		1 201 694	447 209
Årsresultat		1 201 694	447 209



Balanse

Beløp i: USD	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Skip, rigger, fly og lignende		14 151 991	15 813 912
Sum varige driftsmidler		14 151 991	15 813 912
Sum anleggsmidler		14 151 991	15 813 912
Omløpsmidler			
Varer			
Varer		617 706	584 901
Sum varer		617 706	584 901
Fordringer			
Kundefordringer		614 326	34 793
Andre fordringer		397 533	327 461
Konsernfordringer		3 736 413	
Sum fordringer		4 748 272	362 254
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		399 531	522 216
Sum bankinnskudd, kontanter og lignende		399 531	522 216
Sum omløpsmidler		5 765 509	1 469 371
SUM EIENDELER		19 917 500	17 283 283
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		112 400	112 400
Overkurs		7 707 109	9 307 109



Balanse

Beløp i: USD	Note	2020	2019
Annen innskutt egenkapital		3 736 413	
Sum innskutt egenkapital		11 555 922	9 419 509
Opptjent egenkapital			
Annen egenkapital		1 648 902	447 208
Sum opptjent egenkapital		1 648 902	447 208
Sum egenkapital		13 204 824	9 866 717
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner		5 400 000	4 374 998
Sum annen langsiktig gjeld		5 400 000	4 374 998
Sum langsiktig gjeld		5 400 000	4 374 998
Kortsiktig gjeld			
Leverandørgjeld		482 099	663 824
Betalbar skatt		9 368	9 104
Kortsiktig konserngjeld		9 775	1 760 209
Annen kortsiktig gjeld		811 435	608 433
Sum kortsiktig gjeld		1 312 677	3 041 570
Sum gjeld		6 712 677	7 416 568
SUM EGENKAPITAL OG GJELD		19 917 501	17 283 285



Skatteetaten

Vår dato 12.01.2021	Din/Deres dato 02.12.2020	Saksbehandler Nazish Fatima Mohammad
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 901 51 930
Org.nr 974761076	Vår referanse 2020/6291508	Postadresse Postboks 9200 Grønland 0134 OSLO

U.off. offl. § 13, sktvl. § 3-1

EGD Shipholding AS
Sydnesplass 1
5007 Bergen

v/Magne Øvreås

Dispensasjon fra kravet om å utarbeide årsregnskap på norsk

Vi viser til deres søknad om dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk for EGD Shipholding AS (993067520) og datterselskapene:

- Victory Tankers AS, org nr 995 944 286
- Lynda Victory AS, org nr 897 020 092
- Thelma Victory AS, org nr 916 522 231
- EGD Chemtank AS, org nr 913 401 611
- Bow Agathe AS, org nr 926 046 551
- Bow Caroline AS, org nr 926 056 616
- EGD Shipping V AS, org nr 986 225 021

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering selskapene dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at engelsk språk benyttes i stedet ved utarbeidelsen, og at øvrige opplysninger som vedtaket baserer seg på, heller 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.

Bakgrunn

Fra søknaden siteres:

"Søkernes virksomhet er å eie og drive skip i internasjonal skipsfart. Virksomheten er utpreget internasjonal i en bransje der alle sentrale aktører og samarbeidspartnere, herunder kunder, leverandører og finansieringsinstitusjoner, enten er utenlandske aktører eller aktører som behersker engelsk språk fullt ut.

Ved søknad om kreditt (f.eks. bunkerskjøp) krever leverandører ofte kopi av årsregnskapet. I noen av selskapene er skipene innleid på bareboat-kontrakt som er definert som finansiell leasing. Juridisk eier av disse skipene krever at revidert årsregnskap avlegges på engelsk.



Alle selskaperes regnskap avlegges i USD som er funksjonell valuta.

EGD Shipholding AS er eid av EGD Holding AS og Masima AS. Begge selskapene er profesjonelle investorer som fullt ut behersker engelsk språk og som ikke vil bli vesentlig negativt påvirket av dispensasjon.

Man ser på hele konsernet som en enhet i mange sammenhenger, både finansielt og kommersielt. Det er derfor en fordel at alle selskaper innenfor konsernet avlegger årsregnskap med årsberetning på samme språk, for EGD Shipholding AS-konsernet er dette engelsk.

