



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 922 895 376
Organisasjonsform: Aksjeselskap
Foretaksnavn: GRIEGMAAS ULTRAMAX AS
Forretningsadresse: C. Sundts gate 17
5004 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: Kari Teigland Tepstad
Dato for fastsettelse av årsregnskapet: 18.03.2021

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, 20.05.2022



Resultatregnskap

Beløp i: USD	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Annen driftsinntekt		11 949 369	5 758 227
Sum inntekter		11 949 369	5 758 227
Kostnader			
Driftskostnader skip		8 064 500	3 003 962
Avskrivning på varige driftsmidler og immaterielle eiendeler	3	3 541 543	1 409 687
Nedskrivning av varige driftsmidler og immaterielle eiendeler	3	8 326 031	
Annen driftskostnad	9	242 271	134 928
Sum kostnader		20 174 345	4 548 577
Driftsresultat		-8 224 976	1 209 650
Finansinntekter og finanskostnader			
Annen renteinntekt		3 154	15 427
Annen finansinntekt		5 035	
Sum finansinntekter		8 189	15 427
Annen rentekostnad		2 040 084	1 216 694
Annen finanskostnad			2 849
Sum finanskostnader		2 040 084	1 219 543
Netto finans		-2 031 895	-1 204 116
Ordinært resultat før skattekostnad		-10 256 871	5 534
Ordinært resultat etter skattekostnad		-10 256 871	5 534
Årsresultat		-10 256 871	5 534
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		-10 256 871	5 534
Sum overføringer og disponeringer		-10 256 871	5 534



Balanse

Beløp i: USD	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Skip, rigger, fly og lignende	3	66 000 000	74 261 808
Sum varige driftsmidler		66 000 000	74 261 808
Sum anleggsmidler		66 000 000	74 261 808
Omløpsmidler			
Varer			
Varer			242 143
Sum varer			242 143
Fordringer			
Andre fordringer		1 393 452	1 822 036
Konsernfordringer	5	601 550	
Sum fordringer		1 995 002	1 822 036
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		21 204	760 119
Sum bankinnskudd, kontanter og lignende		21 204	760 119
Sum omløpsmidler		2 016 206	2 824 298
SUM EIENDELER		68 016 206	77 086 106
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	2,7	2 098 193	2 098 193
Annen innskutt egenkapital		22 145 099	22 145 099
Sum innskutt egenkapital		24 243 292	24 243 292



Balanse

Beløp i: USD	Note	2020	2019
Opptjent egenkapital			
Annen egenkapital		-10 251 337	5 534
Sum opptjent egenkapital		-10 251 337	5 534
Sum egenkapital		13 991 955	24 248 826
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	3,5	46 701 664	51 862 542
Sum annen langsiktig gjeld		46 701 664	51 862 542
Sum langsiktig gjeld		46 701 664	51 862 542
Kortsiktig gjeld			
Leverandørgjeld		12 906	74 939
Betalbar skatt	8	53 734	23 399
Kortsiktig konserngjeld	6	7 240 000	500 000
Annen kortsiktig gjeld		15 947	376 400
Sum kortsiktig gjeld		7 322 587	974 738
Sum gjeld		54 024 251	52 837 280
SUM EGENKAPITAL OG GJELD		68 016 206	77 086 106



Skattedirektoratet

Saksbehandler Torstein Kinden Helleland	Deres dato 02.07.2012	Vår dato 15.08.2012
Telefon 22078139	Deres referanse Atle Nordby	Vår referanse 2012/490448

GRIEG SHIPPING GROUP AS
Postboks 781
5807 BERGEN

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Det vises til deres brev av 3. juli 2012 samt telefonsamtale i sakens anledning. Det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper;

Grieg Star Group AS	org. nr. 991 258 965
Grieg Star Shipping AS	org. nr. 920 958 524
Grieg Star Bulk AS	org. nr. 997 580 087
Grieg Star AS	org. nr. 932 350 467
Grieg Green AS	org. nr. 995 509 601
Grieg Shipowning AS	org. nr. 982 706 645
Grieg Shipping II AS	org. nr. 822 195 482
Grieg International II AS	org. nr. 882 706 672

