



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 921 045 387  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: ADS CRUDE II AS  
Forretningsadresse: Sandvigveien 19  
4816 KOLBJØRNSVIK

### 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: Forenklet IFRS

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Ben Boiling  
Dato for fastsettelse av årsregnskapet: 04.06.2021

### Grunnlag for avgivelse

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

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

Brønnøysundregistrene, 16.07.2021



## Resultatregnskap

Beløp i: USD	Note	2020	2019
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt			16 199 000
<b>Sum inntekter</b>			<b>16 199 000</b>
<b>Kostnader</b>			
Voyage exp			8 932 000
Vessel OPEX			3 082 000
Avskrivning på varige driftsmidler og immaterielle eiendeler			21 242 000
<b>Sum kostnader</b>			<b>33 256 000</b>
<b>Driftsresultat</b>			<b>-17 057 000</b>
<b>Finansinntekter og finanskostnader</b>			
Annen finansinntekt			23 000
<b>Sum finansinntekter</b>			<b>23 000</b>
Annen finanskostnad			845 000
<b>Sum finanskostnader</b>			<b>845 000</b>
<b>Netto finans</b>			<b>-822 000</b>
<b>Ordinært resultat før skattekostnad</b>		<b>0</b>	<b>-17 879 000</b>
<b>Ordinært resultat etter skattekostnad</b>		<b>0</b>	<b>-17 879 000</b>
<b>Årsresultat</b>		<b>0</b>	<b>-17 879 000</b>



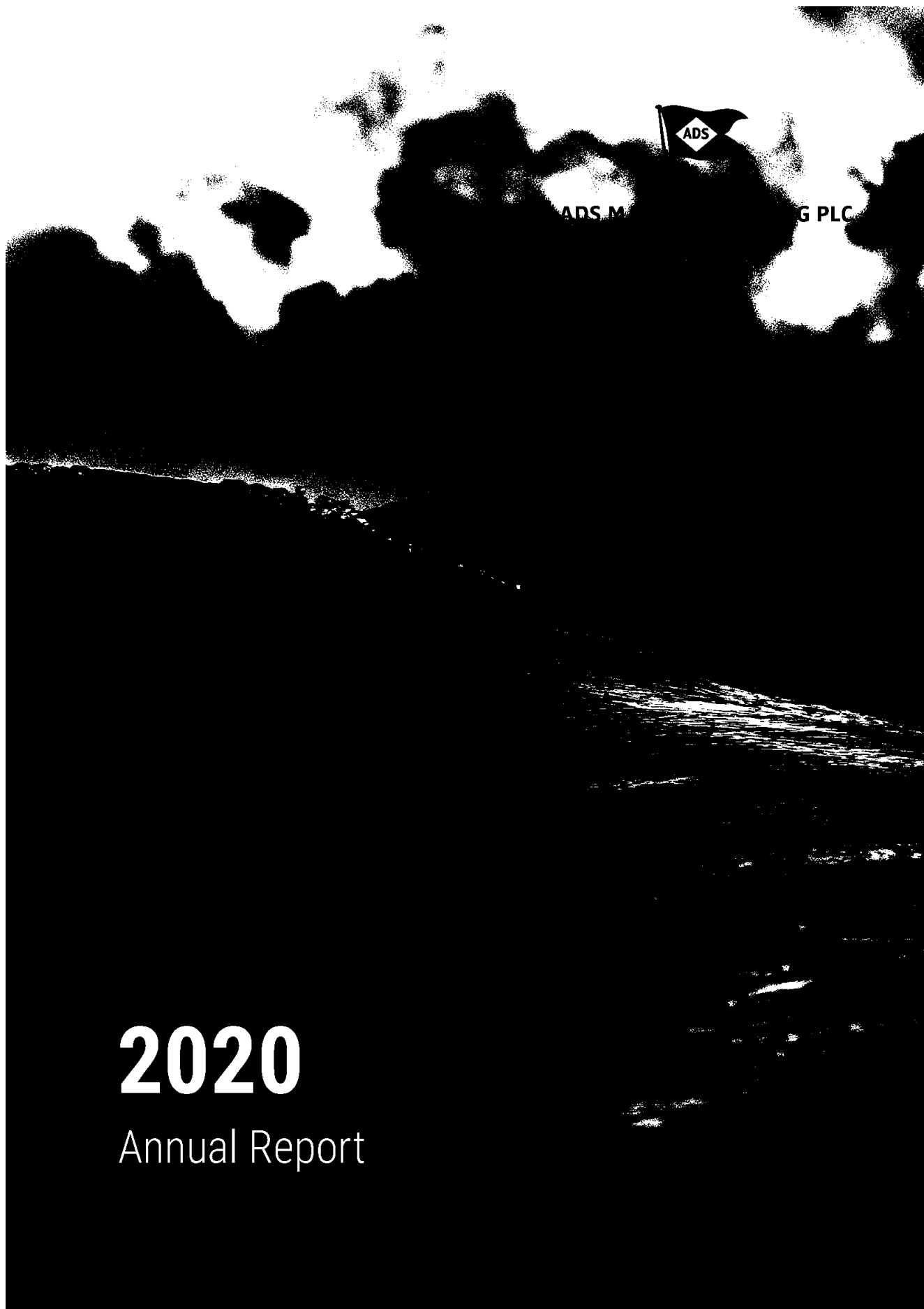
## Balanse

Beløp i: USD	Note	2020	2019
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
<b>Varige driftsmidler</b>			
Skip, rigger, fly og lignende			27 562 000
<b>Sum varige driftsmidler</b>			<b>27 562 000</b>
<b>Sum anleggsmidler</b>		<b>0</b>	<b>27 562 000</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
Kundefordringer			4 141 000
Andre fordringer			1 552 000
Konsernfordringer			110 000
<b>Sum fordringer</b>			<b>5 803 000</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende			154 000
<b>Sum bankinnskudd, kontanter og lignende</b>			<b>154 000</b>
<b>Sum omløpsmidler</b>		<b>0</b>	<b>5 957 000</b>
<b>SUM EIENDELER</b>		<b>0</b>	<b>33 519 000</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Selskapskapital			11 000
Overkurs			13 585 000
<b>Sum innskutt egenkapital</b>			<b>13 596 000</b>



## Balanse

<b>Beløp i: USD</b>	<b>Note</b>	<b>2020</b>	<b>2019</b>
<b>Opptjent egenkapital</b>			
Udekket tap			2 040 000
<b>Sum opptjent egenkapital</b>			<b>-2 040 000</b>
<b>Sum egenkapital</b>		<b>0</b>	<b>11 556 000</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
<b>Annen langsiktig gjeld</b>			
Langsiktig konserngjeld			12 500 000
<b>Sum annen langsiktig gjeld</b>			<b>12 500 000</b>
<b>Sum langsiktig gjeld</b>		<b>0</b>	<b>12 500 000</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld			1 624 000
Kortsiktig konserngjeld			3 722 000
Annen kortsiktig gjeld			4 118 000
<b>Sum kortsiktig gjeld</b>			<b>9 464 000</b>
<b>Sum gjeld</b>		<b>0</b>	<b>21 964 000</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>0</b>	<b>33 520 000</b>



2020

Annual Report



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ADS MARITIME HOLDING PLC

## Chairman's Letter

### Dear fellow shareholders,

During 2020 we experienced a remarkable ride in the tanker market. The year started strongly, with us reaping the benefits of having installed scrubbers across our fleet as we enjoyed significant savings from using lower cost bunkers. As we all experienced, the world was turned somewhat upside down with the sudden outbreak of Covid globally, making life for us all more challenging. Our dedicated crews showed remarkable dedication through difficult times as a result of the consequences of Covid and to them and their families I am grateful. The tanker market rocketed during the first half of the year and we recorded all-time high earnings over the first six months. As we moved into the second half of the year the market reduced back to much lower levels. Before the market sank to sub-OPEX levels – and while asset prices were at a good level – we made the decision to sell all three vessels.

### Why did we sell?

The simple answer is that we wanted to lock in a profit, rather than risk losing it all in a "double or nothing" bet. We had the opportunity to sell at what we considered to be good prices; if we had waited then that opportunity may have gone. We know that the tanker market is very volatile and always has the potential to skyrocket again next week or next month. Even so, we didn't consider the risk-reward balance to be in our favor and, therefore, we decided to sell. That decision has proven to be the right one, at least so far.

### What did we do with the proceeds?

We have paid out all of the net cash from these sales as well as most of the cash accumulated in the Company to you, through maximized dividends and a return of share capital. Anyone who invested when the company was established in 2018 will have received significantly more than they originally put in without having to time an exit from the market.

### What's next for ADS Maritime Holding Plc?

We are a lean company, which will enable us to keep the lights on whilst scanning the horizon for new opportunities within shipping. Since we have now paid out the sale proceeds to you and have only retained a minimal amount of cash to enable us to meet possible transaction cost obligations, we will naturally need to come back to the market for fresh capital when the next opportunity arises.

Best regards,

Bjørn Tore Larsen,  
Chairman

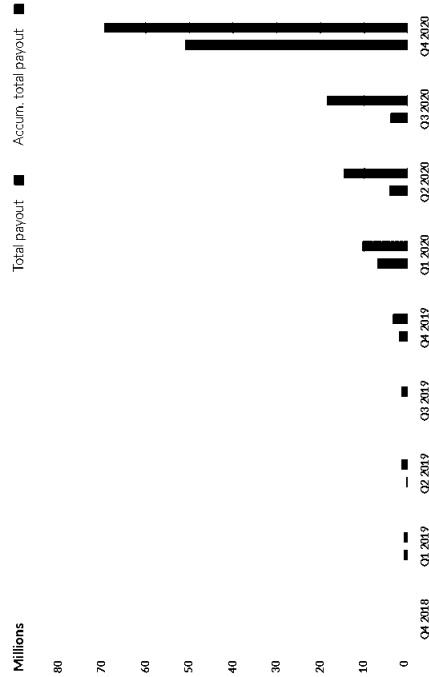
## Dividend policy

The Board of Directors (the "Board"), aim to distribute dividends to shareholders for financial periods the Company generates sufficient net profits and has available excess cash.

When evaluating dividend distributions, the Board take into account the net profit and cash generated during the reported period, the underlying Company financial performance and market development post-period end, as well as expectations about the future and considering the Company's forecasted liquidity, investment plans, financing requirements and level of financial flexibility that the Board believes is appropriate for the Company.

## Return to shareholders

Total capital returned to shareholders since inception of the Company in the second half of 2018 is USD 70 million. Capital returned includes ordinary dividend payments and a share premium reduction that was actioned in Q420.





ADS MARITIME HOLDING PLC

## Board of directors



**Bjørn Tore Larsen**  
**Chairman**

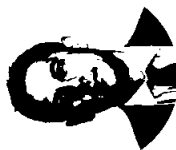
Controlling shareholder of Arendals Dampskibsselskap, OSM Maritime Group and OSM Aviation Group. Founded the OSM Group in 1989. Mr. Larsen is a Norwegian citizen and resides in Norway.

Mr. Larsen was appointed to the Board of Directors on 10 August 2018. As at 31 December 2019 he held 2,424,934 shares in the Company, equivalent to 10.4% of the Company, through controlling ownership of ADS Shipping Ltd and affiliated companies.

**Mario Demetriades**

**Director and Deputy Chairman**

Marios Demetriades is an experienced Financial Services professional with significant experience as a Non-Executive Director in various listed and private companies in the Banking, Infrastructure and Shipping industries. He previously served as the Minister of Transport, Communications and Works for the Republic of Cyprus from 2014 to 2018 and held various positions in the Accounting, Investment and Banking sectors. He is a qualified Chartered Accountant and Chartered Financial Analyst holder and a member of the CFA Institute, the Institute of Chartered Accountants in England and Wales and the Institute of Certified Public Accountants of Cyprus (ICPAC). Mr. Demetriades is a Cypriot citizen and resides in Cyprus.



Mr. Demetriades was appointed to the Board of Directors on 10 August 2018. As at 31 December 2019 he owns no shares in the Company



**Sofi Mylona**  
**Director**

Sofi Mylona is a Partner in the Shipping Department of the law firm Scordis, Papapetrou & Co. LLC in Cyprus and has over 20 years experience as an advocate focusing on Shipping, International Trade and Banking. She studied law at the University of Leicester and the Bar Vocational Course at Holborn College, in the United Kingdom. She is a member of Lincoln's Inn, Inns of Court (Barrister at Law), the Cyprus Bar Association, WISTA Cyprus and WISTA International.

Mrs. Mylona has served as member of the board of directors of various Cyprus registered shipping and other companies. Mrs. Mylona is a Cypriot citizen and resides in Cyprus.

Mrs. Mylona was appointed to the Board of Directors on 21 August 2019. As at 31 December 2019 she owns no shares in the Company.

**Lia Papaioacovou**

**Director & Company Secretary**

Lia Papaioacovou has more than 20 years' experience in the maritime industry and is currently the Head of Corporate and General manager of Shiphold Management Services Ltd and director of BJ Larsen & Co Ltd. Mrs. Papaioacovou holds a degree in Business Administration, is a member of WISTA (Women's International Shipping and Trading Association) as well as being Chairperson and member of the PR Committee of the CSC (Cyprus Shipping Chamber) Events Committee. Mrs. Papaioacovou is a Cypriot citizen and resides in Cyprus.

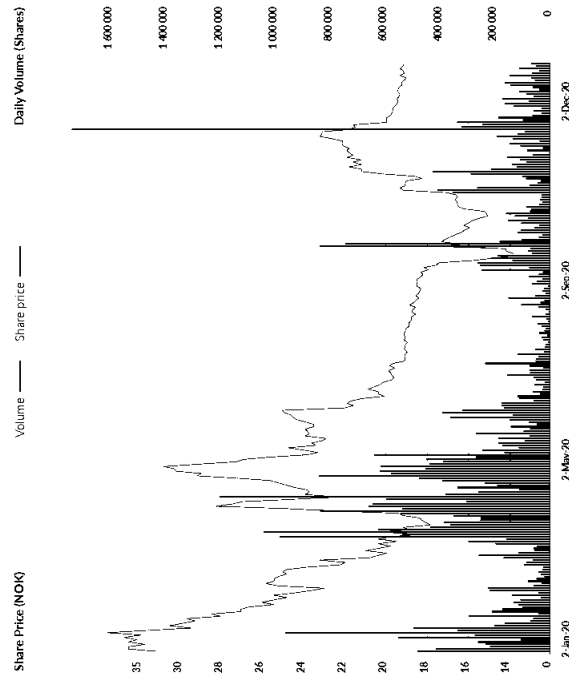


Mrs. Papaioacovou was appointed to the Board of Directors on 21 August 2019. As at 31 December 2019 she owns no shares in the Company.