Etter vårt syn vil en dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk ikke innebære at brukerne av regnskapsinformasjonen blir vesentlig negativt berørt."

Skattekontorets 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 mv., 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, kunder og lokalsamfunnet.

Det er etter skattekontorets vurdering derfor avgjørende ved vurderingen 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.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I dette tilfellet er det opplyst at søkerne drive skip i internasjonal bransje, der alle sentrale aktører og samarbeidspartnere, herunder kunder, leverandører og finansieringsinstitusjoner, enten er utenlandske aktører eller aktører som behersker engelsk språk fullt ut. Det er også lagt vekt på at det kreves revidert årsregnskap på engelsk ved leie av skipene. Skattekontoret finner at disse forholdene samlet tilsier at dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk kan gis.



Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Inger Mette Dahler
underdirektør
Innsats, storbedrift
Skatteetaten

Nazish Fatima Mohammad

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



Financial
Statements and Annual Report
2020
for
Thelma Victory AS

◆
EGD Management AS
Sydnesplassen 1
5007 Bergen
E | G | D NO 983 085 075 MVA

Electronically signed / Sähköisesti allekirjoitettu / Elektroniskt signerats / Elektronisk signert / Elektronisk underskrevet
<https://sign.visma.net/nb/document-check/5eabfd57-99fe-470a-9e58-a0c061bde695>

VISMA Sign
www.vismasign.com



THELMA VICTORY AS

2020

ANNUAL REPORT 2020

Nature of business

The company was established December 18th, 2019 with its registered office in Bergen. The objective of the company is to engage in shipping, the ownership and operation of vessels, and related activities.

The company owns the vessel MT "Thelma Victory" which was taken over in February 2016. The vessel is a product tanker which trades in a "pool" along with other vessels. The vessel's commercial operations are managed by Champion Tankers AS, Bergen, and technical operations are managed by Thome Ship Management Pte Ltd, Singapore.

The company is a shipping company and is subject to shipping taxation.

Working environment and personnel

The company has no employees and has therefore not prepared a report on the working environment and gender equality. The Board of Directors comprises two men and no women.

Environmental reporting

The company complies with all relevant and applicable national laws and regulations, and with international conventions governing shipping operations. The management of the vessel is subject to a quality assurance system certified by DNB GL.

The company's activities entail a risk of accidents with harm to the environment as a potential consequence. The Board of Directors is not aware of any circumstances indicating that the company's activities pollute the environment to any significant extent. No incidents were reported in 2020 which resulted in harm to the environment.

No serious injuries or accidents were reported in 2020.

Going concern

The annual financial statement has prepared on a going concern basis, which the Board of Directors believes is justified. The annual accounts are prepared in accordance with the Norwegian Accounting Act for other enterprises and set up in accordance with Norwegian accounting standards and recommendations on best accounting practices.

The Board of Directors has evaluated the situation related to the Corona virus and concluded that the assumptions related to going concern are still valid.

Results, investments, financing and liquidity

The accounts for 2020 show a profit of USD 1 201 694. At year-end 2020 the company had total assets of USD 19.9 million and an equity ratio of 66.3 %. The company had positive liquidity of USD 399 531. It is the view of the Board of Directors that 2020 was a satisfactory year in terms of financial results.



THELMA VICTORY AS

2020

Post balance sheet events

There have been no events after the balance date which should imply changes to the annual financial statement or its notes.

The situation related to the Corona virus may lead to uncertainty with respect to demand for the company's services, and this may in turn lead to negative development for earnings and liquidity of the company. The scope and duration of the «Corona situation» are uncertain, but the assumptions related to going concern are intact.

Outlook

It is expected that the vessels will be in a satisfactory situation with regards to their employment in the period ahead. The vessels commercial manager has a well-established position in the market.

Financial risk

The company has limited exposure to changes in exchange rates as both revenues and costs are denominated in USD. The company's long- term debt is also in USD.

The company has secured the floating rate on its interest bearing debt, with USD LIBOR as benchmark, through an interest rate swap.

The financial impact of a counterparty is unable to meet its financial obligations is considered low, since there are several counterparties and historically very limited amounts have been lost on accounts receivable.