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

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

Bakgrunn

Grieg Star Group AS er morselskap i et underkonsern. Konsernspissen er Grieg Maturitas AS som igjen er eiet av flere aksjeselskaper. Grieg Star Group har også flere datterselskaper og avdelinger i utlandet. Grieg Star Group driver sin virksomhet innenfor internasjonal industriell shipping. Gruppen har 25 egne skip, men benytter i tillegg innleid tonnasje slik at det i snitt er cirka 40 skip som er i aktivitet. Det vesentlige av virksomheten foregår i utlandet. Majoriteten av de ansatte er også utenlandske. Shipping er en internasjonal bransje og skipene opererer rundt i hele verden og har internasjonale motparter for de ulike reiser som utføres. Alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk. Det interne arbeidsspråket i selskapene er også engelsk og all intern rapportering skjer på dette språket. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering

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

Postadresse Postboks 9200 Grønland 0134 Oslo	Besøksadresse Se www.skatteetaten.no Org. nr: 996250318	Sentralbord 800 80 000 Telefaks 22 17 08 60
For elektronisk henvendelse se www.skatteetaten.no		



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

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

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

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

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at eierkretsen er begrenset og hovedaksjonærene er aksjeselskaper. Selskapene inngår i et underkonsern. Konsernets arbeidsspråk er engelsk og all kommunikasjon skjer på engelsk. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i anledning saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland



Skatteetaten

Vår dato
15.05.2020

Din/Deres dato

Saksbehandler
Lars Waalorp

800 80 000
Skatteetaten.no

Din/Deres referanse

Telefon
32212244

Org.nr
974761076

Vår referanse
2019/6703154

Postadresse
Postboks 9200 Grønland
0134 OSLO

U.off. offl. § 13, sktfvl. § 3-1, sktbl. § 3-2

GRIEG STAR OH POOL AS
Postboks 781 Sentrum
5807 BERGEN

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk

Vedlagt oversendes en kopi av vårt vedtak vedrørende tillatelse til å utarbeide årsregnskap og årsberetning på engelsk. Vedtaket skal være sendt på papir 12.12.19 til Grieg Star Group AS.

Med hilsen

Lars Waalorp
seniorrådgiver
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



Skatteetaten

Vår dato 12.12.2019	Din/Deres dato 12.11.2019	Saksbehandler Nazneen Pervez Soltvedt
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon
Org.nr 974761076	Vår referanse 2019/6703154	Postadresse Postboks 9200 Grønland 0134 OSLO

GRIEG STAR GROUP AS
Postboks 781
5807 BERGEN

Att. Kari T. Tepstad

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk

Vi viser til deres brev av 12. november 2019 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for følgende selskaper:

Grieg Star OH Pool AS	org.nr. 923 627 790
GriegMaas Ultramax AS	org.nr. 922 895 376

Søknaden ble sendt til Skattedirektoratet. Skattedirektoratets myndighet til å treffe enkeltvedtak etter regnskapsloven § 3-4 tredje ledd ble delegert til skattekontoret med virkning fra 1. juni 2019.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering de overnevnte selskaper dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

Kopi av dette brevet må sendes til Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Den regnskapspliktige må selv dokumentere ved dette brev at tillatelse er gitt.

Bakgrunn

Grieg Star OH Pool AS eies 100 % av Grieg Star Group AS. GriegMaas Ultramax AS eies 100 % av GriegMaas AS som igjen eies 50 % av Grieg Star Group AS og 50 % av Maas Capital Shipping B.V, Nederland. Selskapene driver virksomhet knyttet til internasjonal industriell shipping. Selskapene har bedriftskunder og kommunikasjon foregår på engelsk. Både GriegMaas AS og Grieg Star Group AS har tidligere fått tillatelse til å benytte engelsk språk. Engelsk er selskapenes arbeidsspråk. Bransjespråket innen sektorene som selskapenes kunder og kreditorer opererer i er også engelsk.

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."

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

Det er etter 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.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapene er direkte eid av selskaper som også har tillatelse til å benytte engelsk. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere i bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse 2019/6703154 ved henvendelse i saken.

Med hilsen

Nazneen Pervez Soltvedt
skattejurist
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



BOARD OF DIRECTORS' REPORT 2020 GRIEGMAAS ULTRAMAX AS

Description of business

GriegMaas Ultramax AS (the "Company") is a wholly owned subsidiary of the joint venture shipping operation GriegMaas AS which was established in 2018 by Maas Capital Shipping Bv ("Maas Capital") and Grieg Shipholding AS ("Grieg Shipholding"). Per year-end 2020, the Company owned 4 ultramax vessels which were acquired during the third quarter of 2019.