ADS MARITIME HOLDING PLC

## Share price performance 2020



## Board of directors' report

ADS Maritime Holding Plc is a shipping investment company established in 2018 and listed on the Euronext Growth Oslo Stock Exchange. Our investing philosophy focuses on counter-cyclical investments. The principal activities of ADS Maritime Holding Plc (the "Parent Company") and its wholly owned subsidiaries (together, the "Company") during the period from 2018 to in 2020 were operating three VLCC tankers globally, predominantly in the Middle East Gulf to Far East Asia spot market. During the second half of 2020 the Company sold all three vessels, locking in a significant gain for shareholders compared to the vessel purchase prices.

### Headlines 2020

- Average TCE of USD 55,362 per vessel operating day (2019: USD 22,653), generating net revenue of USD 43.0 million for the year (2019: USD 20.0 million)
- Net profit of USD 19.6 million (2019: net loss USD 0.9 million) and EPS of USD 0.84 (2019: loss per share USD 0.04)
- Total dividends paid for 2020 of USD 0.48 per share (2019: USD 0.15 per share)
- All three vessels sold for a combined USD 76.5 million during late 2020, resulting in accounting gain of USD 5.8 million
- All interest-bearing debt (USD 37.5 million) repaid in the year
- USD 51 million capital repayment to shareholders financed by vessel sales proceeds paid out in Q1 2021
- Change of company name to ADS Maritime Holding Plc (from ADS Crude Carriers Plc) to reflect a broader shipping sector focus

### Key financials 2020

	2020	2019	2018
(In thousands of USD)			8 months
Revenue	57 160	42 226	13 432
Net revenue <sup>1</sup>	42 978	20 047	7 907
Vessel operating days	776	885	417
TCE <sup>1</sup> per day (in USD)	55 362	22 653	18 942
Gain on vessel sales	5 763	-	-
Operating profit	23 088	1 674	903
Net profit	19 554	(948)	102
EPS (in USD per share)	0.84	(0.04)	0.01
Dividend (in USD per share)	0.48	0.15	-
Cash flow from ops. excluding working capital movement:	30 383	8 713	2 695
Cash flow from operations	41 240	2 380	(2 595)
Net cash flow	50 373	(8 381)	13 689
Cash and cash equivalents	55 682	5 309	13 689
Equity ratio	98%	52%	61%
Net interest-bearing debt	(55 682)	30 693	15 787

<sup>1</sup> Net revenue, TCE per day and NBD are non-IFRS measures (see Note 22 to the consolidated financial statements)



ADS MARITIME HOLDING PLC

**1. Operations and market**  
ADS Maritime Holding Plc completed installation of exhaust emissions cleaning systems ('scrubbers') on its fleet during mandatory intermediate vessel surveys in late 2019 ahead of implementation of the IMO 2020 regulations that came into force on 1 January 2020. The Company enjoyed significant financial benefits from scrubbers during 2020, particularly during the early months of the year, and was well positioned for what turned out to be a very healthy tanker market during the first half of the year.

The outbreak of Covid-19 at the start of the year had a wide-ranging macroeconomic impact that was felt across all industries and jurisdictions globally, with oil and related markets impacted by a reduction in short-term energy demand resulting in reduced consumption of crude oil products. The main impact of Covid-19 on the Company's operational activities was largely on logistical challenges relating to performing timely crew changes and, to a lesser extent, challenges with delivery of certain supplies to vessels. The Company was fortunate in that it experienced relatively limited negative impacts on our business operations, which was in large part due to the dedication, understanding, and positive attitude shown by our seafarers and onshore support teams.

During the first half of 2020 the tanker market experienced strong underlying fundamentals, with both a healthy spot and term charter market. The tanker market was significantly influenced by a number of factors, including changes to average sailing distances and steaming speeds, fluxes in fleet capacity, the impacts of IMO 2020, adjustments to oil production and pricing, as well as the sudden outbreak of Covid-19. Driven by increased demand for offshore storage capacity following the high contango in crude oil prices, the market for term charters was extremely strong. This led us to enter a six-month time charter for the vessel ADS Page which commenced on

5 April 2020 for a gross day rate of USD 69,000, while ADS Serenade and ADS Status remained operating in the spot market during 2020.

Into the second half of 2020 the tanker market tailed-off from the highs experienced in the first half of the year, which was one of the factors we considered when making the decision to sell the fleet of three VLCCs for USD 25.5 million per vessel. Since selling the vessels during the period September through November 2020, the tanker market has remained weak into 2021, with reported negative index market rates. As a result of the vessel sales completed during 2020, all interest-bearing debt was repaid in full and proceeds were returned to shareholders, partly through a repayment of capital that was paid on 1 March 2021.

## 2. Financial review

**2.1 Income statement**  
During 2020 there were a total number of 833 vessel days (2019: 1,095) and 776 vessel operating days (2019: 885). No days were spent at yard in 2020 (2019: 210). The Company recorded revenue of USD 57.2 million, up from USD 42.2 million, while net revenue increased to USD 43.0 million from USD 20.0 million in 2019, driven by higher achieved day rates. The Company recorded an average TCE per day of USD 55,362 in 2020, up from USD 22,653 the year before.

The Company recognized an accounting gain of USD 5.8 million in 2020 (2019: nil) as a result of the disposal of all three vessels during late 2020. ADS Status was delivered to the new owners on 23 September, ADS Serenade on 26 October and ADS Page on 12 November 2020. Depreciation was charged up to the delivery dates and the net carrying value of each vessel was derecognized from the balance sheet on delivery.

Vessel operating expenses increased 7% to USD 10.6 million (2019: USD 10.0 million), despite a reduction in vessel operating days, due to increased costs as a result of Covid

impacts, increased repairs and maintenance costs, as well as certain termination and severance costs resulting from the vessel sales in 2020. General and administrative costs were fairly stable in absolute terms at USD 1.2 million (2019: USD 1.0 million).

Depreciation increased to USD 13.8 million in the year (2019: USD 7.4 million) as a result of an increased depreciation base following the investment in scrubbers and capitalized docking costs at the end of 2019, as well as a reduction in the residual value estimate of the vessels that increased the underlying vessel depreciation charge from 1 October 2019 onwards.

Operating profit increased to USD 23.1 million (2019: USD 1.7 million), driven by higher total revenue.

Finance costs increased to USD 3.7 million (2019: USD 2.8 million). The increase was due to a higher interest-bearing debt following the increase in vessel loans from USD 30 million to USD 37.5 million during 2019, as well as early loan prepayment charges due when the loan tranches were repaid in full in 2020 on sale of the respective vessels.

The Company recorded a net profit of USD 19.6 million (2019: net loss USD 0.9 million) and EPS was USD 0.84 (2019: negative USD 0.04).

## 2.2 Balance sheet

The Company had gross assets of USD 57.1 million at 31 December 2020 (2019: USD 102.7 million), consisting mainly of cash and cash equivalents of USD 55.7 million (2019: USD 5.3 million) following the vessel sales completed towards the end of the year.

The book value of equity at the year end was USD 55.8 million (2019: USD 53.5 million), up USD 2.3 million from the previous year end due to a net profit of USD 19.6 million, less dividends totalling USD 17.3 million declared in the year.

The Company had no non-current liabilities at 31 December 2020 (2019: USD 36.6 million) following repayment of all outstanding debt during the year, as all vessel loan tranches were repaid in full on sale of the respective vessels. Current liabilities decreased to USD 1.3 million (2019: USD 12.6 million).

## 2.3 Cash flow

Net cash flow from operations before working capital movements increased by USD 21.7 million to USD 30.4 million (USD: 2019: USD 8.7 million), and after positive working capital movements of USD 10.9 million (2019: negative USD 6.3 million) was an inflow of USD 41.2 million (2019: USD 2.4 million).

Cash invested in property, plant and equipment was USD 8.3 million (2019: USD 12.8 million) and consisted of payments made in 2020 related to the vessel intermediate surveys and scrubber investments performed in 2019. Gross proceeds from vessel sales in 2020 was USD 76.5 million and net of sales commissions was USD 73.5 million (2019: nil).

Cash flow from financing activities was a net outflow of USD 56.1 million (2019: inflow USD 2.1 million), driven by repayment of debt and dividends paid to shareholders. During the year the Company repaid in full vessel loans of USD 37.5 million, compared to a drawdown of loan of USD 7.5 million the prior year. Dividends paid amounted to USD 17.3 million in the year (2019: USD 1.5 million).

Interest paid was USD 2.8 million in the year (2019: USD 2.2 million), including loan early prepayment fees. An amount of USD 1.5 million was released from restricted to free cash as a result of the repayment in full of the vessel loans in the year (2019: increase in restricted cash of USD 1.0 million).

Cash and cash equivalents held at 31 December 2020 totaled USD 55.7 million (2019: USD 5.3 million). The Company had no restricted cash deposits at year end (2019: USD 1.5 million).





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# Consolidated statement of comprehensive income

	Note	2020	2019
(In thousand: of USD)			
<b>Revenue</b>			
Charter revenues	4, 5	57 160	42 226
Gain on disposal of vessel	11	5 763	-
<b>Total revenue</b>		<b>62 923</b>	<b>42 226</b>
<b>Operating expenses</b>			
Voyage expenses	6	(14 182)	(22 179)
Vessel operating expenses	7	(10 625)	(9 964)
General & administrative costs	8	(1 205)	(1 043)
Depreciation	11	(13 823)	(7 366)
<b>Total operating expenses</b>		<b>(39 835)</b>	<b>(40 552)</b>
<b>Operating profit</b>		<b>23 088</b>	<b>1 674</b>
Finance cost	9	(3 660)	(2 825)
Finance income	9	126	203
<b>Profit before tax</b>		<b>19 554</b>	<b>(948)</b>
Income tax		-	-
<b>Profit after tax and total comprehensive income</b>		<b>19 554</b>	<b>(948)</b>
(In USD)			
<b>Earnings per share attributable to equity holders</b>			
- Basic and diluted	10	0.84	(0.04)

**3.1 Interest rate risk**  
The Company was previously exposed to interest rate risk due to its vessel loans. Following sale of the vessels during 2020 the Company has repaid in full the vessel loans and at 31 December 2020 had no interest-bearing debt.

**3.2 Foreign exchange risk**  
The Company operates in the global shipping industry, for which the majority of transactions are denominated in US dollars, the Company's functional and presentational currency. All of the Company's revenue recognized in 2020 and 2019 was denominated in USD dollars. The majority of the Company's operating costs are denominated in US dollars.

**3.3 Credit risk**  
Credit risk is the risk that a counterparty defaults on its contractual obligations, resulting in a financial loss to the Company. The Company is exposed to credit risk primarily from receivables from customers and cash held at banks.

**3.4 Liquidity risk**  
Liquidity risk is the risk that the Company cannot meet its financial obligations as they fall due. The Company manages its risk of a shortage of funds by continuously monitoring maturity of its financial assets and liabilities and using a cash flow forecasting tool that makes projections about future cash flows from operating activities and required for investing activities.

**4. People and the organization**  
The Company's registered office is in Cyprus and its Norwegian subsidiaries are based in Arendal, Norway. The Company's operational perspective is the global shipping market. The Company has one part-time employee, based at the Company's office in Cyprus. The administrative and corporate management of the Company is provided by Arendals Dampskibsselskab AS. The Company's one employee is female, while two of the current four members of the Board of Directors are female.

**5. Outlook**  
The Company continues to assess new investment opportunities in shipping, particularly in large bulkers and tankers. We intend to remain disciplined with the price we pay for vessels, with a focus on quality ships brought at low prices, and will be patient in our approach.