The Board of Directors considers the level of liquidity to be satisfactory.

Financial result and allocations

The accounts for the year 2020 show a profit of USD 1 201 694 all of which the Board proposes to post against retained earnings.

The Board of Directors believes that the information provided in the Annual Report gives a correct picture of the assets, liabilities, financial position and financial results of Thelma Victory AS.

The Board of Directors of Thelma Victory AS 26.05.2021 / 31.12.2020

Magne Øvreås
Chairman / CEO

Eivind Dragesund Rørvik
Member



THELMA VICTORY AS

INCOME STATEMENT

Amounts in USD

INCOME STATEMENT	Note	2020	2019
Gross freight revenues	9	11 058 576	9 016 746
Voyage expenses		(4 886 473)	(4 364 430)
Time-charter result		6 172 103	4 652 316
Operating expenses vessels		(2 968 201)	(2 780 891)
Other operating expenses	2	(81 799)	(94 364)
Total operating expenses		(3 050 000)	(2 875 255)
Result before depr / amort / interest / taxes (EBITDA)		3 122 103	1 777 061
Depreciation and amortisation	3	(1 676 091)	(992 911)
Operating result (EBIT)		1 446 012	784 150
Interest income		239	8 568
Currency gain / (loss)		2 324	(9 150)
Interest to group companies		(9 775)	(23 333)
Interest expenses	5	(235 692)	(310 348)
Other financial expenses		(1 414)	(1 088)
Net financial items		(244 318)	(335 352)
Result before taxes		1 201 694	448 798
Taxes on ordinary result	4	0	(1 590)
Annual result		1 201 694	447 208
Average exchange rate USD / NOK		9,4004	8,8037

**THELMA VICTORY AS****BALANCE SHEET**

Amounts in USD

ASSETS	Note	2020	2019
Vessel	3, 5	14 151 991	15 813 912
TANGIBLE FIXED ASSETS		14 151 991	15 813 912
FIXED ASSETS		14 151 991	15 813 912
INVENTORIES		617 706	584 901
Trade receivables		614 326	34 793
Due from group companies		3 736 413	0
Other current receivables		397 533	327 461
RECEIVABLES		4 748 272	362 253
CASH AND CASH EQUIVALENTS		399 531	522 216
CURRENT ASSETS		5 765 509	1 469 371
TOTAL ASSETS		19 917 500	17 283 283
EQUITY AND LIABILITIES	Note	2020	2019
Share capital (100 shares each NOK 10 000)	6, 7	112 400	112 400
Share premium reserve	7	7 707 109	9 307 109
Other paid-up equity		3 736 413	0
PAID-UP EQUITY		11 555 921	9 419 508
Retained earnings	7	1 648 902	447 208
RETAINED EQUITY		1 648 902	447 208
EQUITY		13 204 823	9 866 716
Due to financial institutions	5	5 400 000	4 374 998
LONG-TERM LIABILITIES		5 400 000	4 374 998
Trade creditors		482 099	663 824
Other taxes payable		9 368	9 104
Due to group companies		9 775	1 760 209
Other current liabilities		811 435	608 433
CURRENT LIABILITIES		1 312 677	3 041 569
LIABILITIES		6 712 677	7 416 567
TOTAL EQUITY AND LIABILITIES		19 917 500	17 283 283
Exchange rate USD / NOK		8,5326	8,7803