The Company has its office in Bergen and is organized under the Norwegian tonnage tax system and has no employees. The Board of Directors consists of two members, both men. In 2020, Grieg Shipholding has provided services to the Company within administration, IT and business processes, finance, and accounting. Ship management of the Company's vessels was outsourced from Grieg Star AS, a subsidiary of Grieg Shipholding for all four vessels to FML Ship Management Ltd. during 2020. The services are regulated under management agreements.

The vessels are marketed and operated by G2 Ocean, a joint venture between Grieg Shipholding and Gearbulk. G2 Ocean is a global and customer oriented worldwide dry bulk shipping company, operating a fleet of about 130 vessels, in one open hatch and one dry bulk pool.

Profit and balance sheet

The rapid spread of Covid-19 cases and its devastating effects on human lives and livelihoods will forever define 2020. Although the annual result is impacted by the pandemic, being lower than foreseen at the outset of 2020, the Company's operations did better than feared when the pandemic started. With China being an important market, its lockdown was severely felt in the first quarter. Earnings improved, however, throughout the year as the world adjusted to the new normal and the Company's vessels continued operate in a safe manner.

As the Company's vessels were acquired during 2019, the 2020 figures are not comparable to the 2019 numbers.

The Company's operating revenues consist of freight income, which was USD 11.9m in 2020 vs. USD 5.8m in 2019 while total operating costs were USD 20.2m in 2020 (USD 4.5m). Vessel operating expenses were USD 8.1m in 2020 vs. USD 3.0m in 2019. Other operating costs were USD 0.2m (USD 0.1m), while depreciations charges were USD 3.5m vs. USD 1.4m 2019. In addition to this is the recording of an impairment loss on the fleet totaling USD 8.3m in 2020 vs. none in 2019.

Based on the above, the Company's operating profit was minus USD 8.2m in 2020 vs. USD 1.2m in 2019. Company EBITDA improved to USD 3.7m in 2020 vs. USD 2.6m in 2019.

Net financial items were minus USD 2.0m in 2020 vs. USD 1.2m in 2019. This cost is primarily related to interest expenses for the long-term financing of the Company's four vessels. Total long-term interest-bearing debt per year end 2020 was USD 46.7m (USD 51.9m).

Altogether, this resulted in a consolidated pre-tax result of minus USD 10.3m in 2020 vs. a result of USD 5,534 in 2019.



The Company's book equity was USD 14.0m per year end 2020 (USD 24.2m), resulting in an equity ratio of 21% (31%). By end 2020, the Company had total assets of USD 68.0m (USD 77.1m), with current assets accounting for USD 2.0m (USD 2.8m). Liquidity at the balance sheet date in the form of bank deposits and cash at hand was USD 21,204 (USD 760,119).

Based on net cash flows from operations of USD 1.6m (minus USD 0.2m), cash flow from investments of minus USD 3.9m (minus USD 75.6m) and net cash flow of USD 1.6m (USD 76.6m) from financing activities, the Company's net change in liquid funds in 2020 was minus USD 0.7m (USD 0.8m).

External environment

Shipping, transporting about 90% of world trade, is statistically the least environmentally damaging mode of transport when taking productivity into the equation. Still, emissions of greenhouse gases (GHG) from shipping constitutes about 2.5% of global emissions. In 2018, the IMO's Marine Environment Protection Committee (MEPC) adopted a new strategy to reduce GHG emissions from ships. Their vision is to reduce total annual GHG emissions by at least 50% by 2050, compared to 2008. The IMO targets align with the Company's environmental strategy and long-term goals towards 2030, aiming to be compliant or exceed any regulations before their due dates.

Three of the Company's vessels had ballast water treatment plants installed during the year as part of their dry docking process. All four vessels have obtained their IHM. Being a company within Grieg Shipholding's group of ship owning companies, the Company also benefits from various R&D and digitization activities focusing on improving environmental performance and reducing the vessels' carbon footprint.

Risk

GriegMaas Ultramax AS is exposed to financial and market risks. This is mainly composed by risks related to the development of freight rates, ship values, interest, and currency rates. The Company's operation is to a large extent exposed to the general spot market as G2 Ocean holds limited dry bulk cargo or period contracts. Changing interest rates affect the Company's loans, while currency risk is mainly related to the purchase of administrative services in Norway and local taxes. The Company has defined strategies and policies that reduce the interest rate and currency risks.

