



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 930 819 638
Organisasjonsform: Aksjeselskap
Foretaksnavn: KCC BASS AS
Forretningsadresse: Drammensveien 260
0283 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

Konsern

Morselskap i konsern: Nei

Regnskapsregler

Regler for små foretak benyttet: Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Thea Feginn
Dato for fastsettelse av årsregnskapet: 22.03.2024

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, 01.08.2025



Resultatregnskap

Beløp i: USD	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Revenue from TC contracts	3	9 691 000	
Sum inntekter		9 691 000	
Kostnader			
Other operating expenses, vessels	2	2 530 000	
Depreciation	7	2 482 000	
Group administrative services	12	259 000	
Other operating and administrative expenses	4	20 000	
Tonnage tax	6	8 000	
Sum kostnader		5 299 000	
Driftsresultat		4 392 000	
Finansinntekter og finanskostnader			
Finance income	5	167 000	
Sum finansinntekter		167 000	
Finance costs	5	1 392 000	
Sum finanskostnader		1 392 000	
Netto finans		-1 225 000	
Ordinært resultat før skattekostnad		3 167 000	0
Income tax expenses	6	0	
Ordinært resultat etter skattekostnad		3 167 000	0
Årsresultat		3 167 000	0



Balanse

Beløp i: USD	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Vessels	7	57 652 000	
Sum varige driftsmidler		57 652 000	
Sum anleggsmidler		57 652 000	0
Omløpsmidler			
Varer			
Inventories		107 000	
Sum varer		107 000	
Fordringer			
Accounts receivable	8	1 097 000	
Other short-term receivables	8	206 000	
Konsernfordringer	12	41 000	
Sum fordringer		1 344 000	
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents	9	5 623 000	
Sum bankinnskudd, kontanter og lignende		5 623 000	
Sum omløpsmidler		7 074 000	0
SUM EIENDELER		64 726 000	0
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	13	6 000	
Overkurs	13	39 697 000	



Balanse

Beløp i: USD	Note	2023	2022
Sum innskutt egenkapital		39 703 000	
Opptjent egenkapital			
Retained earnings	13	3 168 000	
Sum opptjent egenkapital		3 168 000	
Sum egenkapital		42 871 000	0
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	11	16 483 000	
Sum annen langsiktig gjeld		16 483 000	
Sum langsiktig gjeld		16 483 000	0
Kortsiktig gjeld			
Short-term interest bearing debt	11	3 529 000	
Leverandørgjeld	11	85 000	
Kortsiktig konserngjeld	12	212 000	
Other current liabilities		1 546 000	
Sum kortsiktig gjeld		5 372 000	
Sum gjeld		21 855 000	0
SUM EGENKAPITAL OG GJELD		64 726 000	0



Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Journalnummer: 2024 730097

Enheten

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Organisasjonsform: Aksjeselskap
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Benyttet ved utarbeidelsen av
årsregnskapet til selskapet: IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Thea Feginn
Dato for fastsettelse av årsregnskapet: 22.03.2024

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Brønnøysundregistrene, 17.08.2024



Organisasjonsnr: 930 819 638
KCC BASS AS

RESULTATREGNSKAP

Beløp i: USD	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
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Kostnader			
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Netto finans		-1 225 000	
Ordinært resultat før skattekostnad			
Income tax expenses	6	0	0
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Årsresultat		3 167 000	0



Organisasjonsnr: 930 819 638
KCC BASS AS

BALANSE

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Egenkapital			
Innskutt egenkapital			
Share capital	13	6 000	
Overkurs	13	39 697 000	
Sum innskutt egenkapital		39 703 000	
Opptjent egenkapital			
Retained earnings	13	3 168 000	
Sum opptjent egenkapital		3 168 000	
Sum egenkapital		42 871 000	0
Gjeld			



Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til			
kredittinstitusjoner	11	16 483 000	
Sum annen langsiktig gjeld		16 483 000	
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Kortsiktig gjeld			
Short-term interest			
bearing debt	11	3 529 000	
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Organisasjonsnr: 930 819 638
KCC BASS AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note
1

Regnskapsprinsipper
Se note 1 årsregnskapet.

<u>Sum</u>	<u>Beløp</u>		
<u>Balanseført verdi 31.12.</u>	<u>Varige driftsmidler</u>	<u>Immaterielle eiend.</u>	
<u>Samlet beløp - tilknyttet selskap</u>	<u>Årets</u>	<u>Fjorårets</u>	
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>	
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>	
<u>Samlet beløp - felles kontrollert virksomhet</u>	<u>Årets</u>	<u>Fjorårets</u>	
<u>Pantstillelse</u>	<u>Beløp</u>		
<u>Beholdning av egne aksjer</u>	<u>Antall</u>	<u>Pålydende</u>	<u>Andel av aksjek.</u>



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List of Signatures Page 1/1

2023 BOD + Financial Statements - KCC Bass AS 31.12.2023.pdf

Name	Method	Signed at
Andreassen, Gøran	BANKID	2024-03-22 08:29 GMT+01
Dahm, Engebret	BANKID	2024-03-22 08:16 GMT+01
MEYER, ERNST ANDRÉ	BANKID	2024-03-22 08:10 GMT+01
Dyrnes, Liv Hege	BANKID	2024-03-22 07:40 GMT+01



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External reference: B4CDB72142BB4BAC9A7FDC783C70A085



KCC Bass AS

BOARD OF DIRECTORS' REPORT 2023

KCC Bass AS ("KCCB"/the "Company") was incorporated 12 January 2023 and is owned by Klaveness Combination Carriers ASA (100%). KCCB is located in Oslo, Norway. The Company's main activities are operating and investing in combination carriers. As per year-end 2023, the Company owned one CLEANBU vessel. The CLEANBU vessel is both a full-fledged LR1 product tanker and Kamsarmax dry bulk vessel. KCC Bass AS is subject to the Norwegian tonnage tax system.