Limassol, 23 March 2021

**Bjørn Tore Larsen**  
Chairman

**Marios Demetriades**  
Deputy Chairman

**Sofi Mylona**

**Lia Papaioannou**



ADS MARITIME HOLDING PLC

## Consolidated statement of financial position

(In thousands of USD)	Note	2020	2019
<b>Assets</b>			
<b>Non-current assets</b>			
Vessels	11	-	81 568
<b>Total non-current assets</b>		-	<b>81 568</b>
<b>Current assets</b>			
Receivables from customers	15	573	10 267
Other current assets	12, 15	868	4 104
Restricted cash		-	1 498
Cash and cash equivalents	15	55 682	5 309
<b>Total current assets</b>		<b>57 122</b>	<b>21 177</b>
<b>Total assets</b>		<b>57 122</b>	<b>102 745</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Issued share capital		4 678	4 678
Share premium		51 207	51 207
Retained earnings		(42)	(2 346)
<b>Total equity</b>		<b>55 843</b>	<b>53 539</b>
<b>Non-current liabilities</b>			
Interest-bearing debt	13	-	36 566
<b>Total non-current liabilities</b>		-	<b>36 566</b>
<b>Current liabilities</b>			
Other current liabilities	14, 15	1 129	9 499
Trade payable	15	150	3 141
<b>Total current liabilities</b>		<b>1 279</b>	<b>12 640</b>
<b>Total equity and liabilities</b>		<b>57 122</b>	<b>102 745</b>

## Consolidated statement of cash flows

(In thousands of USD)	Note	2020	2019
<b>Cash flow from operating activities</b>			
Profit for the period		19 354	(948)
<b>Adjustment for non-operating cash flow items</b>			
Depreciation	11	13 623	7 386
Gain on disposal of vessel	11	(5 763)	-
Interest expense		2 797	2 498
Interest income		(29)	(202)
<b>Operating cash flow before working capital items</b>		<b>30 383</b>	<b>8 713</b>
Working capital movement		10 857	(6 334)
<b>Total operating cash flow</b>		<b>41 240</b>	<b>2 380</b>
<b>Cash flow from investing activities</b>			
Payments for vessels and equipment		(8 333)	(12 837)
Proceeds from disposal of vessel		73 540	-
<b>Total cash flows used in investing activities</b>		<b>65 207</b>	<b>(12 837)</b>
<b>Cash flow from financing activities</b>			
Net receipt from loan		-	6 600
Repayment of loan		(37 509)	-
Interest paid		(2 821)	(2 210)
Decrease/(increase) in restricted cash		1 498	(973)
Interest received		-	161
Dividends paid		(17 250)	(1 500)
<b>Total cash flow from financing activities</b>		<b>(56 074)</b>	<b>2 077</b>
<b>Net increase in cash and cash equivalents</b>		<b>50 373</b>	<b>(8 381)</b>
Cash and cash equivalents at beginning of period		5 309	13 689
<b>Cash and cash equivalents at end of period</b>		<b>55 682</b>	<b>5 309</b>



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## Consolidated statement of changes in equity

(In thousands of USD apart from number of shares)	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
<b>Balance at 1 January 2019</b>	23 390 300	4 678	51 207	102	55 987
Total comprehensive income for the period	-	-	-	(948)	(948)
Dividends paid during the period	-	-	-	(1 500)	(1 500)
<b>Balance at 31 December 2019</b>	23 390 300	4 678	51 207	(2 346)	53 539
(In thousands of USD apart from number of shares)	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
<b>Balance at 1 January 2020</b>	23 390 300	4 678	51 207	(2 346)	53 539
Total comprehensive income for the period	-	-	-	19 554	19 554
Dividends paid	-	-	-	(17 250)	(17 250)
<b>Balance at 31 December 2020</b>	23 390 300	4 678	51 207	(42)	55 844

At 31 December 2020 the nominal value of the Company's authorized share capital is USD 1,000 million, consisting of 5,000,000,000 shares of par value USD 0.20 each, of which the Company has issued 23,390,300 shares with total share capital USD 4.7 million.

## Notes to the consolidated financial statements

**1. General information**  
These consolidated financial statements of ADS Maritime Holding Plc ("ADS Maritime Holding" or the "Company") were authorized for issue in accordance with a resolution of the Board of Directors passed on 23 March 2021.

ADS Maritime Holding Plc is a public limited company listed on the Euronext Growth at the Oslo Stock Exchange.

The Company is incorporated in Cyprus and the address of its registered office is OSM House, 22 Anathoutos, 4532 Agios Tychonas, Limassol, Cyprus. The Company is domiciled in Cyprus and has Norwegian subsidiaries based in Arendal, Norway. The principal activities of the Company are shipping investments.

The Company is managed by Arendals Dampskibsselskab AS.

**2. Significant accounting policies**

**2.1 Basis of preparation**  
These financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and as adopted by the EU.

**2.2 Going concern**  
These financial statements have been prepared based on the assumption of going concern

During the latter part of 2020 the Company completed the sale of ADS Page, ADS Stratus and ADS Serenade. The net proceeds of the combined vessel sales have been used to repay vessel loans, pay for sales related costs such as vessel operating and voyage expenses relating to the three vessel sales, and to fund a capital repayment of USD 51 million to shareholders. The capital repayment was made in March 2021.

The Company currently does not own any vessels. The Company will be reliant on new financing should it acquire vessels in the future.

The Company's financial projections used in its going concern evaluation are based on certain assumptions about the future. Based on these assumptions, the Company expects to have sufficient liquidity to operate for at least 12 months from the date of this interim report and, therefore, these interim financial statements are prepared using the going concern assumption.

**2.3 Revenue recognition**

Revenue is recognized when a contractual performance obligation is satisfied by transferring a promised good or service to a customer.

**Spot charters**

Revenue from spot charters is recognized over the estimated length of each voyage, calculated on a load-to-discharge basis. The load-to-discharge period is deemed to be the period during which the customer obtains economic benefit.

Certain costs that are incurred to obtain and fulfil a spot charter contract may qualify for deferral. The Company incurs voyage expenses between the previous discharge port, or customer contract date if later, and the next load port. Such voyage expenses are capitalized if the costs directly relate to the contract, generate or enhance resources of the entity that will be used in satisfying performance obligations, and the costs are expected to be recovered. Any costs capitalized during the previous discharge port and next load port are amortized on a straight-line basis during the subsequent load-to-discharge period.



**2.4 Time charter**  
Revenue from time charters is recognized on a straight-line basis over the rental period of the charter.

**2.4 Property, plant and equipment**

**Vessels**  
Vessels are stated at historical cost, less accumulated depreciation and impairments. The cost includes any costs that were directly attributable to the purchase of a vessel. The directly attributable costs of subsequent expenditures, including major renovations, upgrades and inspections are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred.

The Company calculates vessel depreciation based on an estimated useful lifetime of 20 years from original delivery and the estimated residual value at the end of that period. The residual value is the estimated recycling value at age 20 years. A vessel's residual value is its estimated scrap value expected at the date of scrapping, calculated as the product of the lightweight tonnage of the vessel and the estimated scrap price per tonne. Residual values are reviewed at least annually. The revision of residual value is considered a change in an accounting estimate and, therefore, the effect of the change is recognized prospectively.

For depreciation purposes the Company has based the vessel residual values on a unit

recycling price of USD 325/tdt for 2020 (prior to 1 October 2019 the Company used USD 425/tdt).

Capitalized docking and survey costs are depreciated fully on a straight-line basis from the completion of a docking to the estimated date of the next one. Costs related to ordinary maintenance performed during drydocking are charged to the income statement as part of vessel operating expenses in the period in which they were incurred.

Capitalized scrubber investment costs are depreciated fully on a straight-line basis from the first day of the month following completion of the projects until the end of the useful lifetime of the vessel on which a scrubber is installed.

**2.5 Consolidation**

The consolidated financial statements comprise the financial statements of ADS Maritime Holding Plc (the "Parent Company") and its subsidiaries (together, the "Company"). All of the subsidiaries in the group are 100% owned by the Parent Company and, thus, there are no minority ownership interests.

Subsidiaries are all those entities over which the Parent Company has control. The Parent Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Parent Company. They are de-consolidated from the date that control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using the same accounting policies. All intercompany transactions and balances are eliminated upon consolidation of the financial statements.

**2.6 Foreign currency translation**

The functional and presentational currency of the Company is US dollar. The functional and presentational currency of the Parent Company and all subsidiaries is US dollar.

Income and expenses denominated in foreign currencies are translated into US dollar at the exchange rates prevailing at the dates of the transactions. Exchange gains and losses resulting from settlement of such transactions as well as from the translation at period end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement as finance income and finance costs.

**2.7 Cash and cash equivalents**

Cash and cash equivalents consist of cash deposits held at call with banks. Cash and cash equivalents that are restricted for the Company's use are disclosed separately in the statement of financial position.

**2.8 Share capital**

Shares are classified as equity. Incremental costs directly attributable to the issue of new shares are recorded in equity as a reduction from the gross share issue proceeds.

**2.9 Financial liabilities**

Financial liabilities are measured at fair value on recognition, net of directly attributable transaction costs. Subsequent to initial recognition, the Company's financial liabilities

are measured at amortized cost using the effective interest rate method. The Company's main financial liabilities consist of non-current loans, trade and other payables and accruals. The Company has no financial derivatives.

The Company derecognizes a financial liability only when the Company's obligations are discharged, cancelled or expire.

**Loan fees**

Expenses that are directly attributable to the inception of a loan are capitalized and amortized over the term of the relevant loan using the effective interest rate method. Amortization of loan costs are included as finance costs in the income statement. The capitalized but unamortized amount of such loan costs are recorded net of the loan liability in the statement of financial position. On derecognition of a loan as a financial liability any previously unamortized loan fees are expensed in full.

**2.10 Financial assets**

Financial assets are measured at fair value on recognition. Subsequent to initial recognition, the Company's financial assets are measured at amortized cost using the effective interest rate method. Normally, the interest element for the Company's financial assets is disregarded since the receivables are short-term. The Company's main financial assets consist of receivables from customers and other receivables.

The Company derecognizes a financial asset when the contractual rights to cash flows from the asset expire.

**Impairment of financial assets**

For receivables from customers the Company



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applies the simplified approach permitted by IFRS 9 Financial Instruments, which uses lifetime expected losses to be recognized from initial recognition of the financial assets. For all other financial assets that are subject to impairment under IFRS 9, the Company applies the general approach three stage model, based on changes in credit quality since initial recognition.

#### 2.11 Impairment of non-financial assets

At each reporting date, the Company assess whether there is indication that an asset is impaired. If an indication exists, the Company estimates the asset's recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. Where the recoverable amount exceeds an asset's carrying value, there is no impairment. In the event the recoverable amount is lower than the carrying value, an impairment charge is recognized and the asset's carrying value is written down to its recoverable amount.

The carrying amounts of vessels are reviewed for potential impairments whenever there is an indication that the carrying amount may not be fully recoverable. Such indicators may include depressed spot market rates, depressed second hand tanker values and sudden and significant reductions in vessel recycle values. The Company assesses the recoverability of the carrying value of each vessel on an individual basis by estimating the fair value less costs to sell of the vessel. The fair value is based on recent independent market transactions for similar vessels between a willing buyer and willing seller. If the fair value less costs to sell of the vessel support her carrying value, then there is no impairment. If the fair value less costs to sell is less than a vessel's carrying

value, then a value in use test is performed by calculating the net present value of future cash flows the Company expects to generate from continuing use of the vessel up to and including scrapping. The value in use calculation requires the Company to make assumptions about future vessel performance, including about charter rates, utilization and productivity, vessel operating expenses, drydocking requirements, scrap values and discount rate.

#### 2.12 Holdings on board

The Company has bunker and lube oil onboard the vessels which are consumed in line with vessel operations. Any holdings onboard at the reporting date are measured at the lower of cost and net realizable value using the first in, first out (FIFO) method.

#### 2.13 Earnings per share

Basic earnings per share is calculated based on the net profit attributable to ordinary shareholders for the period, divided by the weighted average number of shares in issue. The Company has no potentially dilutive equity instruments in issue.

#### 2.14 Consolidated statement of cash flows

The Company's statement of cash flows is prepared using the indirect method. Cash flows are divided into cash flows attributable to either operating activities, investing activities or financing activities. In the cash flow statement, net profit for the period is adjusted for non-cash items recorded in the income statement, such as depreciation, as well as for non-cash movements in working capital. Any cash flows that have been recorded initially in the income statement as part of net profit but which are investing or financing in nature are removed from operating cash flows and

presented as part of investing or financing cash flows. All amounts presented in the investing activities and financing activities sections are pure cash flows only.

#### 2.15 Dividends

Dividends payable or paid to shareholders are recognized when declared during the financial year and are no longer at the discretion of the Company.

#### 2.16 Income tax

The Parent Company is subject to income tax in Cyprus. The Norwegian vessel owning subsidiaries are taxed in accordance with the Norwegian Tonnage Tax regime for shipping companies. The scheme entails no tax on operating profits. The Company classifies tonnage tax as general and administrative costs.

#### 2.17 Changes in accounting policies

Certain new standards, amendments and interpretations of existing standards have been published that are mandatory for the Company's accounting periods beginning 1 January 2021 or later. None of the new standards, amendments and interpretations relevant for the Company are expected to have a significant impact on the Company's financial statements.

#### 2.18 Critical accounting estimates and judgments

The preparation of the Company's consolidated financial statements requires management and the board to make estimates, judgments and assumptions that affect the reported amount of revenue, expenses, assets and liabilities, as well as the accompanying disclosures. Uncertainty about these estimates, judgments and assumptions could result in outcomes that require a material adjustment to the carrying

amounts of assets or liabilities in future periods. A summary of the most significant judgments, estimates and assumptions are described below.

#### Vessel depreciation

Vessel depreciation is based on the estimated useful lifetime of 20 years from original delivery and the estimated residual value at the end of that period. The Company uses estimated recycle value as the residual value, which requires the Company to estimate the market value at the date of recycling. For depreciation purposes the Company has based the vessel residual values on a unit recycling price of USD 325/ldt from 1 October 2019, prior to which the Company used USD 425/ldt.

The actual useful lifetime of a vessel as well as the residual value may end up being different from the assumptions used in the Company's depreciation calculation. Estimated useful lifetimes may change due to technological developments, environmental, legal and market requirements, costs related to maintenance and intermediate/special surveys, as well as charterer requirements. Residual value may vary due to changes in market recycling prices, which may be impacted by developments in vessel recycling facilities and regulations.

As at 31 December 2020 the Company owned no vessels, following the sale of its three tankers during 2020. The depreciation charges recognized in 2019 and in 2020 up to the date of vessel disposal was impacted by the residual value.



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**Impairment of vessels**  
Whether there exists an impairment indicator may require the Company to make judgments. In preparing the consolidated financial statements for 2019 the Company performed an impairment test on the carrying value of its vessels using the fair value less cost of disposal method. The results of the test indicated there was no impairment. At 31 December 2020 the carrying value of the Company's vessels, including capitalized docking and survey costs but excluding capitalized scrubber costs, was nil (31 December 2019: USD 70.3 million, equivalent to USD 23.4 million per vessel).

### 3. Financial risk management

The Company's primary financial risks relate to market risk, credit risk and liquidity risk. Market risk is the risk that the fair value of future cash flows of a financial asset or liability will fluctuate because of changes in market prices, such as foreign exchange and interest rates. The Company's financial risk exposure is monitored by Management and its Board of Directors oversee the management of these risks.

Subsequent to repayment in full of the Company's non-current loans used to finance the Company's vessels that were sold in 2020, the Company's principal financial liabilities are trade and other payables. The Company's principal financial assets are customer receivables, other assets and cash deposits at banks.

The table below shows the carrying value of the Company's financial assets and liabilities.