The board of Thelma Victory AS

26.05.2021 / 31.12.2020

Magne Øvreås
Chairman / CEO

Eivind Dragesund Rørvik
Member

**THELMA VICTORY AS****CASH FLOW STATEMENT**

Amounts in USD

CASH FLOW STATEMENT	2020	2019
Cash flow from operating activities		
+/- Result before taxes	1 201 694	448 798
- Taxes paid	0	(1 590)
+/- (Profit) / loss sale fixet assets	0	0
+ Depreciation and amortisation	1 676 091	992 911
+/- Change in inventories	(32 805)	(506 594)
+/- Change in trade receivables	(579 533)	(34 793)
+/- Change in other current receivables	(70 073)	56 013
+/- Change in trade creditors	(181 725)	245 727
+/- Change in other current liabilities and accruals	203 267	(1 718 745)
= Net cash flow from operating activities	A	(518 272)
Cash flow from investing activities		
+/- Net sale / (investment) of tangible fixed assets	(14 170)	(2 006 823)
+/- Net sale / (investment) of financial fixed assets	0	0
= Net cash flow from investing activities	B	(2 006 823)
Cash flow from financing activities		
+/- Net cash flow from group financing	(5 486 847)	0
+ New interest bearing long-term debt	6 050 000	0
- Repayment of interest bearing long-term debt	(5 024 998)	(1 458 334)
+ Paid-up equity	0	2 300 000
- Payment of dividend	(1 600 000)	0
+/- Received / (paid) intra group contribution	3 736 413	0
= Net cash flow from financing activities	C	841 666
= Net change in cash and cash equivalents	A + B + C	(1 683 429)
+ Cash and cash equivalents as per 1.1.	522 217	2 205 646
= Cash and cash equivalents as per 31.12.	399 532	522 217



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

ACCOUNTING PRINCIPLES

General

The financial statements are prepared in accordance with the Norwegian Accounting Act.

Functional currency and presentation currency

These financial statements are presented in USD which is the functional currency of the company. All amounts in the notes are expressed in USD unless otherwise stated.

Principal rule for valuation and classification of assets and liabilities

Assets meant for permanent ownership or use in the business are classified as fixed assets. Other assets are classified as current assets. Accounts receivables due within one year are classified as current assets. The classification of current and long-term liabilities are based on the same criteria.

Fixed assets are carried at historical cost, but are written down if a decline in fair value below the carrying amount is expected to be permanent. Fixed assets with a limited economic life are depreciated in accordance with a reasonable depreciation schedule. Long-term loans are carried at nominal value.

Current assets are valued at the lower of historical cost and fair value. Current liabilities are carried at nominal value. Other items are valued as described below.

Tangible fixed assets

Vessels are recorded at their cost less accumulated depreciation and impairment charges. Vessels are depreciated on a straight-line basis over their estimated useful economic life. The useful life of the vessels is estimated at 25 years from the date of initial delivery from the shipyard. Depreciation is based on cost less estimated residual scrap value. Residual recycling value is estimated as the lightweight tonnage of each vessel multiplied by the estimated recycling value per ton.

Vessels are assessed for impairment when events or circumstances indicate the carrying value of the asset may not be recoverable. An impairment charge is recognised for the amount by which the asset's carrying value exceeds its recoverable value. The recoverable amount is the higher of an asset's fair value less transaction costs, and value in use.

Value in use is estimated calculating future discounted net operating cash flows expected to be generated by the vessel over its remaining useful life. Net operating cash flows are determined by applying various assumptions regarding discount rate, useful life of the vessel, future net voyage income, operating expenses, scheduled dry-dockings, expected off hire and recycling values, and taking into account historical revenue data, future budgets and published forecast on future world economic growth.

Drydock expenditure and maintenance

Expenditures incurred in drydocking are deferred and amortised until the next scheduled drydocking. At the time of purchasing the vessel, the acquisition price is decomposed to vessel and drydocking, and the drydocking is amortised until the next drydocking.

Expenses for routine maintenance and repairs are expensed as incurred.

When insured damages occur, insurance claims are recorded, net of any deductible amounts which are charged as expenses. Insurance claims are classified as short term receivables.



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

ACCOUNTING PRINCIPLES (continued)

Inventories

Inventories consist of bunkers, lubricating oils and other consumables on board the vessels. Inventories are valued at the lower of cost or market value on a first-in-first-out basis.

Receivables

Trade receivables and other receivables are recorded at nominal value less provisions for expected losses. The loss provision is based on an individual assessment of each accounts receivable.

Financial instrument

Interest rate swaps that are considered hedges are not presented in the balance sheet at market value. Income/expenses related to interest swaps are presented as interest expenses and recognized in the income statement when they have been earned/accrued.

Cash and cash equivalents

Cash and cash equivalents consists of bank deposits and are recorded at nominal values in the balance sheet. Bank deposits in other currencies are valued in USD to the exchange rate at year end.

Currency

Monetary items in other currencies are valued in USD to the exchange rate at year end. Transactions through the year are recorded at the exchange rate at the time of the transaction.