Highlights 2023

In March 2023, the Company purchased one CLEANBU vessel from KCC Shipowning AS (KCCS, affiliated company, 100 % directly and indirectly owned by Klaveness Combination Carriers ASA). The sales price was based on a discounted cash flow model and made on arm's length. KCC Bass AS and KCCS are co-borrowers in the bank debt facility and one of the bank loan tranches were transferred to KCC Bass AS.

The purchased vessel is employed on a two-year time charter contract with expiry in February 2025. The contract was concluded in a strong tanker market in February 2023. The Company delivered a strong financial result for the year with a profit after tax of USD 3.2 million.

The Company experienced no major or medium injuries, or accidents in 2023. MV Bass had 5 unscheduled off-hire days in 2023 mainly related to repair and service.

ESG

The Company's main priority is to keep the crew safe, and any injury or loss of lives is unacceptable. 2023 was a strong safety year for the Company, with zero major or medium injuries¹ or vessel accidents.

The vessel is under the technical management of Klaveness Ship Management AS. To meet the requirements related to safety and environment as well as to prevent pollution, significant resources are used on quality- and risk management. The vessel is operated under the principles for quality control in accordance with the ISM code. In addition to operating according to technical precautions established in ISM and MARPOL to protect the environment, the Company seeks to reduce the burden on the environment by increasing the efficiency of transport and reducing ballast voyages.

The Company did not detect severe human rights violations or substandard working conditions in our own operations in 2023. The Transparency Act report for Klaveness Combination Carriers ASA and its subsidiaries for 2023 is published on the website www.combinationcarriers.com.

Market development

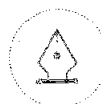
Earnings of the combination carrier are driven by the Panamax dry bulk market, MR² and LR1³ product tanker markets and fuel markets. MV Bass is fixed on a fixed-rate time-charter (TC) agreement with expiry in February 2025, hence the Company has no market exposure for this period. After expiry of the TC the vessel will likely again operate as a combination carrier.

Freight rates for global seaborne transportation are highly volatile and cyclical. The demand for global seaborne transportation depends on global economic growth, and in particular the development in the energy and commodities markets.

¹Major injuries = fatality or permanent disability preventing return to work, medium injuries = medical treatment and repatriation, will return to work

² Average MR TCE earnings as reported by Clarksons. One month lag due to normal time of fixing.

³ Average LR1 TCE earnings as reported by Clarksons. One month lag due to normal time of fixing.



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Risk and risk management

It is important for the Board of Directors that the right risk reward assessment is made and that the internal control routines are good. Risk assessment, monitoring and implementation of mitigating actions are a part of the Company's daily activities and on a regularly basis the Board will be presented with a risk assessment report. A probability and impact matrix is used to identify risks and based on this assessment mitigating actions are outlined for the main risks. Risks related to vessel technical operation and crew safety are assessed, monitored, and handled by the ship manager, Klaveness Ship Management AS.

Below is a list of some of the principal risks identified that may affect business operations, reputation, financial position and operations with focus on the next 12 months:

- MV Bass is on time-charter contract until February 2025. The Company are hence dependent on receiving lease payments from this one customer. The risk is considered limited as counterparty is reputable. In a current strong tanker market, replacement risk is considered to be low.
- Geopolitical risks, including wars, disputes, political instability, terrorism, and piracy, exemplified by the wars in Ukraine and Gaza, and the tensions in the Red Sea, may impact crew costs, insurance premiums, operations, and the Group's ability to conduct efficient combination trades.

In a longer-term perspective, the current assessment includes the following risks:

- Global economic growth and the impact on energy and commodity markets
- Impact of a low-carbon future with introduction of emission regulations, zero-emission vessels, and lower demand for the transportation of fossil fuels

Net result and financial position

Total operating revenue for 2023 was USD 9.7 million and operating expenses, vessels amounted to USD 2.5 million.

Operating profit before depreciation was USD 6.9 million for 2023. Depreciation for 2023 was USD 2.5 million. Net financial items were negative by USD 1.2 million in 2023 up mainly due to interest paid on mortgage debt. Net profit after tax was USD 3.2 million for 2023.

Total assets ended at USD 64.7 million in 2023 which mainly consisted of vessels (USD 57.7 million), cash and cash equivalents (USD 5.6 million) and other current assets (USD 1.5 million). Total interest-bearing debt ended at USD 20.0 million at the end of 2023, with repayments of USD 2.6 million during the year.

Total equity ended at USD 42.9 million at year-end 2023, an increase of USD 42.9 million from incorporation following financial results of USD 3.2 million and a capital increase of USD 39.7 million. The equity ratio ended at 66% per year-end 2023.

Cash and cash equivalents ended at USD 5.6 million by the end of 2023. The cash flow from operating activities was USD 7.4 million in 2023, while cash flow from investing activities was negative USD 60.1 million mainly related to purchase of vessel. The cash flow from financing activities was positive USD 58.3 million mainly due to proceeds from mortgage debt and capital increase for financing of purchase vessel, partly offset by repayments of mortgage debt and interest paid.

The Company has no employees. The Board of Directors consists of two men and one woman. The Company has taken out insurance cover potential litigations against the board members and general manager.

The Board of Directors confirms that the financial accounts have been prepared under a going concern assumption.



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Subsequent events

There have been no major transactions or events following the closing date that would have a negative impact on the evaluation of the financial position of KCC Bass AS as per 31 December 2023.

The Board of Directors of KCC Bass AS

Oslo, 31 December 2023

Oslo, 22 March 2024

Ernst Meyer
Chair of the Board

Liv Hege Dyrnes
Board Member

Gøran Andreassen
Board Member

Engebret Dahm
CEO



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KCC Bass AS was established in January 2023, hence no comparable figures.