	2020	2019
(In thousands of USD)		
<b>Financial assets</b>		
Receivables from customers	573	30 267
Other current assets	868	4 304
Restricted cash	-	1 498
Cash and cash equivalents	55 682	5 309
<b>Total financial assets</b>	<b>57 122</b>	<b>21 177</b>
<b>Financial liabilities</b>		
Non-current interest-bearing debt	-	36 566
Other current liabilities	1 129	9 499
Trade payable	150	3 141
<b>Total financial liabilities</b>	<b>1 279</b>	<b>49 206</b>
<b>Net current financial assets/(liabilities)</b>	<b>55 843</b>	<b>18 001</b>
<b>Net current and non-current financial assets/(liabilities)</b>	<b>55 843</b>	<b>(11 727)</b>

### 3.1 Interest rate risk

The Company was previously exposed to interest rate risk due to its vessel loans. Following sale of the vessels during 2020 the Company has repaid in full the vessel loans and at 31 December 2020 had no interest-bearing debt.

### 3.2 Foreign exchange risk

The Company operates in the global shipping industry, for which the majority of transactions are denominated in US dollars, the Company's functional and presentational currency. All of the Company's revenue recognized in 2020 and 2019 was denominated in USD dollars. The majority of the Company's operating costs are denominated in US dollars.

As at 31 December 2020 the Company had cash and cash equivalents denominated in Norwegian krone that had a carrying value of USD 0.7 million (2019: USD 0.4 million). All other financial assets and liabilities of the Company at 31 December 2020 are denominated in US dollars and, hence, the Company's maximum exposure to foreign exchange risk equates to USD 0.7 million.

### 3.3 Credit risk

Credit risk is the risk that a counterparty defaults on its contractual obligations, resulting in a financial loss to the Company. The Company is exposed to credit risk primarily from receivables from customers and cash held at banks.

The Company manages its credit risk related to customers by aiming to provide services only to reputable customers. As at 31 December 2020 the Company has customer receivables with a carrying value of USD 0.6 million (2019: USD 10.3 million).

The Company aims to manage its counterparty risk relating to cash held at bank by only holding deposits at recognizable international banks. As at 31 December 2020 all of the Company's cash and cash equivalents and restricted cash was held with Norddea Bank.

### 3.4 Liquidity risk

Liquidity risk is the risk that the Company cannot meet its financial obligations as they fall due. The Company manages its risk of a shortage of funds by continuously monitoring maturity of its financial assets and liabilities and using a cash flow forecasting tool that makes projections about future cash flows from operating activities and required for investing activities.

All of the Company's financial assets and financial liabilities as of 31 December 2020 are short-term in nature and fall due within 12 months. The Company has net financial assets of USD 56.1 million at 31 December 2020, of which USD 51.0 million was used to finance the share premium payment made in March 2020.

### 3.5 Capital management

The Company's objectives when managing capital are to maximize the return to shareholders over the remaining expected lifetime of the vessels under the Company's control, aiming to have an optimal capital structure whereby it safeguards the Company's ability to continue as a going concern but while returning excess liquidity to shareholders in the form of regular dividends. The management of the capital structure involves active monitoring and adjustments in light of changes in economic conditions and risk characteristics of the Company's vessels.



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## 5. Revenue from contracts with customers

The Company's revenue by type is summarized in the table below.

	2020	2019
(In thousands of USD)		
Spot charter	43 761	39 313
Time charter	13 399	2 913
<b>Total revenue</b>	<b>57 160</b>	<b>42 226</b>

The Company did not recognize any impairment losses on any receivables arising from contracts with customers.

	2020	2019
(In thousands of USD)		
Receivables from customers at start of period	10 267	4 745
Net movement in period	(9 694)	5 522
<b>Total receivables from customers at end of period</b>	<b>573</b>	<b>10 267</b>
Capitalized fulfillment costs at start of period	79	684
Net movement in period	(79)	(605)
<b>Total capitalized fulfillment costs at end of period</b>	<b>-</b>	<b>79</b>
Total contract assets at start of period	10 346	5 429
Net movement in period	(9 773)	4 917
<b>Total receivables end of the period</b>	<b>573</b>	<b>10 346</b>

Capitalized fulfillment costs are recognized as other current assets in the statement of financial position and are expensed on a straight-line basis over the period of revenue recognition. The Company had no contract liabilities apart from trade payables and accrued expenses incurred as part of normal operations. The Company has received no payment in advance from customers at 31 December 2020 for which revenue is expected to be recognized in a future period.

Customer contract payment terms are typically in full within three to seven days following discharge of cargo.

The Company monitors its debt on the basis of its relative leverage and its absolute debt levels. As part of this monitoring the Company monitors its equity ratio and net interest-bearing debt (NIBD). The equity ratio is calculated as the total carrying value of equity as a proportion of the Company's equity and liabilities. At 31 December 2020 the Company's equity ratio was 98% (2019: 52%). NIBD is calculated as the nominal value of the Company's external debt, less cash and cash equivalents and any restricted cash that can be used to repay debt. At 31 December 2020, the Company's had no interest-bearing debt.

## 4. Segment reporting

The Company's business is limited to operating a fleet of three VLCC tankers. Management has organized and manages the entity as one business segment based upon the service provided. The Company's chief operating decision maker, being the board of directors, reviews the Company's operating results on a consolidated basis as one operating segment (as defined by IFRS 8 Operating segments).

During 2020 all three vessels operated in the spot market, with one vessel performing on a six month time charter contract. All vessels were sold by the end of 2020.

### 4.1 Major customers

The Company's revenues during the year were derived from a total of nine customers (2019: nine). Customers from which the Company derived more than 10% of the total revenue in the period are shown in the table below.

	2020	2019
(In thousands of USD)		
Customer 1	13 399	12 121
Customer 2	11 842	7 203
Customer 3	8 140	5 180
Customer 4	6 857	5 010
Other customers	16 922	12 712
<b>Total revenue</b>	<b>57 160</b>	<b>42 226</b>

### 4.2 Geographic regions

The Company's revenues are generated in multiple jurisdictions since the company derives income from operating a fleet of tankers that typically load cargo in one geographical jurisdiction and unload in another and the earnings derived are not split between jurisdictions. As a result, the Company's chief operating decision maker does not evaluate performance by geographical region.



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## 6. Voyage expenses

(In thousands of USD)	2020	2019
Bunkers	9 474	16 800
Commercial management fees and commissions	1 780	840
Other voyage expenses	2 921	4 618
	<b>14 175</b>	<b>22 258</b>
Capitalized customer contract fulfilment costs movement	79	(79)
<b>Net voyage expenses</b>	<b>14 182</b>	<b>22 179</b>

## 7. Vessel operating expenses

(In thousands of USD)	2020	2019
Manning related cost	4 532	5 087
Other vessel operating expenses	6 092	4 877
<b>Total vessel operating expenses</b>	<b>10 625</b>	<b>9 964</b>

Manning costs include the cost of the crew onboard the Company's vessels and are all third party costs. The Company does not employ any crew directly as all crew are supplied by the technical managers of the vessels, OSM Maritime Group.

## 8. General and administrative expenses

(In thousands of USD)	2020	2019
Administrative manager fees	520	233
Employee related costs, incl. CFO fee	146	146
Board of director fees	24	18
Auditor fees	76	82
Tonnage tax	102	115
Other expenses	337	445
<b>Total general and administrative expenses</b>	<b>1 205</b>	<b>1 043</b>

ADS Maritime Holding Plc has one part-time employee, based at the Company's office in Cyprus. The administrative and corporate management of the Company, as well as provision of a CFO, is provided by Arentals Dampskibsselskab AS.

(In thousands of USD)	2020	2019
<b>Amounts paid to auditor</b>		
Statutory audit fees	58	45
Audit related services	18	37
<b>Total amounts paid to auditor</b>	<b>76</b>	<b>82</b>

The statutory audit fee for the 2020 audit of ADS Maritime Holding Plc to RSM Cyprus Ltd is agreed at EUR 12,000 plus VAT at 19% (2019: EUR 12,000 plus VAT).

## 9. Net finance expense

(In thousands of USD)	2020	2019
<b>Finance income</b>		
Interest income	29	202
Currency exchange gain	97	1
<b>Total finance income</b>	<b>126</b>	<b>203</b>
<b>Finance expense</b>		
Interest expense from interest-bearing debt	2 374	2 498
Amortization of upfront loan fees	934	237
Currency exchange loss	50	1
Other finance cost	302	89
<b>Total finance expense</b>	<b>3 660</b>	<b>2 825</b>
<b>Net finance expense</b>	<b>3 534</b>	<b>2 622</b>



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## 10. Earnings per share

(In thousands of USD)	2020	2019
Profit/(loss) for the period	19 554	(948)
Weighted average shares outstanding	23 390 300	23 390 300
Basic and diluted EPS (USD per share)	0.84	(0.04)

The Company has no dilutive or potential dilutive shares.

## 11. Vessels

(In thousands of USD)	2020	2019
<b>Costs</b>		
Balance at start of period	90 768	69 550
Additional capital expenditures:	-	21 218
Disposal	(90 768)	-
Balance at end of period	-	90 768
<b>Depreciation</b>		
Balance at start of period	9 201	1 835
Depreciation for the period	13 823	7 366
Disposal	(23 023)	-
Balance at end of period	-	9 201
Net book value at start of period	81 568	67 714
<b>Net book value at end of period</b>	-	81 568
<b>Carrying value of pledged assets at period end</b>	-	69 285

During the second half of 2020 the Company sold its three vessels. ADS Stratus was delivered to the new owners on 23 September. ADS Serenade on 26 October and ADS Page on 12 November 2020. Depreciation was charged up to the delivery dates and the net carrying value of each vessel was derecognized from the balance sheet on delivery. A gain on disposal of USD 5.8 million was recognized in 2020.

## 12. Other current assets

(In thousands of USD)	2020	2019
Inventory (bunkers and lube oil)	-	3 176
Capitalized fulfilment costs	-	79
VAT receivable	208	121
Other assets	660	727
<b>Total other current assets</b>	868	4 104

## 13. Interest bearing debt

(In thousands of USD)	2020	2019
<b>Fleet Loan</b>		
Nominal USD 37.5 million	-	34 566
<b>Total interest-bearing debt</b>	-	34 566

During the second half of 2020 the Company sold its three vessels. ADS Stratus was delivered to the new owners on 23 September. ADS Serenade on 26 October and ADS Page on 12 November 2020. On the sales dates the Company repaid in full the respective loan tranches of USD 9.9 million per vessel. In accordance with the loan agreements, loan prepayment fees equal to 2% of the prepaid amount was paid to the lender during 2020.

## 14. Other current payables

(In thousands of USD)	2020	2019
Accrued expenses	1 129	7 771
Accrued interest	-	689
Contract liabilities	-	1 039
<b>Total other current payables</b>	1 129	9 499



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## 15. Financial assets and liabilities

All of the Company's financial assets and financial liabilities are measured at amortized cost, apart from inventory and capitalized fulfillment costs included within other current assets. Inventory mainly consists of bunkers onboard and is measured at cost using the FIFO method, while customer contract fulfillment costs are measured in accordance with IFRS 15.

The fair values of the Company's financial assets and liabilities are summarized in the table below.

(In thousands of USD)	Fair value hierarchy	2020		2019	
		Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>					
Receivables from customers		573	573	10 267	10 267
Other current assets		868	868	4 104	4 104
Restricted cash		-	-	1 498	1 498
Cash and cash equivalents		55 682	55 682	5 309	5 309
<b>Total financial assets</b>		<b>57 122</b>	<b>57 122</b>	<b>21 177</b>	<b>21 177</b>
<b>Financial liabilities</b>					
Interest-bearing debt	Level 2	-	-	36 566	36 566
Other current liabilities		1 129	1 129	9 499	9 499
Trade payables		150	150	3 141	3 141
<b>Total financial liabilities</b>		<b>1 279</b>	<b>1 279</b>	<b>49 206</b>	<b>49 206</b>

The fair values of receivables from customers, other current assets, restricted cash and cash and cash equivalents, other current liabilities and trade payables approximate their carrying values largely due to their short-term maturities.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** quoted and unadjusted prices in active markets for identical assets or liabilities.

**Level 2:** other techniques for which inputs which have a significant impact on the fair value are observable, either directly or indirectly.

**Level 3:** techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

## 16. Related parties

### 16.1 Board of Directors

Directors	Since		To		2020	2019
(In thousands of USD)						
<b>Payments to Board of Directors</b>						
Björn Tore Larsen (Chairman)	10-Aug-18	-	-	-	-	-
Marios Demetriades (Deputy Chairman)	10-Aug-18	14	14	13	13	
Trym Otto Sjelle	10-Aug-18	16-Mar-21	-	-	-	-
Sofi Mylona	21-Aug-19	10	10	4	4	
Lia Papaioacovu	21-Aug-19	-	-	-	-	
Penelope Evangelidou	30-Apr-18	21-Aug-19	-	-	1	
Alektis Dimitriou	30-Aug-18	21-Aug-19	-	-	1	
<b>Total Board of Director fees</b>			<b>24</b>		<b>18</b>	

Non-executive independent board members are entitled to Board fees at the rate of EUR 7.5k per annum, while the Deputy Chairman position receives an additional EUR 2.5k per annum. Lia Papaioacovu is a remunerated part-time employee of the Company.

MD Mindset Capital Ltd, a company controlled by Deputy Chairman Marios Demetriades, received fees for director services totaling EUR 10k in 2020 (2019: EUR 10k) and for consulting services of EUR 20k in 2020 (2019: EUR 20k).

Scordis, Papapetrou & Co LLC, a company in which board member Sofi Mylona is a partner, received fees for director services totaling EUR 8k in 2020 (2019: EUR 3k) and for other legal services of EUR 8k in 2020 (2019: EUR 9k).

### 16.2 Key management personnel

The administrative and corporate management of the Company is provided by Arendals Dampskibsselskab AS.

### 16.3 Other related parties

#### Arendals Dampskibsselskab AS

Arendals Dampskibsselskab AS, a company controlled by Chairman of the Board, Björn Tore Larsen, is contracted to provide administrative and corporate management services to the Company.