The Company assumes counterparty risk in several parts of its business. Issues related to regular credit risk, Know-Your-Customer compliance as well as sanctions regulations are controlled and considered part of the daily business.

Identifying, understanding, and acting to reduce security risks, particularly cyber threats, has been in focus also in 2020. Going forward, more attention needs to be given to climate transition risk, where assessing and defining a decarbonisation roadmap for the vessels will be central.

The market and outlook

2020 was a year for the history books where Covid-19 materially affected private behaviour and consumption, and general business cycles. World seaborne trade with shipping of wet and dry cargo remained surprisingly strong. According to BIMCO, in the full year of 2020, global container shipping volumes fell by only 1.2% compared with 2019, much less than feared. Overall, total dry bulk tonnes transported fell by 1.3% to 5.49 billion tonnes. However, with strong growth in Chinese imports, which on average has a longer sailing distance than the rest of the world, the overall tonne-mile demand grew by 0.9%. Most challenging for the shipping sector in 2020 has, however, been the



operational handling and change of crew for the vessels, which affected vessel efficiency and thus earnings.

China's share of dry bulk commodity imports increases, and the activity level going into 2021 is high. Due to the low order book and a post-Corona surge for raw materials and minerals, a market recovery is expected to occur in 2021.

Going concern and allocation of profit

The Board of Directors confirms that the annual accounts have been prepared on the basis of the going concern assumption and that this assumption is valid. The consideration is based on the Company's financial position and expectations of future earnings.

The Board of Directors believes that the submitted annual accounts give a correct picture of GriegMaas Ultramax AS' assets and liabilities as well as its financial position and results, and recommends that the loss after tax of USD 10,256,871 (minus USD 5,534) is allocated as follows:

To other equity:	USD - 10,256,871
Total allocations:	USD - 10,256,871

Bergen, 18 March 2021

The Board of Directors of GriegMaas Ultramax AS

Vidar Lundberg
Chair

Roderik Spronk
Board Member



GRIEGMAAS ULTRAMAX AS
PROFIT AND LOSS STATEMENT

	Note	2020	2019
Operating revenues		<u>11,949,369</u>	<u>5,758,227</u>
Total revenues		<u>11,949,369</u>	<u>5,758,227</u>
Vessel operating expenses		8,064,500	3,003,962
Other operating expenses	9	242,271	134,928
Depreciation	3	3,541,543	1,409,687
Write-downs	3	8,326,031	0
Total operating expenses		<u>20,174,345</u>	<u>4,548,576</u>
Operating profit		<u>-8,224,976</u>	<u>1,209,651</u>
Interest income		3,154	15,427
Interest expenses		-2,040,084	-1,216,694
Gain/loss on foreign exchange		5,035	-2,849
Total financial items		<u>-2,031,895</u>	<u>-1,204,117</u>
Profit before tax		<u>-10,256,871</u>	<u>5,534</u>
Taxes		0	0
Profit for the year		<u>-10,256,871</u>	<u>5,534</u>
Transferred to (from) other equity		-10,256,871	5,534
Total allocations		<u>-10,256,871</u>	<u>5,534</u>



GriegMaas Ultramax AS

BALANCE AS OF 31.12

	Note	2020	2019
ASSETS			
Vessels	3	66,000,000	74,216,813
Project in progress.		0	44,995
Total tangible assets		<u>66,000,000</u>	<u>74,261,808</u>
Financial assets			
Total fixed assets		<u>66,000,000</u>	<u>74,261,808</u>
CURRENT ASSETS			
Inventory		0	242,143
Accounts receivable			
Receivables from group companies	5	601,550	0
Other short-term receivables		1,393,452	1,822,036
Total receivables		<u>1,995,002</u>	<u>1,822,036</u>
Cash and bank deposits		21,204	760,119
Total current assets		<u>2,016,206</u>	<u>2,824,297</u>
Total assets		<u>68,016,206</u>	<u>77,086,106</u>