KCC BASS AS Income Statement

USD '000	Note	2023
Revenue from TC contracts	3	9 691
Total operating revenue		9 691
Operating expenses, vessels	2	(2 530)
Tonnage tax	6	(8)
Group administrative services	12	(259)
Other operating and administrative expenses	4	(20)
Operating profit before depreciation		6 875
Depreciation	7	(2 482)
Operating profit after depreciation		4 393
Finance income	5	167
Finance costs	5	(1 392)
Profit/(loss) before tax		3 168
Income tax expenses	6	-
Profit/(loss) for the year		3 168

Statement of Comprehensive Income

USD '000	Note	2023
Profit/(loss) for the year		3 168
Net other comprehensive income to be reclassified to profit or loss		#REF!
Total comprehensive income/loss for the period, net of tax		3 168



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KCC BASS AS Balance Sheet Statement

ASSETS		
USD '000	Note	31 Dec 2023
Non-current assets		
Vessels	7	57 652
Total non-current assets		57 652
Current assets		
Inventories		107
Accounts receivable	8	1 097
Short-term receivables from related parties	12	41
Other short-term receivables	8	206
Cash and cash equivalents	9	5 623
Total current assets		7 074
TOTAL ASSETS		64 726

EQUITY AND LIABILITIES		
USD '000		31 Dec 2023
Equity		
Share capital	13	6
Share premium	13	39 697
Retained earnings	13	3 168
Total equity		42 871
Non-current liabilities		
Mortgage debt	11	16 483
Total non-current liabilities		16 483
Current liabilities		
Short-term interest bearing debt	11	3 529
Accounts payable		85
Current debt to related parties	12	212
Other current liabilities		1 546
Total current liabilities		5 373
TOTAL EQUITY AND LIABILITIES		64 726



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31 December 2023

22 March 2024

Ernst Meyer
Chair of the Board

Liv Hege Dynes
Board Member

Goran Andreassen
Board Member

Engebret Dahm
CEO



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KCC BASS AS

Statement of Changes in Equity

	Share capital	Share premium	Retained earnings	Total
Equity 1 January 2023	-	-	-	-
Incorporation 12 January 2023	3	-	-	3
Capital increase, 23 March 2023	3	39 697	-	39 700
Profit (loss) for the year	-	-	3 168	3 168
Equity at 31 December 2023	6	39 697	3 168	42 871



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KCC Bass AS

Statement of Cash Flows

USD '000	Note	2023
Profit before tax		3 168
Tonnage tax expensed	6	8
Depreciation	7	2 482
Amortization of upfront fees bank loans		72
Gain (-)/ loss on foreign exchange	5	(3)
Interest income	5	(164)
Interest expenses	5	1 320
Change in receivables		(1 344)
Change in current liabilities		1 843
Change in other working capital		(107)
Interest received	5	164
A: Net cash flow from operating activities		7 440
Aquisition of vessel	7	(36 959)
Acquisition of tangible assets	7	(234)
B: Net cash flow from investing activities		(37 193)
Transaction costs	11	(282)
Proceeds from capital increase		39 700
Repayment of borrowings	11	(2 647)
Interest paid	5	(1 395)
C: Net cash flow from financing activities		35 376
Net change in liquidity in the period		5 623
Cash and cash equivalents at beginning of period		-
Cash and cash equivalents at end of period		5 623
Net change in cash and cash equivalents in the period		5 623



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Note 1 - Accounting Policies

Corporate Information

KCC Bass AS ("Company") is a private limited company domiciled and incorporated in Norway. The Company has headquarter and is registered in Drammensveien 260, 0283 Oslo. The financial statements of KCC Bass AS for the period ended 31 December 2023 were authorized by the Board of Directors on 22 March 2024.

The objectives of the Company is to provide transportation for dry bulk, chemical and petroleum tanker clients. The Company owns one CLEANBU vessel that is both a full-fledged LRI product tankers and kamsarmax dry bulk vessel.

The Company is subsidiary of the listed Company Klaveness Combination Carriers ASA ("Group/KCC"). The consolidated financial statements are available at www.combinationcarriers.com. The ultimate parent of the Company is Rederiaksjeselskapet Torvald Klaveness. The consolidated financial statements for the ultimate parent is available at www.klaveness.com.

Basis of preparation

The company was established in 2023. The first financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as adopted by the European Union. Therefore, first-time financial statements have been prepared in accordance with IFRS 1, First-Time Adoption of International Financial Reporting Standards, for the reporting period ended 31 December 2023.

The financial statements are prepared under the going concern assumption.

Significant accounting judgements, estimates and assumptions

Preparing financial statements in conformity with IFRS requires the management to make judgements, use of estimates and assumptions which affect the application of the accounting policies and the reported amounts of assets and liabilities, revenues and expenses.

Management has made estimates and assumptions which have significant effect on the amounts recognized in the financial statements. In general, accounting estimates are considered significant if:

- the estimates require assumptions about matters that are highly uncertain at the time the estimates are made
- different estimates could have been used
- changes in the estimates have a material impact on KCC Bass AS' financial position

The areas in which The Company is particularly exposed to material uncertainty over the carrying amounts as at the end of 2023 are included within the individual note outlined below:

Note 7 - Useful life, residual value, cash-generating units and impairment testing

Functional and presentation currency

The presentation currency for the company is US Dollar (USD). The Company has USD as functional currency.

Income and expenses in NOK are converted at the rate of exchange on the transaction date. The average exchange rate was 10.5658 USD/NOK in 2023 (2022: 9.6197). At 31 December 2023, an exchange rate of USD/NOK 10.2025 (2022: 9.9066) was used for the valuation of balance sheet items.

Cash flow statements

The cash flow statements are based on the indirect method.