A base fee of USD 140k was paid to Arendals Dampskibsselskab AS in 2020 (2019: USD 140k). Additionally, fees are payable based on the number of vessels. From 1 September 2020 the daily fee per vessel was USD 800, prior to which it was USD 250 per day. Per vessel fees are due from the date a company within the group acquires a vessel and is payable for the period up to three months after disposal of a vessel. A sale and purchase commission of 1% of the acquisition or sales price is payable to Arendals Dampskibsselskab AS in the event of a sale or purchase of a vessel.



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During 2020 the total cost of the commercial management fees and commissions to Frontline expensed was USD 984k (2019: USD 840k).

#### Sterna Finance

Sterna Finance Ltd ("Sterna") is an affiliate of Hemen Holding Ltd as it has the same beneficial owner. In 2018 the Company entered a loan agreement with Sterna for financing the acquisition of its three vessels and during 2019 the loan terms were amended with the impact that the total loan amount was increased from USD 30 million to USD 37.5 million. The New Loan was drawn down on 28 June 2019, at which point an upfront fee equivalent to 1.5% of the gross loan proceeds was paid by the Company to Sterna. Interest on the New Loan is payable at 5.1% plus LIBOR, payable quarterly in arrears. The interest charge on the Old Loan was 4.50% plus LIBOR.

During 2020 the Company paid Sterna loan interest amounting to USD 2 374k (2019: USD 2 498k) and early loan prepayment fees of USD 595k (2019: nil), while no up-front loan fees were paid (2019: USD 563k). At the year-end, no amount was owed to Sterna (2019: USD 37.5 million loan outstanding and USD 689k accrued interest).

#### 17. Change of company name

On 10 December 2020 a shareholder resolution was passed at the Company's EGM to change the name of the Company to ADS Maritime Holding Plc (previously, ADS Crude Carriers Plc). The name change reflects the Company's broader strategic focus on investment opportunities in the maritime sector.

#### 18. Alternative performance measures

In order to measure financial performance and position, the Company makes use of the Alternative Performance Measures (APMs) described below. The APMs are non-IFRS measures which provide supplemental information to the IFRS financial measures.

#### 18.1 Net revenue

Net revenue is calculated as revenue less voyage expenses. Voyage expenses include revenue-based commissions, apart from address commission which is recognized as a reduction in revenue. The Company uses net revenue as an indication of the profitability of voyages and charters. Net revenue is used as the numerator when calculating TCE per day.

	2020	2019
(In thousands of USD)		
<b>Net revenue</b>		
Revenue	57 160	42 226
Voyage expenses	(14 182)	(22 179)
<b>Total net revenue</b>	<b>42 978</b>	<b>20 047</b>

The management contract is for at least the period up to 31 December 2022, and the agreement will thereafter automatically be extended for successive 12-month periods unless it is terminated by either party not less than 12 months prior to the end of such period.

During 2020 fees totalling USD 660k (2019: USD 373k) were payable to Arendals Dampskibsselskab AS for administrative and corporate management services and USD 765k in relation to S&P commission (2019: nil). At 31 December 2020 an amount of USD 2k (2019: USD 85k) was owed to Arendals Dampskibsselskab AS and recorded as trade payables in the statement of financial position.

#### ADS Shipping Ltd

ADS Shipping Ltd, a company controlled by Chairman of the Board, Bjørn Tore Larsen, owns 2,171,754 shares in the Company. Together with 403,180 shares in the Company owned by Shiphold Ltd, a company controlled by Mr Larsen, ADS Shipping Ltd has an interest in 2,574,934 shares, equivalent to 11.0%, in the Company.

ADS Shipping Ltd was the minority lender of a Revolving Credit Facility ("RCF") that was established on 20 December 2019, providing a credit line of USD 2.5 million of the total USD 7.5 million RCF. Under the terms of the RCF, the lenders received an up-front fee on inception equivalent to 1% of the commitment. During the 12-month tenor of the RCF the lenders are entitled to 5% commitment fee on the undrawn amount and 10% interest on any drawn amount. During 2020, the Company paid ADS Shipping Ltd USD 95k (2019: USD 28k) in relation to the RCF. The RCF expired on 19 September 2020.

#### OSM Maritime Group

B.T. Larsen & Co. Ltd, a company controlled by Chairman of the Board, Bjørn Tore Larsen, indirectly jointly controls the OSM Maritime Group ("OSMG"), OSM Ship Management AS, a subsidiary of OSM, provided technical vessel management and crew management services for the Company. During 2020 the Company paid OSM a total of USD 800k (2019: 448k). No amount was owed to OSM Ship Management AS at the end of either period.

B.T. Larsen & Co. Ltd owns 2,574,934 shares, or 11.0%, of the Company, via 2,171,754 and 403,180 shares owned by its 100% subsidiaries ADS Shipping Ltd and Shiphold Ltd, respectively.

#### SFL Corporation

SFL Corporation Ltd ("SFL"), a company listed on the New York Stock Exchange, provides key management personnel to the Company through representation on the Board of Directors by Trym Sjølle, Chief Operating Officer of SFL Management AS. SFL owns 4,031,800 shares, or 17.2%, of the Company.

SFL was the majority lender of the RCF, providing a credit line of USD 5 million of the total USD 7.5 million RCF. During 2020, the Company paid SFL USD 150k (2019: USD 57k) in relation to the RCF. The RCF expired on 19 September 2020.

#### Frontline

Frontline Management (Bermuda) Ltd, a company within the same group of companies as SFL controlled by Hemen Holding Ltd, was contracted to provide commercial management services to the Company in relation to the Company's three vessels ADS Page, ADS Stratus and ADS Serenade. Under the terms of the commercial management services contract, Frontline received a fee of USD 250 per vessel calendar day and commission of 1.25% of gross charter hire.



ADS MARITIME HOLDING PLC

**18.2 Vessel days**  
Vessel days show the difference between the total available vessel days in a period and the vessel operating days. Vessel operating days are calculated as the total available vessel days less days vessels spent in dry dock and for technical maintenance. Vessel operating days are calculated from the date of delivery of a newly acquired vessel, excluding any days associated with drydocking or technical off-hire. A vessel is excluded from the operating days calculation from the date on which a sale of the vessel is agreed.

Days	2020	2019
On contract	726	885
Available but not on contract	50	-
<b>Vessel operating days</b>	<b>776</b>	<b>885</b>
Technical maintenance, dry dock	57	210
<b>Total available vessel days</b>	<b>833</b>	<b>1 095</b>

**18.3 TCE per day**  
Time charter equivalent (TCE) per day is calculated by dividing net revenue by the number of vessel operating days in the period. TCE is a common shipping industry measure of performance on a per day basis. The Company uses TCE per day as it enables comparison of financial performance between periods regardless of changes in the mix of charter types.

(In thousands of USD)	2020	2019
<b>TCE</b>		
Net revenue	42 978	20 047
Vessel operating days	776	885
<b>TCE (in whole USD)</b>	<b>55 362</b>	<b>22 653</b>

**18.4 Net interest-bearing debt (NIBD)**  
NIBD is calculated as the nominal outstanding value of the Company's total interest-bearing debt, less the balance of cash and cash equivalents, as well as any restricted cash that is restricted for the purposes of repaying debt.

(In thousands of USD)	2020	2019
<b>Net interest-bearing debt (NIBD)</b>		
Nominal value of interest-bearing debt	-	37 500
Cash and cash equivalents	55 682	5 309
Restricted cash available for debt repayment	-	1 498
<b>NIBD</b>	<b>(55 682)</b>	<b>30 693</b>

The Company uses NIBD as it provides an indication of the Company's debt position by indicating the ability of the Company to pay off all its debt if it became due simultaneously and only using cash.

**Backlog**  
Backlog shows the estimated proportion of vessel operating days of a future financial reporting period for which the Company has secured commitments with clients (eg. charter parties), as well as the average TCE per day for those days. The Company uses backlog since it provides the amount of committed operating activity in future periods, thus providing an indication of the Company's future net revenue.

**19. Events after the balance sheet date**  
**19.1 Capital payment by way of share premium return**  
On 10 December 2020 shareholders passed a special resolution to make a USD 51 million capital repayment by way of a reduction of the share premium account, subject to regulatory approval in Cyprus. On 16 February 2021, the District Court of Limassol, Cyprus approved the USD 51 million reduction of the share premium account. The last day of trading including the right to the share premium repayment was 19 February, the ex-date 22 February and the payment was made in NOK to all shareholders of ADS Maritime Holding Plc on 1 March 2021.

**19.2 Change in the board of directors**  
On 16 March 2021 Trym Sjøtelle left his position as member of the board of directors.

Limassol, 23 March 2021

The Board of Directors

Bjørn Tore Larsen  
Chairman

Marios Demetriades  
Deputy Chairman

Sofi Mylona

Lia Papaioannou



ADS MARITIME HOLDING PLC

## Parent Company unconsolidated statement of comprehensive income

(In thousands of USD)	2020	2019
<b>Revenue</b>	-	-
<b>Operating expenses</b>		
General & administrative costs	(492)	(441)
<b>Total operating expenses</b>	<b>(492)</b>	<b>(441)</b>
<b>Operating profit</b>	<b>(492)</b>	<b>(441)</b>
Finance cost	(3 570)	(1 703)
Finance income	2 381	1 824
Dividends from subsidiaries	14 000	4 400
<b>Profit before tax</b>	<b>14 320</b>	<b>4 080</b>
Income tax	-	-
<b>Profit after tax and total comprehensive income</b>	<b>14 320</b>	<b>4 080</b>





ADS MARITIME HOLDING PLC

## Parent Company unconsolidated statement of financial position

(In thousands of USD)	Note	2020	2019
<b>Assets</b>			
<b>Non-current assets</b>			
Investments in subsidiaries:	4	45 160	45 160
Loans to subsidiaries:	3, 4	-	37 500
<b>Total non-current assets</b>		<b>45 160</b>	<b>82 660</b>
<b>Current assets</b>			
Receivable, from subsidiaries:	3, 4	-	13 445
Other current asset:		92	-
Cash and cash equivalent:	3	11 196	557
<b>Total current assets</b>		<b>11 288</b>	<b>14 003</b>
<b>Total assets</b>		<b>56 447</b>	<b>96 662</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Issued share capital		4 678	4 678
Share premium		52 255	52 255
Retained earnings:		(520)	2 411
<b>Total equity</b>		<b>56 413</b>	<b>59 344</b>
<b>Non-current liabilities</b>			
Interest-bearing debt	3, 5	-	36 566
<b>Total non-current liabilities</b>		<b>-</b>	<b>36 566</b>
<b>Current liabilities</b>			
Other current liability:	3	-	692
Trade payable:	3	34	61
<b>Total current liabilities</b>		<b>34</b>	<b>753</b>
<b>Total equity and liabilities</b>		<b>56 447</b>	<b>96 662</b>

## Parent Company unconsolidated statement of cash flows

(In thousands of USD)	2020	2019
<b>Cash flows from operating activities</b>		
Profit for the period		4 080
<b>Adjustment for items not affecting operating cash flows:</b>		
Finance cost	3 594	1 703
Dividends from subsidiaries:	(14 000)	(4 400)
Interest income	(2 374)	(1 770)
<b>Net operating cash flow before working capital movements</b>	<b>(4 60)</b>	<b>(387)</b>
Working capital movement:	(724)	3 530
<b>Total operating cash flow</b>	<b>(1 184)</b>	<b>3 143</b>
<b>Cash flows from investing activities</b>		
Loans repaid by/(to subsidiaries):	37 500	(37 500)
Changes in inter-company receivables:	13 445	(9 508)
Dividends received in cash from subsidiaries:	18 000	2 400
<b>Total cash flows used in investing activities</b>	<b>68 945</b>	<b>(44 608)</b>
<b>Cash flows from financing activities</b>		
Proceeds from borrowings:	-	37 500
Transaction cost: related to new borrowings:	-	(900)
Repayment of loan	(37 500)	-
Interest paid	(2 374)	(814)
Interest received	2	53
Dividends paid	(17 250)	(1 500)
<b>Total cash flows from financing activities</b>	<b>(57 122)</b>	<b>34 339</b>
<b>Net increase in cash and cash equivalents</b>	<b>10 639</b>	<b>(7 127)</b>
Cash and cash equivalent: at the beginning of the period	557	7 684
<b>Cash and cash equivalents at the end of the period</b>	<b>11 197</b>	<b>557</b>



ADS MARITIME HOLDING PLC

## Parent Company unconsolidated statement of changes in equity

(In thousands of USD apart from number of shares)	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
<b>Balance 1 January 2019</b>	23 390 300	4 678	52 255	(1 69)	56 764
Total comprehensive income for the period	-	-	-	4 080	4 080
Dividends declared	-	-	-	(1 500)	(1 500)
<b>Balance at 31 December 2019</b>	23 390 300	4 678	52 255	2 411	59 344
(In thousands of USD apart from number of shares)	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
<b>Balance 1 January 2020</b>	23 390 300	4 678	52 255	2 411	59 344
Total comprehensive income for the period	-	-	-	14 320	14 320
Dividends declared	-	-	-	(17 250)	(17 250)
<b>Balance at 31 December 2020</b>	23 390 300	4 678	52 255	(520)	56 413

At 31 December 2020 the nominal value of the Company's authorized share capital is USD 1,000 million, consisting of 5,000,000,000 shares of par value USD 0.20 each, of which the Company has issued 23,390,300 shares with total share capital USD 4.7 million.