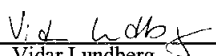
GriegMaas Ultramax AS

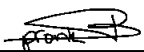
BALANCE AS OF 31.12

	Note	2020	2019
Equity and liabilities			
Equity			
Paid-in equity			
Share capital (30.000 shares of NOK 1,-)	2, 7	2,098,193	2,098,193
Share premium reserve		22,145,099	22,145,099
Total paid-in capital		<u>24,243,292</u>	<u>24,243,292</u>
Retained earnings			
Other equity		-10,251,337	5,534
Total retained earnings		<u>-10,251,337</u>	<u>5,534</u>
Total equity	2	<u>13,991,955</u>	<u>24,248,826</u>
LIABILITIES			
Liabilities to financial institutions	3, 5	46,701,664	51,862,542
Total of other long term liabilities		<u>46,701,664</u>	<u>51,862,542</u>
Current debt			
Accounts payable		12,906	74,939
Taxes payable	8	53,734	23,399
Liabilities to group companies	6	7,240,000	500,000
Liabilities to associated companies		0	141,224
Other short-term liabilities		15,946	235,175
Total current liabilities		<u>7,322,586</u>	<u>974,738</u>
Total liabilities		<u>54,024,250</u>	<u>52,837,280</u>
Total equity and liabilities		<u>68,016,206</u>	<u>77,086,106</u>

Oslo, 18.03.2021

The board of GriegMaas Ultramax AS


Vidar Lundberg
Chairman of the board


Roderik Spronk
Member of the board



Cash flow statement GriegMaas Ultramax AS

	2020	2019
Cash flow from operations		
Profit before income taxes	-10 256 871	5 534
Change in tonnage tax provision, classified as operating i	53 734	23 399
Taxes paid in period	30335	-
Depreciation	3 819 194	1 409 687
Write down	8 326 031	-
Change in inventory	242 143	-242 143
Change in intercompany trade debtors	-601 550	-
Change in trade creditors	-62 033	74 939
Change in other short term receivables	428 584	-1 822 036
Change in liabilities associated companies	-141 224	141 224
Change in other provisions	-272 963	226 181
Net cash flow from operations	1 565 380	-183 215
Cash flow from investments		
Purchase of fixed assets	-3 883 417	-75 626 500
Net cash flow from investments	-3 883 417	-75 626 500
Cash flow from financing		
Proceeds from long term loan	-	51 826 542
Repayment of long term loan	-5 160 878	-
Capital increase	-	24 243 292
Proceeds intercompany	6 740 000	500 000
Net cash flow from financing	1 579 122	76 569 834
Net change in cash and cash equivalents	-738 915	760 119
Cash and cash equivalents at start of period	760 119	-
Cash and cash equivalents at the end of the period	21 204	760 119



GriegM as Ultramax AS
Notes to the financial statement for 2020

Note 1 Accounting principles

The annual accounts have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company was established the 29th of May 2019.

Operating revenues

Operating revenues are recognised as income at the time of delivery.

Classification and valuation of balance sheet items

Assets intended for long term ownership or use have been classified as fixed assets. Assets relating to the trading cycle have been classified as current assets. Other receivables are classified as current assets if they are to be repaid within one year after the transaction date. Similar criteria apply to liabilities. First year's instalment on long term liabilities and long term receivables are, however, not classified as short term liabilities and current assets.

Acquisition cost

The acquisition cost of assets includes the cost price for the asset, adjusted for bonuses, discounts and other rebates received, and costs related to the acquisition (freight, customs fee which are non-refundable and other direct purchase costs). Acquisitions in foreign currencies are reflected in the balance sheet at the exchange rate at the transaction date.

Asset impairments

Assets that are subject to depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). The company's vessel has been sailing in a pool marketed and operated by G2 Ocean AS. Having the vessels sail in a pool means that the operational use of the vessels, including optimisation of routes, is combined for the fleet. Earnings of each individual vessel is therefore affected by the earnings of other vessels in the pool. The fleet is therefore considered to be the cash-generating unit. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each date.

Receivables

Trade debtors and other debtors are carried at nominal value after deducting provisions for expected losses. Loss provisions are based on an assessment of individual receivables.

Foreign currency

Cash items, receivables and liabilities denominated in foreign currencies are valued at the year end exchange rates. Profit and loss items in foreign currency are recorded at exchange rates prevailing at the time of the transaction. Realised and unrealised gains and losses are included under financial items in the profit and loss statement.

Foreign exchange hedging

Derivatives purchased in order to reduce currency risk are treated as hedging transactions for accounting purposes. Gains and losses on foreign exchange contracts are therefore recognised in the same period as the hedged transactions. Unrealised gain/loss on the hedging contracts is not posted on the balance sheet.