Standards, amendments and interpretations

The financial statements have been prepared based on standards, amendments and interpretations effective for 2023.

The Company has not early adopted amendments and interpretations to existing standards that have been published and are relevant to the Company's annual accounting periods beginning on 1 January 2024 or later periods.



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Note 2 - Operating expenses

(USD '000)	2023
Technical expenses	560
Crew costs	1 267
Insurance	172
Crewing agency fee to Klaveness Ship Management AS (note 12)	73
Ship management fee to Klaveness Ship Management AS (note12)	200
Other operating expenses	258
Total operating and administrative expenses	2 530

Technical expenses are costs related to spare parts, consumables, cargo handling, power supply, navigation and communication. Crew costs include sea personnel expenses such as wages, social costs, travel expenses and training. Costs related to technical management, maintenance and crewing services are recognised as operating expenses, see note 12 for transactions with related parties.



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Note 3 - Revenue from contracts with customers

Disaggregated revenue information

The Company has income from chartering (hiring) out its vessels to operating companies. Set out below is the Company's revenue from time charter contracts.

Revenue types (USD'000)	Classification	2023
Revenue from TC contracts	Charter hire revenue	9 691
Total revenue, vessels		9 691

The Company purchased and operated MV Bass since since March 2023.

Lease payments to be received from the fixed rate time charter contract with expiry February 2025 is USD 12.6 million in 2024 and 2.1 million in 2025.

Accounting policy

The Company is in the business of transporting cargo by sea.

Performance obligations

IFRS 15 requires the Group to identify the performance obligations, determine the transaction price, allocate the transaction price to performance obligations for each contract with a customer to the extent that the contract covers more than one performance obligation, determine whether revenue should be recognised over time or at a point in time and recognise revenue when or as performance obligations are recognised. The Group's voyage charters and time charter (TC) contracts qualify for recognition over time. The nature of the Group's revenue from TC contracts with its customers is categorised in two groups, the leasing element of the vessel and the service element related to the leased vessel.

Expenses between discharge and load are deferred and amortised over the voyage to the extent they qualify as cost to fulfil under IFRS 15.

Time charter (TC) agreements

The time charter revenue is generated from fixed rate time charter contracts. Revenue from time charters is accounted for as lease in accordance with IFRS 16 and is classified as charter hire revenue in the Income Statement. The Company's time charter contracts normally have a duration of 1-3 months and a significant portion of the risks and rewards of ownership are retained by the lessor (KCC), hence the lease is classified as operating lease. In 2023, the Group entered into a two-year TC agreement for one of its CLEANBU vessels, as KCC remains the right to substitute the asset throughout the period of use, the TC agreement is classified as an operating lease. Payments received under operating leases are recognised as revenue on a straight line basis over the lease term.



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Note 4 - Other operating and administrative expenses

The Company has no employees, and as such no wage expenses or pension liabilities have occurred in 2023. Management services are acquired from Klaveness Combination Carriers ASA, where the managing director is employed. Members of the Board of Directors are employed of other companies within Rederiasjeselskapet Torvald Klaveness (RASTK). No special remuneration has been paid to the members of the Board of Directors, as such positions are a part of their regular employment.

Remuneration to the auditor

USD '000	2023
Statutory audit	2
Other assurance services	0
Total expensed audit fee	2

Auditor's fees are stated excluding VAT.

Note 5 - Finance income and finance costs

USD '000	2023
Finance income	2023
Other interest income	164
Gain on foreign exchange	3
Finance income	167

USD '000	2023
Finance cost	2023
Interest paid to related parties	-
Interest expenses mortgage debt	1 281
Amortization capitalized fees on loans	72
Other financial expenses	39
Finance cost	1 392



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Note 6 - Taxes

Tonnage tax

The Company is subject to the tonnage tax regime and is exempt from ordinary tax on its shipping income. The companies within this system pay a tonnage fee based on the size of the vessels. The fee is recognized as an operating expense. Financial income is taxed according to the ordinary Norwegian exemption model, however only a portion of the interest and currency expenses are tax deductible. The tax rate is 22 % for 2023 (2022: 22 %).

USD '000	31 Dec 2023
A. TAX EXPENSE	
Tax payable	-
Change deferred tax / deferred tax asset	-
Total tax expense/(income) reported in the income statement	-
tax net gain /loss on revaluation of cash flow hedges	-
Tax effects in other comprehensive income	-
Deferred tax charged to OCI	-
B. CALCULATION OF TAX BASIS - TAX PAYABLE	
31 Dec 2023	
Pre-tax profit	3 168
Profit from shipping operations	(3 224)
Net financial items according to calculation in section B.1	(56)
Transferred to tax losses carried forward	76
Exchange rate adjustment temporary differences	(20)
Tax basis for the year	0
Tax payable	0
Tonnage tax (included in operating profit)	8
Total tax payable in the balance sheet	8



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B.1.1 CALCULATION OF PROPORTIONAL DEDUCTION OF INTEREST EXPENSE / FOREIGN CURRENCY LOSSES

- figures calculated from NOK to year end currency rate

Calculation of share of total financial assets for KCC Bass AS	At January 1, 2023	At December 31, 2023	Average
Financial assets KCC Bass AS	8	7 074	3 541
Total financial assets of the company, including underlying companies	8	7 074	3 541
Total capital in KCC Bass AS	7,84	64 726	32 367
Share of financial assets (in %)	100,00 %	10,93 %	10,94 %
Exchange rate adjusted share of financial assets (in %)			10,31 %

Calculation of proportional deduction for interest expenses / foreign currency losses 31 Dec 2023

Actual interest expenses recorded in the profit and loss account	(1 281)
Interest expense subject to proportional distribution	(1 281)
Calculated proportion of interest expenses for deduction in tax income 10,94%	(140)
Foreign currency losses / recorded in the profit and loss account	(3)
Unrealized foreign exchange (gain)/ loss long-term items (100%) as of 31.12.21	(372)
Calculated proportion of currency gain/ loss for increase/ decrease in tax income 10,94 %	(41)

B.1.2 CALCULATION OF NET FINANCIAL ITEMS

31 Dec 2023

Financial income and expenses recorded in the profit and loss account

Other interest income	164
Interest expense according to proportional calculation	(140)
Other financial expenses	(39)
Foreign currency loss according to proportional calculation	(41)
Net financial items	(56)

Note 6 - Taxes cont.