## Notes to the Parent Company unconsolidated financial statements

- General information**  
ADS Maritime Holding Plc (the "Parent Company") is a holding company. The Parent Company's activities are investing in subsidiaries, including ownership of shares in subsidiaries and provision of intercompany financing.
  - Significant accounting policies**  
**2.1 Basis of preparation**  
These financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and as adopted by the EU.  
The Parent Company's accounting principles are consistent with the accounting principles of the Company as described in Note 2 of the consolidated financial statements, apart from as described below. Note disclosures that are similar to the information available in the consolidated financial statements are not repeated in these unconsolidated financial statements.
  - Investments in subsidiaries**  
Investments in subsidiaries are presented at cost, less any impairment. To assess for impairment, the estimated recoverable amount is compared to the carrying value of investments in subsidiaries. The recoverable amount is calculated as the discounted estimated future cash flows.
  - Critical accounting estimates and judgments**  
**Impairment of investment in subsidiaries**  
The Parent Company periodically evaluates the recoverability of investments in subsidiaries whenever indicators of impairment are present. If facts and circumstances indicate that investment in subsidiaries may be impaired, the estimated future discounted cash flows associate with these subsidiaries would be compared to their carrying amounts to determine if a write-down is necessary.
- Impairment of financial assets**  
The loss allowance for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, by considering supportive forward-looking information. The main financial assets that are subject to the expected credit loss model relate to receivables from related parties, including loans receivable.
- Financial risk management**  
The Parent Company's primary financial risks are consistent with the financial risks of the Company, as described in Note 3 of the consolidated financial statements, apart from as described below.



ADS MARITIME HOLDING PLC

## Credit risk

Credit risk is the risk that a counterparty defaults on its contractual obligations, resulting in a financial loss to the Company. The Company is exposed to credit risk primarily from financial assets as summarized in the table below.

	2020	2019
(In thousands of USD)		
Loans to subsidiaries:	-	37 500
Receivables from subsidiaries:	-	13 445
Cash and cash equivalents:	11 196	557
<b>Total financial assets</b>	<b>11 196</b>	<b>51 502</b>

Loans to subsidiaries and receivables from subsidiaries are balances arising from financing the vessel-owning entities owned by the Parent Company. During 2020 the vessels owned by subsidiaries were sold and all receivables from subsidiaries were received in full.

## 4. Financial assets and liabilities

All of the Company's financial assets and financial liabilities are measured at amortized cost.

The fair values of the Company's financial assets and liabilities are summarized in the table below.

	2020		2019	
(In thousands of USD)	Fair value hierarchy	Carrying value	Fair value	Carrying value
<b>Fair value of financial assets</b>				
Loans to subsidiaries:	Level 2	-	-	37 500
Receivables from subsidiaries:		-	-	13 445
Cash and cash equivalents:		11 196	11 196	557
<b>Total</b>		<b>11 196</b>	<b>11 196</b>	<b>51 502</b>
<b>Fair value of financial liabilities</b>				
Interest-bearing debt:	Level 2	-	-	36 566
Other current liabilities:		34	34	61
Trade payables:		34	34	37 319
<b>Total</b>		<b>34</b>	<b>34</b>	<b>38 918</b>

The fair values of receivables from subsidiaries, cash and cash equivalents, other current liabilities and trade payables approximate their carrying values largely due to their short-term maturities.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** quoted and unadjusted prices in active markets for identical assets or liabilities.

**Level 2:** other techniques for which inputs which have a significant impact on the fair value are observable, either directly or indirectly.

**Level 3:** techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

## 5. Investment in subsidiaries

The table below shows the movement in the carrying value of the Parent Company's investments in subsidiaries during the Period.

	2020	2019
(In thousands of USD)		
<b>Carrying value</b>		
Investments at start and end of period	45 160	45 160

The table below shows all subsidiaries the Parent Company owns directly and indirectly.

The Parent Company has no other interests in entities other than the subsidiaries outlined below.

	2020		2019	
(In thousands of USD)	Country of incorporation	Equity interest	Equity investments at cost	
<b>Name of subsidiary</b>				
ADS Crude Holding AS	Norway	100%	45 160	45 160
ADS Crude I AS	Norway	100%	-	-
ADS Crude II AS	Norway	100%	-	-
ADS Crude III AS	Norway	100%	-	-
<b>Total</b>			<b>45 160</b>	<b>45 160</b>

## 5.1. Loans to subsidiaries

(In thousands of USD)	2020	2019
ADS Crude I AS	-	12 500
ADS Crude II AS	-	12 500
ADS Crude III AS	-	12 500
<b>Total loans to subsidiaries</b>	-	<b>37 500</b>

The loans to subsidiaries were repaid in full during 2020.

## 5.2. Receivables from subsidiaries

(In thousands of USD)	2020	2019
ADS Crude Holding AS	-	3 097
ADS Crude I AS	-	2 770
ADS Crude II AS	-	1 722
ADS Crude III AS	-	5 857
<b>Total receivables from subsidiaries</b>	-	<b>13 445</b>

Receivables from subsidiaries were repaid in full during 2020.

## 6. Interest-bearing debt

(In thousands of USD)	31.12.20	31.12.19
<b>Fleet loan</b>		
Nominal USD 37.5 million	-	36 566
<b>Total interest-bearing debt</b>	-	<b>36 566</b>

During the second half of 2020 the Company's vessel owning subsidiaries sold their three vessels and on the sales dates the Company repaid in full the respective loan tranches of USD 9.9 million per vessel. In accordance with the loan agreements, loan prepayment fees equal to 2% of the prepaid amount was paid to the lender during 2020.

## 7. Payments to auditor

The statutory audit fee for the 2020 audit of ADS Maritime Holding Plc to RSM Cyprus Ltd is agreed at EUR 12,000 plus VAT (2019: EUR 12,000 plus VAT).

## 8. Events after the reporting period

### 8.1. Capital payment by way of share premium return

On 10 December 2020 shareholders passed a special resolution to make a USD 51 million capital repayment by way of a reduction of the share premium account, subject to regulatory approval in Cyprus. On 16 February 2021 the District Court of Limassol, Cyprus approved the USD 51 million reduction of the share premium account. The last day of trading including the right to the share premium repayment was 19 February, the ex-date 22 February and the payment was made in NOK to all shareholders of ADS Maritime Holding Plc on 1 March 2021.

### 8.2. Change in the board of directors

On 16 March 2021 Trym Sjølle left his position as member of the board of directors.

Limassol, 23 March 2021

### The Board of Directors

<b>Bjørn Tore Larsen</b> Chairman	<b>Sofi Mylona</b> Deputy Chairman	<b>Lia Papaioannou</b>



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### Independent Auditor's Report

#### To the Members of ADS Maritime Holding Plc

##### Report on the Audit of the Consolidated Financial Statements

###### Opinion

We have audited the consolidated financial statements of parent company ADS Maritime Holding Plc (the "Company") and its subsidiaries (the "Group"), which are presented in pages 15 to 37 and comprise the consolidated statement of financial position as at 31 December 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

We have also audited the Company's unconsolidated financial statements which are presented in pages 39 to 47 and comprise the unconsolidated statement of financial position as at 31 December 2020, and the unconsolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the unconsolidated financial statements, including a summary of significant accounting policies.

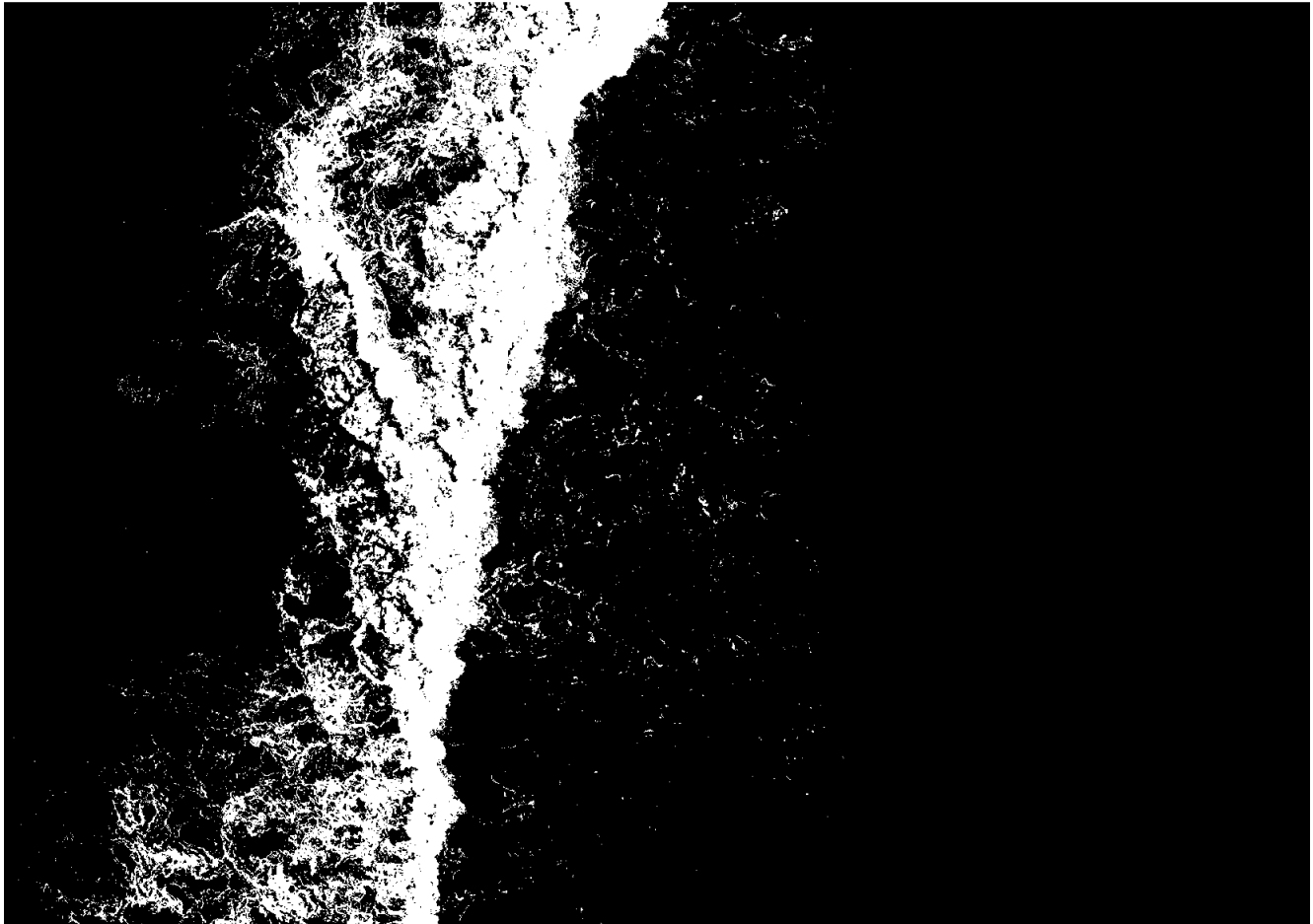
In our opinion, the accompanying consolidated and unconsolidated financial statements give a true and fair view of the consolidated and unconsolidated financial position of parent company ADS Maritime Holding Plc as at 31 December 2020, and of its consolidated and unconsolidated financial performance and its consolidated and unconsolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

###### 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 Consolidated and Unconsolidated Financial Statements" section of our report. We are independent of the Group in accordance with the "International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants" (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated and unconsolidated financial statements in Cyprus, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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RSM Cyprus Limited is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.





## Independent Auditor's Report (continued)

### To the Members of ADS Maritime Holding Plc

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During 2020 the Group sold all three vessels and no key audit matters were identified.

#### Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Directors' Report, but does not include the consolidated and unconsolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated and unconsolidated 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 consolidated and unconsolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and unconsolidated 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.

#### Responsibilities of the Board of Directors for the Consolidated and Unconsolidated Financial Statements

The Board of Directors is responsible for the preparation of consolidated and unconsolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated and unconsolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is responsible for overseeing the Group's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Consolidated and Unconsolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and unconsolidated 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 consolidated and unconsolidated financial statements.

## Independent Auditor's Report (continued)

### To the Members of ADS Maritime Holding Plc

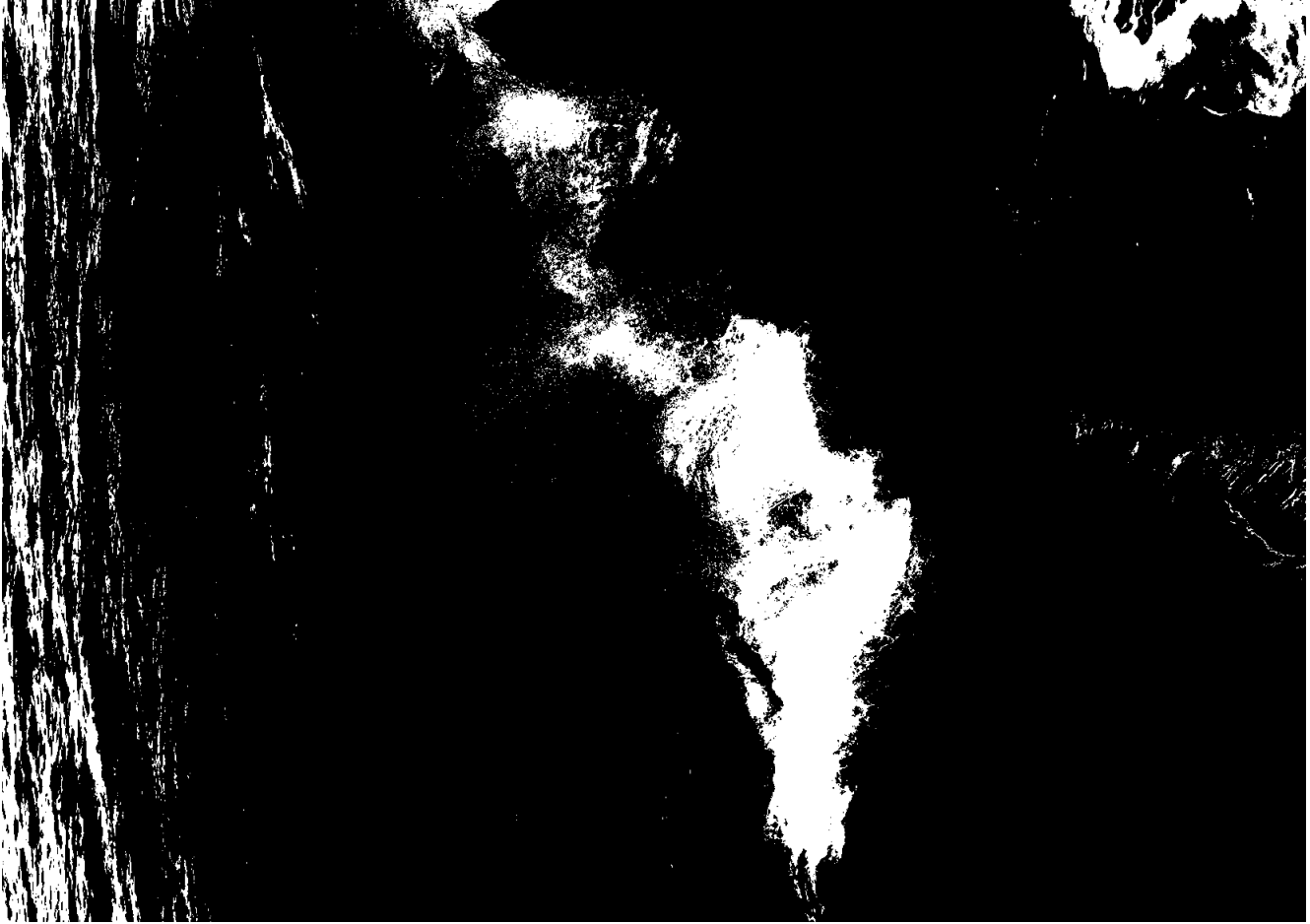
As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and unconsolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and unconsolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and unconsolidated financial statements, including the disclosures, and whether the consolidated and unconsolidated financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and unconsolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated and unconsolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



## Independent Auditor's Report (continued)

### To the Members of ADS Maritime Holding Plc

#### Report on Other Legal Requirements

Pursuant to the additional requirements of the Auditors Law of 2017, we report the following:

- In our opinion, the Board of Directors' Report has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap 113, and the information given is consistent with the consolidated and unconsolidated financial statements.
- In our opinion, and in the light of the knowledge and understanding of the Group and its environment obtained in the course of the audit, we have not identified material misstatements in the Board of Directors' Report.