Revenues

Voyage charter revenue is recognized as the freight services are rendered over time using the load-to discharge method. According to this method, freight revenue is recognized in profit and loss according to the charter party from the vessel's load date to the delivery of the cargo (discharge). The cut-off for ongoing voyages is determined based on the share of number of days completed at the balance sheet date of the estimated total duration of the voyage. Voyage expenses incurred between discharge and next load date are recognized as a contract asset in the balance sheet and will be recognized in the profit and loss of the following voyage.

Voyage expenses

All voyage expenses are recognised proportionally with the voyage revenues. Voyage expenses on cut-off voyages are recognised based on the number of days before and after the balance sheet date.

Taxes

The company is operating in the Norwegian Tonnage Tax Regime which entitles the company to tax exemption on profits derived from ship operations provided payment of tonnage tax. However, possible future net financial income will be taxed with a tax rate of 22 %. There is no provision for deferred tax on potential net financial income in the accounts. Tonnage tax is charged the accounts as other operating expenses.

Events after the balance sheet date

New information after the balance sheet date about the company's financial position compared to the balance sheet date has been taken into accounts. Events after the balance sheet date that do not affect the company's financial position on the balance sheet date, but will affect the company's financial position in the future, is disclosed if material.



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

Note 1: Remuneration, number of employees, pension plan, etc.

The company has no employees and no obligation to establish an occupational pension scheme according to law for mandatory occupational pension scheme.

Note 2: Remuneration to executives and auditor's fee

	2020	2019
Statutory audit	(5 025)	(7 274)
Other services	0	(890)
Total (ex. value added tax)	(5 025)	(8 165)

No remuneration is paid to the BoD and CEO during 2020. There are no agreements between BoD/CEO and the company regarding severance or other benefits upon termination or change of office. Nor has there been agreed upon profit sharing, options or equivalent benefits.

Note 3: Tangible fixed assets

	MV Thelma Victory	Periodic maintenance	Total
Accum. acquisition cost 1.1.	18 999 035	2 729 993	21 729 028
Acquisitions	14 170	0	14 170
Disposals (to cost price)	0	(1 360 406)	(1 360 406)
Accum. acquisition cost 31.12.	19 013 205	1 369 587	20 382 792
Accum. depreciation & impairment 31.12.	(5 534 751)	(696 050)	(6 230 801)
Balance sheet value at 31.12.	13 478 454	673 537	14 151 991
Depreciation this year	(1 263 400)	(456 529)	(1 719 929)
Reversed previous years impairments	43 838	0	43 838
Year of construction	2004		
Economic life	25 years	2,5 years	

Costs of major upgrades/modifications and periodic maintenance are included in the asset's carrying amount and depreciated towards next periodic maintenance.

Value in use (discounted cash flow)/broker value is used to substantiate the vessel's book value as of 31.12.2020.



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

Note 4: Taxes

TAXES PAYABLE (amounts in NOK)	2020	2019	
Financial taxable result under tonnage tax scheme	(1 080 418)	(430 050)	
Permanent differences	0	0	
Change temporary differences	0	0	
This years taxable result	(1 080 418)	(430 050)	
Applied taxable deficit carried forward	0	0	
Basis for taxes payable	0	0	
Taxes payable	0	0	
DEFERRED TAX / TEMPORARY DIFFERENCES (amounts in NOK)	2020	2019	Change
Fixed assets	0	0	0
Current assets	0	0	0
Liabilities	0	0	0
Total temporary differences	0	0	0
Taxable deficit carried forward	(2 885 122)	(1 804 704)	1 080 418
Basis deferred taxes / (tax asset)	(2 885 122)	(1 804 704)	1 080 418
Deferred taxes / (-tax asset)	(634 727)	(397 035)	237 692
Recorded deferred taxes / (-tax asset)	0	0	0

According to Norwegian Accounting Standards, deferred tax asset is not recognized, due to uncertain future taxable income.