B.2 CALCULATION OF INCREASE IN INCOME DUE TO HIGH EQUITY

- figures calculated from NOK to year end currency rate

	At January 1, 2023	At December 31, 2023	Average
Total capital KCC Bass AS	-	65 573	32 786
A) Total, adjusted assets	-	65 573	32 786
Liabilities in T Klaveness Shipping AS	-	21 746	10 873
B) Total, adjusted liabilities	-	21 746	10 873
C) 30% of average assets (A*30%)			9 836
Average equity above 70% C - B			(1 037)
Increase in income due to high equity - Prescribed interest rate on positive amount		0,90 %	-



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C. RECONCILIATION OF NOMINAL AND ACTUAL TAX RATES:		31 Dec 2023
Profit before tax		3 168
Nominal tax rate		22 %
Calculated tax payable on pre-tax profit using the nominal taxation rate		697
Tax effect, profit from shipping operations		(713)
Tax effect, change in not listed deferred tax		8
Tax effect, exchange rate adjustment		8
Tax expense		0
Effective tax rate		0,0 %



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Note 6 - Taxes cont.

Specification of the tax effect of temporary differences

D. DEFERRED TAX / (DEFERRED TAX ASSET) USD'000	Status at Jan 1, 2023	Change	Status at Dec 31, 2023	Tax effect at Dec 31, 2023 22 %	Status at Dec 31, 2022	Tax effect at Dec 31, 2022 23 %
Temporary differences (Omvalderingskonto)	-	38	38	8	-	-
Total temporary differences	-	38	38	8	-	-
Total temporary differences - before financial losses carried forward	-	38	38	8	-	-
Financial losses carried forward	-	(76)	(76)	(17)	-	-
Total temporary differences	-	(37)	(37)	(8)	-	-
Deferred tax / (deferred tax asset) recorded in the balance sheet				-		-
Change in deferred tax / (deferred tax asset)				-		-



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Note 7 - Vessels

(USD '000)	2023
Cost price 1.1	
Internal purchase of vessels	59 900
Technical upgrade	234
Costprice end of period	60 134
Acc. Depreciation 1.1	-
Acc. Depreciation disposal of vessel	-
Depreciation vessels	2 482
Acc. depreciation end of period	2 482
Carrying amounts end of period*	57 652
*) carrying value of vessels includes dry-docking	
No. of vessels	1
Useful life (vessels)	25
Useful life (drydock)	2-3
Depreciation schedule	Straight-line
Reconciliation of depreciations	
(USD '000)	2023
Depreciation vessels	2 482
Depreciations for the period	2 482

Additions

Technical upgrade of USD 0.2 million for the year is related to general improvement of the technical performance of the vessels and energy efficiency initiatives.

Impairment assessment

Identification of impairment indicators is based on an assessment of development in market rates (dry bulk, MR tanker, LR1 tanker and fuel), TCE earnings, vessel opex, operating profit, technological development, change in regulations, interest rates and discount rate. The rise in the interest rates increases the discount rate used in calculation of recoverable amount. As previous sensitivity analysis of recoverable amount shows that the decrease in recoverable amount is unlikely to result in a material impairment loss, as per IAS 36.16, this has not been considered an impairment indicator. Expected future TCE earnings for the CLEANBU, diversified market exposure, development in secondhand prices and the combination carrier's trading flexibility support the conclusion of no impairment indicators identified as per 31 December 2023.



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Accounting Policy

Significant accounting estimates

Non-current assets such as vessels and the cost of dry-docking are carried at cost less accumulated depreciation and impairment charges. Cost is defined as directly attributable cost plus borrowing cost during the construction period.

Useful life and residual values

The carrying amount of vessels is based on management's assumptions of useful life. Useful life is reassessed on an annual basis. Useful life may change due to change in technological developments, competition, environmental and legal requirements, freight rates and steel prices. Management has also considered the impact of decarbonisation and climate related risks on the existing assets' useful lives. Such risks include new climate related legislation restricting the use of certain assets, new technology demanded by climate related legislation and customer requirements.

The vessels are planned for dry-docking with a limited scope during each intermediated survey, first time approximately 2.5 years after delivery.

The Company commits to perform recycling of its vessels in compliance with the Hong Kong convention and, the Norwegian Shipowner's Association's guidelines. Annual assessment of residual value is based on observable market prices and available scrapping alternatives as of today. Residual value estimates for MV Bass have been calculated based on average price for Turkey and India, deducted by best estimate of direct costs for scrapping. There is a high degree of uncertainty in net green pricing for recycling. The Company has concluded to use a scrap value of USD 5.9 million for MV Bass for 2024.

Impairment testing

At the end of each reporting period the Company assesses whether there is any indication of impairment. If any indication exists, the Company will estimate the recoverable amount of the asset. Recoverable amount is set as the highest of fair value less cost to sell and value in use. If carrying value exceeds the estimated recoverable amount, impairment is recognised. Impairments are reversed in a later period if recoverable amount exceeds carrying amount.

Identification of impairment indicators is based on an assessment of development in market rates (dry bulk, MR tanker, LR1 tanker and fuel), TCE earnings, vessel opex, operating profit, technological development, change in regulations, interest rates and discount rate. As per year end 2023 no indicators for impairment were identified.