Interest rate hedging

Interest rate hedging contracts are recognised and classified in the same way as the related mortgage loan. The interest received/paid under the contract is therefore recognised in the interest period in the question and is included in interest expenses for the period. Unrealised gain/loss on the hedging contracts is not posted on the balance sheet.

Fixed assets

Fixed assets are valued at historical cost less accumulated depreciation. Depreciation is charged on a straight line basis over the remaining expected useful life of each asset adjusted for the residual value. If changes in the depreciation plan occur the effect is distributed over the remaining depreciation period.

Total expenditure on the vessel is decomposed into components that have different useful lives. Expenses related to ordinary maintenance are expensed when incurred. Drydocking costs are capitalised and depreciated over the period to the next scheduled drydocking.



GriegM aas Ultramax AS
Notes to the financial statement for 2020

Taxes

The tax charge in the income statement includes both payable taxes for the period and changes in deferred tax. Deferred tax is calculated at relevant tax rates on the basis of the temporary differences which exist between accounting and tax values, and any carryforward losses for tax purposes at the year-end. Tax enhancing or tax reducing temporary differences, which are reversed or may be reversed in the same period, have been eliminated. The disclosure of deferred tax benefits on net tax reducing differences which have not been eliminated, and carry forward losses, is based on estimated future earnings. Deferred tax and tax benefits which may be shown in the balance sheet are presented net.

The company is subject to the taxation regime for shipowning companies pursuant to Chapter 8 of the Taxation Act.

Cash flow statement

Cash flow statement are prepared according to the indirect method. Accordingly, the cash flows from, investment and financing activities are reported gross, while the accounting result is reconciled against the net cash flow from operations. Cash and cash equivalents include cash, bank deposits and other short-term liquid investments that can immediately and with minimal exchange rate risk be converted into a known amount with due date less than three months from the purchase date.

Estimates

When preparing the annual accounts in accordance with good accounting practice, management makes estimates and assumptions which affect the profit and loss account and the valuation of assets and liabilities, as well as information about contingent assets and liabilities at year-end.

Contingent losses which are likely and quantifiable are charged against income on an ongoing basis.

Presentation currency

The company's functional currency is USD as most of the company's revenues and operating costs are realized in USD.

Note 2 Equity				
Figures in USD 1 000				
	Share capital	Share premium	Other equity	Total
Changes in equity				
Equity at 01.01.	2,098	22,145	6	24,249
				0
Profit for the year			-10,257	-10,257
Equity at 31.12	2,098	22,145	-10,251	13,992

Note 3 Fixed Assets			
Figures in USD 1 000			
	Vessels	Docking	Total
Purchase cost at 01.01	75,627		75,627
Additions	958	2,971	3,928
Transferred from new buildings			0
Disposals			0
Purchase cost at 31.12	76,585	2,971	79,555
Accumulated depreciation at 31.12	4,951	278	5,229
Impairment loss	8,326		8,326
Book value at 31.12	63,307	2,693	66,000
Depreciation	3,542	278	
Depreciation plan	Straight line	Straight line	
Expected useful life	25 years	5 years	

There are no projects in progress 0

At 31.12.20 the company has no newbuilding contracts.

Note 4 Debtors which fall due later than one year	
Figures in USD 1 000	

The company has no receivables which fall due later than one year.



GriegMaas Ultramax AS
Notes to the financial statement for 2020

Note 5 Interest bearing debt and credit facilities

Mortgage loans

At 31.12.20 the company has one loan. The loan is denominated in USD.

Covenants

The loan is secured with mortgage and guaranteed by Grieg Shipowning AS. Grieg Shipowning AS has financial covenants including minimum USD 25m / 5% of interest bearing debt in liquidity and minimum 25% book equity. In addition, a Minimum Value Clause of 125% over the vessels is included. The company was in breach with its MVC requirement per its 30.06.20 reporting, which was repaired by extra ordinary debt repayment. Per year end 2020, all financial covenants are fulfilled.

Long term liabilities which fall due later than 5 years

Figures in USD 1 000

	2020	2019
	0	0
Liabilities to credit institutions	2020	2019
Liabilities secured by mortgage (1st priority)	46,702	51,863
Book value of assets pledged as security:		
Vessels	66,000	74,217
Total	66,000	74,217

Note 6 Intercompany balances and transactions with related parties

Figures in USD 1 000

Transactions with related parties

G2 Ocean AS has operated the vessels in a pool. The company, Grieg Star Bulk Pool AS, distributes the shipping pool results to the companies based on a distribution key.