TAXES IN INCOME STATEMENT (amounts in USD)	2020	2019
Taxes payable	0	0
Change deferred taxes	0	0
Taxes on ordinary result	0	0



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

Note 5: Mortgage loans from financial institutions and security

Financial institution	Liability per 31.12.2020	Liability due > 5 years
Sparebank1 SR Bank	5 400 000	0
Total mortgage liability at 31.12.2020	5 400 000	0
Book value of secured assets		Book value
Vessel		14 151 991
Cash and cash equivalents		399 531
Total book value of secured assets at 31.12.2020.		14 551 522

The sister companies, Lynda Victory AS, WA Tankers AS and Thelma Victory AS, are jointly and severally liable for the companies' mortgage loans.

In addition to the vessel, security is provided in form of income, insurance, receivables, and bank deposits. EGD Shipholding AS has provided guarantee limited to USD 33 600 000, payable interest and fees not included. Victory Tankers AS has provided guarantee limited to USD 33 600 000, payable interest and fees not included.

The company has entered into an interest rate swap contract for parts of its long-term debt. Under this contract the company's interest rate expenses related to long-term debt are largely hedged through fixed rates. The market value of the contract at 31.12.2020 is not included in the accounts. Income/expenses related to the contract are posted as they arise.

Market value interest swap agreement at 31.12.2020 (loss)	(70 541)
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Note 6: Number of shares, shareholders etc.

The company's share capital is NOK 1 000 000. The share capital consist of one class of shares, 1 000 shares at face value NOK 1 000. One share gives one vote at the shareholders' meeting. The company is owned 100 % by Victory Tankers AS.

Composition of the board (ownership according to Accounting Act § 7-42, section 3 in brackets):

Magne Øvreås	Chairman	(8,5 %)
Eivind Dragesund Rørvik	Member	

The company is part of the group EGD Holding AS.

Address: Sydneplassen 1, 5007 Bergen.



THELMA VICTORY AS

NOTES

Notes to the Financial Statements 2020 (Amounts in USD)

Note 7: Equity

	Share capital	Share premium reserve	Other paid-up equity	Retained earnings	Total
Equity 1.1.2020	112 400	9 307 109	0	447 208	9 866 716
Equity increase	0	0	3 736 413		3 736 413
Dividend		(1 600 000)	0	0	(1 600 000)
Annual result				1 201 694	1 201 694
Equity 31.12.2020	112 400	7 707 109	3 736 413	1 648 902	13 204 823

Note 8: Covid - 19

The situation related to the COVID-19 virus outbreak is uncertain. The outbreak may negatively impact the demand for the company's services, which may in turn lead to lower earnings and liquidity. Although the duration and scope related to the situation is uncertain, the assumption of a going concern is still considered to be intact.

Note 9: Gross freight revenues

Gross freight revenues by geographical area:

	2020	2019
Europe	2 736 449	2 195 486
USA	4 538 908	2 931 199
South America	1 407 151	
Asia/Australia	2 376 068	3 890 061
Total	11 058 576	9 016 746

**SIGNATURES****ALLEKIRJOITUKSET****UNDERSKRIFTER****SIGNATURER****UNDERSKRIFTER**

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firmateckningsrätt
förvaltare

autoritet til å signere
representant
foresatte/verge

myndighed til at underskrive
repræsentant
frihedsberøvende

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To the General Meeting of Thelma Victory AS

Independent auditor's report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Thelma Victory AS showing a profit of USD 1 201 694. The financial statements comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including 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 laws and regulations, 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

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

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.

KPMG AS is a Norwegian limited liability company and member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Statsautoriserte revisorer - medlemmer av Den norske Revisjonsforening

Offices in

Oslu	Elverum	Mo i Rana	Stord
Ålta	Finnsnes	Mo i Rana	Straume
Årendal	Hamar	Skien	Tromsø
Bergen	Haugesund	Sandefjord	Trondheim
Birdø	Knarvik	Sandnessjøen	Tynset
Drammen	Kristiansand	Stavanger	Ålesund



Thelma Victory AS

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director (management) are responsible for the preparation in accordance with law and regulations, including a true and fair view of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, 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. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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 laws, regulations, and auditing standards and practices generally accepted in Norway, including 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 laws, regulations, and auditing standards and practices generally accepted in Norway, including 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.



Theima Victory AS

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

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

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that 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.

Bergen, 31 May 2021

KPMG AS

Tom Rasmussen
State Authorised Public Accountant