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Note 8 - Trade receivables and other current assets

(USD'000)	2023
Receivables from related parties (note 15)	41
Prepaid expenses	166
Accrued income	20
Customer receivables	1 097
Other short-term receivables	19
Other short-term receivables	1 344

Note 9 - Cash and cash equivalents

The Company has bank deposits in the following currencies:

(USD'000)	2023
Cash and bank deposits, NOK	59
Bank deposits, USD	5 564
Total cash and cash equivalents	5 623

Cash includes cash in hand, bank deposits and other highly liquid investments with original maturities of three months or less. No cash is restricted.



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Note 10 - Fair value measurement

Fair value measurement

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial assets and liabilities included in the financial statements.

(USD'000)	Carrying amount	Fair value
	31 Dec 2023	31 Dec 2023
Long-term receivables from related parties	212	212
Short-term receivables to related parties	41	41
Other short-term receivables	1 303	1 303
Total financial assets measured at amortized costs	1 555	1 555
Cash and cash equivalents	5 623	5 623
Total	7 178	7 178
Total current	6 966	6 966
Total non-current	212	212

(USD'000)	Carrying amount	Fair value
	31 Dec 2023	31 Dec 2023
Financial liabilities at amortised cost		
Long-term interest bearing debt	16 483	16 483
Short-term interest bearing debt	3 529	3 529
Accounts payable	85	85
Current debt to related parties	212	212
Other current liabilities	1 546	1 546
Total financial liabilities at amortised cost	21 855	21 855
Total	21 855	21 855
Total current	5 373	5 373
Total non-current	16 483	16 483

The fair value of the financial assets and liabilities is recognised as the value at which they could be exchanged in a transaction between willing parties other than in a forced or liquidation transactions. The following methods and assumptions are used to estimate the fair value of each class of financial instrument:

- Cash and restricted cash, trade receivables, trade payables and other current liabilities are recognized at their carrying amounts largely due to the short term maturities of these instruments.
- Fair value of loans from banks and other financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.



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Accounting policy

Fair value measurement

Derivatives are measured at fair value. The fair value of financial instruments traded in active markets is determined by reference to quoted market prices or dealer price quotations, without any deduction for transaction costs. The fair value of financial instruments not traded in active markets is determined using appropriate evaluation techniques.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets and liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instruments are included in level 2.

If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. During the reporting periods there were no transfers between any of the levels.



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Note 11 - Interest bearing debt

USD '000				
Mortgage debt	Description	Interest rate	Maturity	Carrying amount
Nordea/ Danske Facility*	Term loan, USD 80 million	Term SOFR + CAS + 2.1 %	December 2026	20 294
Capitalized loan fees				(282)
Mortgage debt 31 December 2023				20 012

*Joint facility with KCC Shipowning AS. CAS= Credit adjusted spread. For three months Term SOFR, the CAS is approx 0.26%

USD '000		Fair value	Carrying amount
Interest bearing liabilities		2023	2023
Mortgage debt, non current		16 765	16 765
Capitalized loan fees		-	(282)
Mortgage debt, current		3 529	3 529
Total interest bearing debt		20 294	20 012

Fair value is estimated to carrying amount less financing costs as the difference between market margin and carrying margin is considered to be immaterial. Fair value is not based on observable market data (fair value hierarchy level 3).

Covenants

As per 31 December 2023, the Company is in compliance with all financial covenants. Financial covenants on KCC Bass AS level are minimum cash and cash equivalents (USD 750k). In addition, all secured loans contain minimum value clauses related to the value of the vessel compared to outstanding loan.

Securities

As security for the mortgage debt, the Company has included a first priority security in all vessels except two vessels and earnings accounts, and assignment of the earnings and insurances of the vessels in favour of the creditors.

Book value of collateral, mortgaged and leased assets:		31. Dec 2023
Vessels		57 652
Total		57 652



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Reconciliation of movements of liabilities and equity to cash flow arising from financing activities

(USD '000)	Interest payable	Interest bearing short-term debt	Interest bearing long-term debt	Share capital/premium reserve	Other equity	Total
Balance at 1 January 2023	-	-	-	-	-	-
Proceeds from mortgage loan		3 529	19 412			
Repayment of mortgage loan			(2 929)			
Interest paid	1 395					
Total Changes from financing cash flow	1 395	3 529	16 483	-	-	21 407
Liability-related						
Non-cash movement		-	-			
Total liability-related changes	-	-	-	-	-	-
Total equity-related other changes						
Balance at 31 December 2023		3 529	16 483	-	-	21 407



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Note 12 - Transactions with related parties

Services

The ultimate owner of KCC Bass AS is Rederiaksjeselskapet Torvald Klavness (RASTK), which owns 53.8 % of the shares Klavness Combination Carriers ASA (KCC ASA). KCC ASA owns 100 % of the shares in KCC Bass AS.

The Company has undertaken several agreements and transactions with related parties both under control of Klavness Combination Carriers ASA and in the RASTK Group. The level of fees are based on cost + a margin in range 5-10 % in accordance with the arm's length principle and OECDs guidelines. Technical management is based on a fixed annual fee in line with market practice for such services.

Klavness AS (affiliated company) delivers administrative and business management services (G&A) to the KCC Group. G&A services have been provided by KCC ASA to all subsidiaries in the Group, with Klavness AS as a subcontractor for accounting, legal, risk/KYC and IT services, rent and office services.

Technical management services for all vessels such as crewing, maintenance, repair, dry-dock supervision, supplies and provisioning, insurance, procurement of spares, IT and administration are purchased from Klavness Ship Management AS (affiliated company). For the newbuildings in the Company, KSM has performed supervision and project management services (capitalized as part of newbuilding cost).