Company	Relation	Type of services	2020	2019
Operating revenue from associated companies				
G2 Ocean AS	Associated company	Time charter	11,949	5,758

GriegMaas Ultramax AS is administratively and financially managed by Grieg Shipholding AS, through an agreement with Grieg Star AS who follows up various vessel operational and development matters. The company pays annual management fee for such services. During 2020 ship management for all of the company's vessel was outsourced to Fleet Management Ltd.

Company	Relation		2020	2019
Grieg Shipholding AS	Group company		8	0
Grieg Star AS	Group company	Management	375	286
Total			382	286

Balances with group companies and related -parties

	2020	2019	
Other receivables	2020	2019	
Grieg Star Bulk Pool AS	602	0	
Sum	602	0	
Other current liabilities	2020	2019	
GriegMaas AS	Parent company	7,240	500
Sum	7,240	500	
Current liabilities to associated companies:			
G2 Ocean AS	0	141	
Sum	0	141	



GriegMaas Ultramax AS
Notes to the financial statement for 2020

Note 7 Share capital and shareholders information

The parent company, GriegMaas AS has its registered office in Bergen (C. Sundtsgate 17/19), where the consolidated financial statements are available.

The share capital consists of 30 000 000 shares with nominal value of NOK 1,- each.

Shareholders at 31.12	Number of shares	Ownership
GriegMaas AS	30,000,000	100%
Total shares	30,000,000	100%

Note 8 Taxes

Figures in USD 1 000

The company is taxed according to the Tonnage tax rules in the Norwegian Fiscal act § 8 - 10.

	2020	2019
Tax expense consists of:		
Tax payable on taxable income	0	0
Change in deferred tax	0	0
Tax expense	0	0
Tonnage tax (booked as operating cost)	54	23
Deferred tax:		
Revaluation account	39	-4
Financial losses brought forward	-84	-24
Basis for deferred tax/deferred tax asset	-46	-28
Deferred tax/deferred tax asset (22%)	-10	-6
Deferred tax benefit not shown in the balance sheet	10	6
Deferred tax benefit in the balance sheet	0	0

Deferred tax benefit is not recognised in the balance sheet due to uncertainties related to future utilisation of financial losses brought forward.

Tax payable in the balance sheet:

Taxable financial income	0	0
Tonnage tax	54	23
Tax payable in the balance sheet	54	23

Note 9 Payroll expenses, auditor's fee etc.

Figures in USD 1 000

Payroll expenses, number of employees, remuneration etc.

The company has no employees, no remuneration was paid to the CEO or the Board, and no loans or guarantees have been given to the CEO, Board Chair or other close associates.

Auditor's fee	2020	2019
Statutory audit (incl. technical assistance with financial statements)	10	3
Tax advisory fee (incl. technical assistance with tax return)	1	5
Other non-audit services		
Total fees to auditor, excl VAT	11	8



GriegMaa's Ultramax AS
Notes to the financial statement for 2020

Note 10 Financial risk management
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The company uses various financial derivatives to manage its financial market risk. This includes forward contracts, and interest rate swaps.

Interest rate risk

The company's long term debt are at floating interest rate terms, exposing the company to interest rate risk. The company's strategy is to hedge its interest rate exposure by utilizing interest rate swap agreements. Gains and losses arising from interest rate swaps are recognised in the same period as the related interest expense. At 31.12.20 the company had not entered into interest rate swaps agreements.

Foreign exchange risk

The company hedges, from time to time, expenditures in currencies other than USD through forward contracts. At 31.12.20 the company had not entered into hedging through the use of currency swaps.



GriegM as Ultramax AS
Notes to the financial statement for 2020



To the General Meeting of GriegMaas Ultramax AS

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of GriegMaas Ultramax AS, which 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.

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T: 02316, org. no.: 987 009 713 VAT, www.pwc.no
State authorised public accountants, members of The Norwegian Institute of Public Accountants, and
authorised accounting firm*



Independent Auditor's Report - GriegMaas Ultramax AS



Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (management) is 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.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to <https://revisorforeningen.no/revisjonsberetninger>

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, 18 March 2021
PricewaterhouseCoopers AS

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Independent Auditor's Report - GriegMaas Ultramax AS



Jon Haugervåg
State Authorised Public Accountant
(This document is signed electronically)

(3)



 Securely signed with Brevio

Revisjonsberetning

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Name
Haugervåg, Jon

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