#### Other Matter

This report, including the opinion, has been prepared for and only for the Group's members as a body in accordance with Section 69 of the Auditors Law of 2017, and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

George Themistocleous  
Certified Public Accountant and Registered Auditor  
for and on behalf of  
**RSM Cyprus Limited**  
Certified Public Accountants and Registered Auditors  
Limassol, 23 March 2021



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RSM Norge AS

To the General Meeting of ADS Crude II AS

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## Independent Auditor's Report

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of ADS Crude II AS, which comprise the balance sheet as at 31 December 2020, the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows 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 simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

#### 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.

#### Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (management) is responsible for the preparation and a true and fair view of the financial statements in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, 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

#### THE POWER OF BEING UNDERSTOOD

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RSM Norge AS is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

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Independent Auditor's Report 2020 for ADS Crude II AS



concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

*Auditor's Responsibilities for the Audit of the Financial Statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 and the going concern assumption 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.

Arendal, 4 June 2021  
RSM Norge AS

Johan Bringsverd  
State Authorised Public Accountant  
(This document is signed electronically)

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## Johan Thulin Bringsverd

Partner

På vegne av: RSM Norge AS

Serienummer: 9578-5999-4-2278027

IP: 89.8.xxx.xxx

2021-06-10 06:57:31Z



## Johan Thulin Bringsverd

Statsautorisert revisor

På vegne av: RSM Norge AS

Serienummer: 9578-5999-4-2278027

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**ADS CRUDE II AS**

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## Board of Directors' Report

### 1. Operations and market

ADS Crude II AS (the "Company") is a company with limited liability incorporated on 8 June 2018 in Norway. The registration number of the Company is 921045387 and the registered address is Sandvigveien 19, 4816 Kolbjørnsvik, Norway. The Company previously owned one VLCC tank vessel, *ADS Stratus* (the "Vessel") which was delivered on 9 August 2018, subsequently operating in the global spot and time charter market, before being sold on 23 September 2020. The Company is a wholly owned subsidiary within the ADS Maritime Holding Plc group of companies listed on the Oslo Stock Exchange – Euronext Growth. The consolidated financial statements of the ultimate parent company, ADS Maritime Holding Plc are available at [www.adsmh.com](http://www.adsmh.com).

The Company is managed by Arendals Dampskibsselskab AS.

### 2. Financial review

#### 2.1. Income statement

The Company recorded revenue of USD 19.9 million (2019: USD 16.2 million), including USD 0.9 million gain on disposal of vessel (2019: nil) and net revenue of USD million (2019: USD 7.3 million). The Company recorded an average TCE per day of USD 56,458 (2019: USD 24,469).

Vessel operating expenses were USD 3.2 million in the year (2019: USD 3.1 million). Depreciation of the vessel increased to USD 4.0 million (2019: USD 2.2 million) as a result of an increased depreciation base following the investment in scrubbers and capitalized docking costs at the end of 2019, as well as a reduction in the residual value estimate of the vessel that increased the underlying vessel depreciation charge from 1 October 2019. Operating profit was USD 6.9 million in the year (2019: USD 1.9 million).

Net finance costs totaled USD 0.7 million (2019: USD 0.8 million), consisting mainly of interest cost arising on the Company's non-current loan.

The Company recorded a net profit of USD 6.1 million (2019: USD 1.1 million).

#### 2.2. Balance sheet

The Company had gross assets of USD 14.0 million at 31 December 2020 (2019: USD 33.5 million), mainly consisting of cash of USD 13.7 million (2019: USD 0.2 million). The decrease in gross assets compared to prior year was driven by the Vessel sale in 2020 reducing the carrying value of vessels to nil (2019: USD 27.6 million). The book value of equity at the yearend was USD 13.7 million (2019: USD 11.6 million). Non-current liabilities decreased to nil from USD 12.5 million at the end of the prior year following repayment in full of loans from group companies. The Company had current liabilities amounting to USD 0.3 million at yearend (2019: USD 9.5 million).

#### 2.3. Cash flow

Net cash flow from operations before working capital movements was USD 9.9 million (2019: USD 3.2 million), and after working capital movements was an inflow of USD 9.0 million for the year (2019: USD 0.7 million).

Cash invested in Vessels was USD 2.9 million (2019: USD 4.4 million), and consisted of payments made in 2020 related to the vessel intermediate surveys and scrubber investments performed in 2019. Cash receipts from sale of vessel was USD 24.6 million (2019: nil).

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Cash flow from financing activities was an outflow of USD 17.3 million (2019: inflow USD 1.3 million), consisting mainly of repayment of inter-company loans of USD 12.5 million and dividends paid of USD 4.0 million (2019: USD 1.5 million).

Cash and cash equivalents held at 31 December 2020 totaled USD 13.7 million (2019: USD 0.2 million).

## 2.4. Dividends and allocation of net profit

The Company recorded a net profit of USD 6.1 million for 2020 (2019: USD 1.0 million) and the Board of Directors propose to transfer the net profit to retained earnings. The Board of Directors do not propose any additional dividend is paid.

## 2.5. Going concern

These financial statements have been prepared based on the assumption of going concern.

During the latter part of 2020 the Company completed the sale of its vessel ADS Stratus. The net proceeds of the vessel sale were used in February 2021 as a loan of USD 13 million, to the ultimate parent company, ADS Maritime Holding Plc, after which the Company has a cash balance of approximately USD 0.7 million. The loan is not expected to be repaid in cash by the Borrower but by an equivalent reduction of the Company's share premium account to be done during 2021. The Company will be reliant on new financing should it acquire vessels in the future.

## 2.6. Events after the reporting period

On 17 February 2021 the Company entered a current loan agreement with the ultimate parent company, lending USD 13 million to ADS Maritime Holding Plc (the "Borrower"). The loan is not expected to be repaid in cash by the Borrower but by an equivalent reduction of the Company's share premium account to be done during 2021.

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### 3. Financial risks

The Company was previously exposed to interest rate risk due to its vessel loan but following sale of the vessel during 2020 the Company has repaid in full the corresponding loan and at 31 December 2020 had no interest-bearing debt.

#### 3.1. Foreign exchange risk

The Company operates in the global tanker industry, for which the majority of transactions are denominated in US dollars, the Company's functional and presentational currency. All of the Company's revenue recognized in 2020 was denominated in USD dollars. The majority of the Company's operating costs are denominated in US dollars.

As at 31 December 2020 the Company has no significant financial assets and liabilities denominated in foreign currency. The Company's maximum exposure to foreign exchange risk is considered insignificant.

#### 3.2. Credit risk

Credit risk is the risk that a counterparty defaults on its contractual obligations, resulting in a financial loss to the Company. The Company is exposed to credit risk primarily from receivables from customers and cash held at banks.

The Company manages its credit risk related to customers by aiming to provide services only to reputable customers. Part of the Company's customer credit risk management is provided by the Company's commercial vessel manager, Frontline Ltd. The Company had no customer receivables outstanding at 31 December 2020.

The Company aims to manage its counterparty risk relating to cash held at bank by only holding deposits at recognizable international banks. As at 31 December 2020 all of the Company's cash and cash equivalents was held with Nordea Bank.

#### 3.3. Liquidity risk

Liquidity risk is the risk that the Company cannot meet its financial obligations as they fall due. The Company manages its risk of a shortage of funds by continuously monitoring maturity of its financial assets and liabilities and using a cash flow forecasting tool that makes projections about future cash flows from operating activities and required for investing activities.

All of the Company's financial assets and financial liabilities as of 31 December 2020 are short-term in nature and fall due within 12 months.

### 4. People and the organization

The Company does not have nor has ever had any employees. The administrative and corporate management of the Company is provided by Arendals Dampskibsselskab AS. The Company currently has one member of the Board of Directors.

### 5. Outlook

The Company continues to assess new investment opportunities in shipping. We intend to remain disciplined with the price we pay for vessels, with a focus on quality ships brought at low prices (ie. at a significant discount to newbuild parity), and will be patient in our approach.

Arendal, 4 June 2021



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The Board of Directors

Terje Bodin Larsen, Chairman

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## Statement of comprehensive income

<i>(In thousands of USD)</i>	<i>Note</i>	<b>2020</b>	<b>2019</b>
<b>Revenue</b>			
Charter revenues		19 017	16 199
Gain on disposal of vessels		931	-
<b>Total revenue</b>		<b>19 949</b>	<b>16 199</b>
<b>Operating expenses</b>			
Voyage expenses	4	(5 721)	(8 932)
Vessel operating expenses	5	(3 165)	(3 082)
General & administrative costs	6, 8	(220)	(151)
Depreciation	9	(3 974)	(2 142)
<b>Total operating expenses</b>		<b>(13 080)</b>	<b>(14 306)</b>
<b>Operating profit</b>		<b>6 869</b>	<b>1 893</b>
Finance cost	7	(750)	(845)
Finance income	7	9	23
<b>Profit before tax</b>		<b>6 128</b>	<b>1 071</b>
Income tax		-	-
<b>Profit after tax and total comprehensive income</b>		<b>6 128</b>	<b>1 071</b>

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## Statement of financial position

<i>(In thousands of USD)</i>	<i>Note</i>	<b>31-Dec-20</b>	<b>31-Dec-19</b>
<b>Assets</b>			
<b>Non-current assets</b>			
Vessel	9	-	27 562
<b>Total non-current assets</b>		-	<b>27 562</b>
<b>Current assets</b>			
Receivables from customers		-	4 141
Receivables from group companies	13	62	110
Other current assets	10	264	1 552
Cash and cash equivalents		13 690	154
<b>Total current assets</b>		<b>14 016</b>	<b>5 956</b>
<b>Total assets</b>		<b>14 016</b>	<b>33 519</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Issued share capital	13	11	11
Share premium		13 585	13 585
Retained earnings		88	(2 040)
<b>Total equity</b>		<b>13 683</b>	<b>11 555</b>
<b>Non-current liabilities</b>			
Loans from group companies	11	-	12 500
<b>Total non-current liabilities</b>		-	<b>12 500</b>
<b>Current liabilities</b>			
Payables to group companies	13	-	3 722
Other current liabilities		326	4 118
Trade payables		6	1 624
<b>Total current liabilities</b>		<b>333</b>	<b>9 464</b>
<b>Total equity and liabilities</b>		<b>14 016</b>	<b>33 519</b>

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## Statement of cash flows

<i>(In thousands of USD)</i>	2020	2019
<b>Cash flows from operating activities</b>		
Profit for the period	6 128	1 071
<b>Adjustment for items not affecting operating cash flows:</b>		
Interest cost	750	-
Depreciation	3 974	2 142
Gain on disposal of vessel	(931)	-
<b>Net operating cash flow before working capital movements</b>	<b>9 921</b>	<b>3 213</b>
Working capital movements	(909)	(2 497)
<b>Total operating cash flow</b>	<b>9 011</b>	<b>716</b>
<b>Cash flows from investing activities</b>		
Proceeds from disposal of vessels	24 676	-
Payments for vessel	(2 901)	(4 442)
<b>Total cash flows used in investing activities</b>	<b>21 775</b>	<b>(4 442)</b>
<b>Cash flows from financing activities</b>		
Receipt from loan from group company	-	12 500
Repayment of loan from group company	(12 500)	(9 725)
Interest paid	(750)	-
Dividends	(4 000)	(1 500)
<b>Total cash flows from financing activities</b>	<b>(17 250)</b>	<b>1 275</b>
<b>Net increase in cash and cash equivalents</b>	<b>13 694</b>	<b>(2 451)</b>
Cash and cash equivalents at the beginning of the period	154	2 605
<b>Cash and cash equivalents at the end of the period</b>	<b>13 690</b>	<b>154</b>

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## Statement of changes in equity

<i>(In thousands of USD apart from number of shares)</i>	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
Balance at 1 January 2019	870	11	13 585	389	13 984
Total comprehensive income for the period	-	-	-	1 071	1 071
Dividends paid	-	-	-	(3 500)	(3 500)
<b>Balance at 31 December 2019</b>	<b>870</b>	<b>11</b>	<b>13 585</b>	<b>(2 040)</b>	<b>11 555</b>

<i>(In thousands of USD apart from number of shares)</i>	Number of shares	Issued share capital	Share premium	Retained earnings	Total equity
Balance at 1 January 2020	870	11	13 585	(2 040)	11 555
Total comprehensive income for the period	-	-	-	6 128	6 128
Dividends paid	-	-	-	(4 000)	(4 000)
<b>Balance at 31 December 2020</b>	<b>870</b>	<b>11</b>	<b>13 585</b>	<b>88</b>	<b>13 684</b>

The nominal value of the Company's authorized share capital, including issued and non-issued shares, at 31 December 2020 is NOK 87,000, consisting of 870 shares with par value NOK 100 per share.