Internal sale transaction

In March 2023, the CLEANBU vessel, MV Bass was purchased from KCC Shipowning AS ("KCCS") (both companies 100 % owned by Klavness Combination Carriers ASA). The sale was made on arm's length terms based on observable and comparable prices for standard vessels adjusted for CLEANBU features and based on a discounted cash flow model. KCC Bass AS and KCCS are co-borrowers in the bank debt facility and one of the bank loan tranches was transferred to KCC Bass AS.

USD'000	Provider*	Price method	2023
Business adm. services	KAS	Cost + 7.5 %	55
Commercial services	KCCC	Cost + 7.5 %	163
Business adm. services	KCC	Cost + 7.5 %	38
Project management to Klavness Ship Management AS	KSM	Cost + 7.5 %	2
Total group administrative services			259

USD'000	Provider*	Price method	2023
Technical management fee (opex)	KSM	Fixed fee per vessel	200
Crewing agency and IT fee (opex)	KSM	Fixed fee per vessel	73
Total other transactions with related parties			273

(USD'000)	Counterparty ¹⁾	31 Dec 2023
Receivables and debt to related parties		
Receivables from related parties	KSM	5
Receivables from related parties	KCCC	36
Short-term receivables from and short-term debt to related parties		41
Current debt to related parties	KAS	4
Current debt to related parties	KCCS	3
Current debt to related parties	KSM	3,7
Current debt to related parties	KCCC	163
Current debt to related parties	KCC	38
Current debt to related parties		212

Accounting policy

Parties are related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the party in making financial and operating decisions. Parties are also related if they are subject to common control or common significant influence. Related parties transactions are recorded to estimated fair value.

¹⁾Klavness AS (KAS), Klavness Ship Management AS (KSM), Klavness Combination Carrier ASA (KCC), KCC Chartering AS (KCCC), Klavness Shipowning AS (KCCS)



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Note 13 - Financial risk management

Capital management

The Company intends to maintain an efficient capital structure, provide financial ability to execute on the strategy and ensure the Company has sufficient liquidity to meet liabilities and commitments as they fall due.

Main risks

The table below summarise short-term and long-term risks effecting Company's business.

Risk	Description	Risk type
Main risks next 12 months		
Increased geopolitical tension	The Company faces geopolitical risks arising from territorial and other disputes between countries, war, political instability, terrorism and piracy, as exemplified by the war in Ukraine, the war in Gaza and the Houthi attacks in the Red Sea as well as acts of piracy affecting ocean-going vessels in regions such as the South China Sea, the Indian Ocean and in the Gulf of Aden off the coast of Somalia. Such risks might impact KCCB's costs e.g. crew cost and insurance premiums.	Market
Main long-term risks		
Global economic growth and the impact on energy and commodity markets	The general development of the global economy, in particular the oil and commodities markets, may affect demand and the profitability of the company. Furthermore, the demand for seaborne transportation is dependent on open economies and low barriers to trade. There has historically been a strong link between the development of the world economy and demand for dry bulk and oil commodities. A period of deterioration in the outlook for the world economy could reduce the overall demand for these commodities and for the Company's services. Trade restrictions such as tariffs and embargos can have a negative impact on the demand for seaborne transportation. This may lead to a downturn in the future prospects of the sectors the Company has invested in and, impact revenues negatively and may also make it more difficult to raise equity or loan capital.	Market
Impact of a low-carbon future with introduction of emission regulations, zero-emission vessels and lower demand for transportation of fossil fuels	A move to a low-carbon economy can potentially have material negative impact on the Company through several ways: 1. Emerging propulsion technologies and fuels might have a material negative impact on the competitiveness of the Company's existing vessel and might result in lower revenue and/or impairment of the vessel value. The diversity in alternatives increases the risk of selecting the wrong technology. 2. New regulations can lead to material cost related to upgrades and retrofits to comply with regulations and / or material impairment of operational flexibility and / or operational limitations. Ultimately, it could lead to higher vessel recycling activity and/or stranded vessels for vessels that are not compliant. 3. Increased pressure on financial institutions to incentivize reduction in CO2-emissions and new regulations, such as the EU taxonomy, can reduce and restrict access to capital or increase the cost of capital and breakeven levels. 4. The demand for transportation of fossil fuels might be materially negatively impacted and hence the demand for dry bulk and product tanker vessels 5. New customer requirements can have a negative impact on the Company's competitive position 6. New carbon price regulations, such as the EU ETS, may lead to increased operating cost	Climate-related



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Note 13 - Financial risk management continued

Risk types

The risks have been divided into the following categories

Financial risk

The Company is exposed to i.e. freight rate risk, bunker fuel price risk, as well as risks relating to foreign currency exchange, interest rate, counterparties (including credit), operations, technical, regulations and other risks. The Company's management oversees the management of these risks and they are governed by appropriate policies and procedures. The Board of Directors reviews and agrees policies for managing these risks.

Operational risk and technical risk

Operational risks are mainly related to the operation of vessels. The Company's vessel is on technical management to Klavness Ship Management AS (affiliated company) which ensures compliance with IMO, flag and port state regulations. Quality and safety audits are performed regularly and the crew and officers onboard are trained to ensure that regulatory requirements are met.

Operational risk is managed by Klavness Ship Management AS through quality assurance procedures and systematic training of crew and land-based employees. If the vessel is sailing through piracy exposed areas necessary steps to mitigate the threat of such attacks are taken. Operational risk is also covered by insurance where relevant to cover loss of assets, revenues and contract commitments. The vessel is insured for loss of hire, protection and indemnity (P&I), physical damage to vessel and its equipment (Hull and Machinery) and total loss. The latter is aligned with vessel values and loan agreements. The financial impact of a total loss of a vessel will not be material for the Company.

Market risk

Ownership of vessels involves risks related to vessel values, future vessel employment, freight rates and costs. Freight rates are volatile and a fall in freight rates may impact financial results of the Company negatively. Over time, the vessels value may fluctuate, which may result in an impairment of the book value of the Company's vessel.

From 1 January 2024, shipping is part of EU's emission trading system (EU ETS). The Company must submit allowances for 100% of emissions for voyages within EU, and 50% of voyages in and out of EU (including ballast leg). The share of emissions that must be covered by allowances gradually increases each year from 40% of emissions reported for 2024, 70% of emissions reported for 2025 and from 2026 100% of reported emissions. The cost will in most cases be covered by the customer. The Company had no allowances per year-end 2023.

Foreign currency risk and interest rate risk

The Company's revenue and costs are denominated primarily in US Dollar (USD) which is the functional currency of all significant entities in the Company. Fluctuations in USD against NOK may affect the company's tax payable, which will be calculated and paid in NOK. This effect is considered to be limited.



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Note 13 - Financial risk management continued

Counterparty/credit risk

The performance of the Company depends on its counterparties' ability to perform their obligations under agreed contracts, a continued client need for the services performed by the combination carriers and ability to renew contracts with these clients. Default by a counterparty of its obligations under, mainly cargo customers (CoRs), may have material adverse consequences on the contract portfolio earnings. The counterparty's financial strength will thus be very important. The Company makes provision only for the deductible amount to the extent that the Company has the legal right to insurance coverage. As such, default by an insurance institution may have material financial consequences. MV Bass is on time charter contract until February 2025. The Company is hence dependent on receiving lease payments from this one customer. The risk is considered limited as counterparty is reputable. In a current strong tanker market, replacement risk is considered to be low.

Total unrisks credit risk at 31 December 2023 amounts to USD 7.6 million (book value of receivables and bank deposits).

Liquidity risk

Liquidity risk is the risk that the Company may not be able to fulfill its liabilities when they fall due.

The Company has capital commitments relating to borrowings. The Company keeps its liquidity reserves mainly in cash and bank deposits. The liquidity risk is considered to be limited as the deposits, committed bank debt and estimated cash flow are considered sufficient to cover all needs for the foreseeable future. The Company's bank financing is subject to financial and non-financial covenants.

Maturity profile of financial liabilities

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments. Interest bearing debt includes interest payments.

Maturity profile financial liabilities 31 Dec 2023	<1 year	1-3 years	3-5 years	> 5 years	Total
Mortgage debt (incl interests)	3 529	7 059	9 424	-	20 012
Trade and other payables	1 631	-	-	-	1 631
Current debt to related parties	212	-	-	-	212
	5 373	7 059	9 424	-	21 855

Climate-related risks

Includes both transition risks and physical risks with focus on transition risks as this is considered to have a larger impact and probability for KCCB. The risk mainly relates to effect of reduced demand for the Company's services and the risk of stranded assets and new regulations as the fleet moves to low-carbon fuel.



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Note 14 - Share capital, shareholders, dividends and reserves

Share capital	2023	
	Number	NOK
Ordinary shares	60	60 000

All shares are issued and fully paid.

The ownership is as follows:	2023
	Number of shares
Klaveness Combination Carriers ASA	60



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Note 15 - Events after the balance sheet date

There are no events after the balance sheet date that have material effect on the financial statement as of 31 December 2023.



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Medlemmer av Den norske Revisorforening

To the Annual Shareholders' Meeting of KCC Bass AS

INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of KCC Bass AS (the Company), which comprise the balance sheet as at 31. December 2023, the income statement, statement of comprehensive income, statement of cash flows and statement of changes in equity 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 legal requirements and give a true and fair view of the financial position of the Company as at 31. December 2023 and its financial performance and 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 in accordance with the requirements of the 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

Other information consists of the information included in the annual report other than the financial statements and our auditor's report thereon. Management (the board of directors) is responsible for the other information. 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 board of directors' report contains the information required by legal requirements and 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 or that the information required by legal requirements is not included, we are required to report that fact.

We have nothing to report in this regard, and in our opinion, the board of directors' report is consistent with the financial statements and contains the information required by applicable legal requirements.

Responsibilities of management for the Financial Statements

Management is responsible for the preparation of the 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.



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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 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 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, 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 fair presentation.

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, 22 March 2024
ERNST & YOUNG AS

The auditor's report is signed electronically

Johan Lid Nordby
State Authorised Public Accountant (Norway)

Independent auditor's report - KCC Bass AS 2023

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Johan Lid Nordby

Statsautorisert revisor

På vegne av: Ernst & Young AS

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Skatteetaten

Vår dato 09.08.2024	Din/Deres dato	Saksbehandler Nina Gulbrandsen
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 99796636
Org.nr 974761076	Vår referanse 2024/5321325	Postadresse Postboks 9200 Grønland 0134 OSLO

KLAVENESS AS
Att.Thea Feginn
Postboks 182 Skøyen
0212 OSLO
Norge

Dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk.

Vi viser til Klaveness AS (org.nr. 997 553 667) søknad om dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk for følgende selskap:

KCC Bass AS 930 819 638

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering selskapet dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, 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

Selskapet som søker om dispensasjon ble stiftet i 2023 og inngår i Torvald Klaveness Gruppen. Selskapene som inngikk i Torvald Klaveness Gruppen, fikk i vedtak (2009/275763) av 25. januar 2010 dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk språk. Selskaper som har kommet til senere har også fått dispensasjon. Det søkes derfor om dispensasjon for disse nye selskapene. Øvrige forhold som ble lagt til grunn i det tidligere vedtaket er fortsatt gjeldende.

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 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.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattekontoret lagt vekt på at selskapet som søker om dispensasjon er et nytt selskap som inngår i et konsern som tidligere er gitt dispensasjon

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lene Bjørkevoll
underdirektør
Innsats, storbedrift
Skatteetaten

Nina Gulbrandsen

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.