ADS Crude Holding AS, a 100% subsidiary of ADS Maritime Holding Plc, owns 100% of the share capital of the Company at 31 December 2020. ADS Maritime Holding Plc is the ultimate parent company in the ADS Maritime Holding group.

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## Notes to the financial statements

### 1. General information

These financial statements of ADS Crude II AS (the "Company") for the period ended 31 December 2020 were authorized for issue in accordance with a resolution of the Board of Directors passed on 4 June 2021.

ADS Crude II AS (the "Company") is a company with limited liability incorporated on 8 June 2018 in Norway. The registration number of the Company is 921045387 and the registered address is Sandvigveien 19, 4816 Kolbjørnsvik, Norway. The Company previously owned one VLCC tank vessel, *ADS Stratus* (the "Vessel") which was delivered on 9 August 2018, subsequently operating in the global spot and time charter market, before being sold on 23 September 2020. The Company is a wholly owned subsidiary within the ADS Maritime Holding Plc group of companies listed on the Oslo Stock Exchange – Euronext Growth. The consolidated financial statements of the ultimate parent company, ADS Maritime Holding Plc are available at [www.adsmh.com](http://www.adsmh.com).

The Company is managed by Arendals Dampskibsselskab AS.

### 2. Significant accounting policies

#### 2.1. Basis of preparation

These financial statements are prepared in accordance with the Norwegian Accounting Act §3-9 and regulations on simplified IFRS (International Financial Reporting Standards) as set by The Norwegian Department of Finance on 21 January 2008. This means that recognition and measurement are in accordance with IFRS and the presentation and accompanying notes are in accordance with the Norwegian Accounting Act and Norwegian generally accepted accounting practice. No simplifications given by the Norwegian regulations have been utilized when preparing the financial statements.

#### 2.2. Going concern

These financial statements have been prepared based on the assumption of going concern.

During the latter part of 2020 the Company completed the sale of its vessel *ADS Stratus*. The net proceeds of the vessel sale were used in February 2021 as a loan of USD 13 million, to the ultimate parent company, ADS Maritime Holding Plc, after which the Company has a cash balance of approximately USD 0.7 million. The loan is not expected to be repaid in cash by the Borrower but by an equivalent reduction of the Company's share premium account to be done during 2021. The Company will be reliant on new financing should it acquire vessels in the future.

#### 2.3. Revenue recognition

Revenue is recognized when a contractual performance obligation is satisfied by transferring a promised good or service to a customer.

##### *Spot charters*

Revenue from spot charters is recognized over the estimated length of each voyage, calculated on a load-to-discharge basis. The load-to-discharge period is deemed to be the period during which the customer obtains economic benefit.

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Certain costs that are incurred to obtain and fulfil a spot charter contract may qualify for deferral. The Company incurs voyage expenses between the previous discharge port, or customer contract date if later, and the next load port. Such voyage expenses are capitalized if the costs directly relate to the contract, generate or enhance resources of the entity that will be used in satisfying performance obligations, and the costs are expected to be recovered. Any costs capitalized during the previous discharge port and next load port are amortized on a straight-line basis during the subsequent load-to-discharge period.

#### ***Time charter***

Revenue from time charters is recognized on a straight-line basis over the rental period of the charter.

## **2.4. Property, plant and equipment**

### ***Vessels***

Vessels are stated at historical cost, less accumulated depreciation and impairments. The cost includes any costs that were directly attributable to the purchase of a vessel. The directly attributable costs of subsequent expenditures, including major renovations, upgrades and inspections are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred.

The Company calculates vessel depreciation based on an estimated useful lifetime of 20 years from original delivery and the estimated residual value at the end of that period. The residual value is the estimated recycling value at age 20 years. A vessel's residual value is its estimated scrap value expected at the date of scrapping, calculated as the product of the lightweight tonnage of the vessel and the estimated scrap price per tonne. Residual values are reviewed at least annually. The revision of residual value is considered a change in an accounting estimate and, therefore, the effect of the change is recognized prospectively.

For depreciation purposes the Company has based the vessel residual values on a unit recycling price of USD 325/ldt for 2020 (prior to 1 October 2019 the Company used USD 425/ldt).

Capitalized docking and survey costs are depreciated fully on a straight-line basis from the completion of a docking to the estimated date of the next one. Costs related to ordinary maintenance performed during drydocking are charged to the income statement as part of vessel operating expenses in the period in which they were incurred.

Capitalized scrubber investment costs are depreciated fully on a straight-line basis from the first day of the month following completion of the projects until the end of the useful lifetime of the vessel on which a scrubber is installed.

## **2.5. Foreign currency translation**

The functional and presentational currency of the Company is US dollar. The functional and presentational currency of the Parent Company and all subsidiaries is US dollar.

Income and expenses denominated in foreign currencies are translated into US dollar at the exchange rates prevailing at the dates of the transactions. Exchange gains and losses resulting from settlement of such transactions as well as from the translation at period end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement as finance income and finance costs.

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## 2.6. Cash and cash equivalents

Cash and cash equivalents consist of cash deposits held at call with banks. Cash and cash equivalents that are restricted for the Company's use are disclosed separately in the statement of financial position.

## 2.7. Share capital

Shares are classified as equity. Incremental costs directly attributable to the issue of new shares are recorded in equity as a reduction from the gross share issue proceeds.

## 2.8. Financial liabilities

Financial liabilities are measured at fair value on recognition, net of directly attributable transaction costs. Subsequent to initial recognition, the Company's financial liabilities are measured at amortized cost using the effective interest rate method. The Company's main financial liabilities consist of non-current loans, trade and other payables and accruals. The Company has no financial derivatives. The Company derecognizes a financial liability only when the Company's obligations are discharged, cancelled or expire.

### *Loan fees*

Expenses that are directly attributable to the inception of a loan are capitalized and amortized over the term of the relevant loan using the effective interest rate method. Amortization of loan costs are included as finance costs in the income statement. The capitalized but unamortized amount of such loan costs are recorded net of the loan liability in the statement of financial position.

## 2.9. Financial assets

Financial assets are measured at fair value on recognition. Subsequent to initial recognition, the Company's financial assets are measured at amortized cost using the effective interest rate method. Normally, the interest element for the Company's financial assets is disregarded since the receivables are short-term. The Company's main financial assets consist of receivables from customers and other receivables.

The Company derecognizes a financial asset when the contractual rights to cash flows from the asset expire.

### *Impairment of financial assets*

For receivables from customers the Company applies the simplified approach permitted by IFRS 9 *Financial instruments*, which uses lifetime expected losses to be recognized from initial recognition of the financial assets. For all other financial assets that are subject to impairment under IFRS 9, the Company applies the general approach three stage model, based on changes in credit quality since initial recognition.

## 2.10. Impairment of non-financial assets

At each reporting date, the Company assess whether there is indication that an asset is impaired. If an indication exists, the Company estimates the asset's recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. Where the recoverable amount exceeds an asset's carrying value, there is no impairment. In the event the recoverable amount is lower than the carrying value, an impairment charge is recognized and the asset's carrying value is written down to its recoverable amount.

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The carrying amounts of vessels are reviewed for potential impairments whenever there is an indication that the carrying amount may not be fully recoverable. Such indicators may include depressed spot market rates, depressed second hand tanker values and sudden and significant reductions in vessel recycle values. The Company assesses the recoverability of the carrying value of each vessel on an individual basis by estimating the fair value less costs to sell of the vessel. The fair value is based on recent independent market transactions for similar vessels between a willing buyer and willing seller. If the fair value less costs to sell of the vessel support her carrying value, then there is no impairment. If the fair value less costs to sell is less than a vessel's carrying value, then a value in use test is performed by calculating the net present value of future cash flows the Company expects to generate from continuing use of the vessel up to and including scrapping. The value in use calculation requires the Company to make assumptions about future vessel performance, including about charter rates, utilization and productivity, vessel operating expenses, drydocking requirements, scrap values and discount rate.

## 2.11. Holdings on board

The Company has bunker and lube oil onboard the vessels which are consumed in line with vessel operations. Any holdings onboard at the reporting date are measured at the lower of cost and net realizable value using the first in, first out (FIFO) method.

## 2.12. Statement of cash flows

The Company's statement of cash flows is prepared using the indirect method. Cash flows are divided into cash flows attributable to either operating activities, investing activities or financing activities. In the cash flow statement, net profit for the period is adjusted for non-cash items recorded in the income statement, such as depreciation, as well as for non-cash movements in working capital. Any cash flows that have been recorded initially in the income statement as part of net profit but which are investing or financing in nature are removed from operating cash flows and presented as part of investing or financing cash flows. All amounts presented in the investing activities and financing activities sections are pure cash flows only.

## 2.13. Income tax

The Company is taxed under the Norwegian Tonnage Tax regime for shipping companies. In general, the scheme entails no tax on profits, apart from on net finance income. Instead, the Company pays a tonnage tax based on the net tonnage of its vessel. Net finance income is taxed at the Norwegian corporation tax rate of 22% in 2020 (2019: 22%). The Company classifies tonnage tax cost as general and administrative costs.

## 2.14. Changes in accounting policies

The Company applied certain accounting standards and amendments for the first time, effective for the financial period beginning 1 January 2019, including IFRS 16 *Leases* which replaced IAS 17 *Leases*. IFRS 16 eliminated the classification of leases as either operating or financial leases as was previously required by IAS 17 and, instead, introduced a single lessee accounting model. The Company did not have any lease arrangements that were significantly impacted by the adoption of IFRS 16. None of the new or amended accounting standards adopted from 1 January 2019 had any significant impact on the Company's financial statements.

Certain new standards, amendments and interpretations of existing standards have been published that are mandatory for the Company's accounting periods beginning 1 January 2020 or later. None of the new standards, amendments and interpretations relevant for the Company are expected to have a significant impact on the Company's financial statements.

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## 2.15. Critical accounting estimates and judgments

The preparation of the Company's consolidated financial statements requires management and the board to make estimates, judgments and assumptions that affect the reported amount of revenue, expenses, assets and liabilities, as well as the accompanying disclosures. Uncertainty about these estimates, judgments and assumptions could result in outcomes that require a material adjustment to the carrying amounts of assets or liabilities in future periods. A summary of the most significant judgments, estimates and assumptions are described below.

### ***Vessel depreciation***

Vessel depreciation is based on the estimated useful lifetime of 20 years from original delivery and the estimated residual value at the end of that period. The Company uses estimated recycle value as the residual value, which requires the Company to estimate the market value at the date of recycling. For depreciation purposes the Company has based the vessel residual values on a unit recycling price of USD 325/ldt from 1 October 2019, prior to which the Company used USD 425/ldt.

The actual useful lifetime of a vessel as well as the residual value may end up being different from the assumptions used in the Company's depreciation calculation. Estimated useful lifetimes may change due to technological developments, environmental, legal and market requirements, costs related to maintenance and intermediate/special surveys, as well as charterer requirements. Residual value may vary due to changes in market recycling prices, which may be impacted by developments in vessel recycling facilities and regulations.

As at 31 December 2020 the Company owned no vessels, following the sale of its vessel tankers during 2020. The depreciation charges recognized in 2019 and in 2020 up to the date of vessel disposal was impacted by the residual value.

### ***Impairment of vessels***

Whether there exists an impairment indicator may require the Company to make judgments. In preparing the consolidated financial statements for 2019 the Company performed an impairment test on the carrying value of its vessel using the fair value less cost of disposal method. The results of the test indicated there was no impairment. At 31 December 2020 the carrying value of the Company's vessel, including capitalized docking and survey costs but excluding capitalized scrubber costs, was nil (31 December 2019: USD 27.6 million).

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### 3. Financial risk management

The Company's primary financial risks relate to market risk, credit risk and liquidity risk. Market risk is the risk that the fair value of future cash flows of a financial asset or liability will fluctuate because of changes in market prices, such as foreign exchange and interest rates. The Company's financial risk exposure is monitored by Management and its Board of Directors oversee the management of these risks.

Subsequent to repayment in full of the Company's non-current loan used to finance the previously owned vessel that was sold in 2020, the Company's financial liabilities consist of payables to group companies, trade payables and other payables. The Company's principal financial assets are other assets and cash deposits at banks.

The table below shows the Company's financial assets and liabilities.

<i>(In thousands of USD)</i>	<b>31-Dec-20</b>	<b>31-Dec-19</b>
<b>Financial assets</b>		
Receivables from customers	-	4 141
Receivables from group companies	62	110
Other current assets	264	1 552
Cash and cash equivalents	13 690	154
<b>Total financial assets</b>	<b>14 016</b>	<b>5 956</b>
<b>Financial liabilities</b>		
Loans from group companies	-	12 500
Payable to group companies	-	3 722
Other current liabilities	326	4 188
Trade payables	6	1 624
<b>Total financial liabilities</b>	<b>333</b>	<b>21 964</b>
<b>Net current financial assets/(liabilities)</b>	<b>13 683</b>	<b>(3 507)</b>
<b>Net current and non-current financial assets/(liabilities)</b>	<b>13 683</b>	<b>(16 007)</b>

#### 3.1. Interest rate risk

The Company was previously exposed to interest rate risk due to its vessel loan but following sale of the vessel during 2020 the Company has repaid in full the corresponding loan and at 31 December 2020 had no interest-bearing debt.

#### 3.2. Foreign exchange risk

The Company operates in the global tanker industry, for which the majority of transactions are denominated in US dollars, the Company's functional and presentational currency. All of the Company's revenue recognized in 2020 was denominated in USD dollars. The majority of the Company's operating costs are denominated in US dollars.

As at 31 December 2020 the Company has no significant financial assets and liabilities denominated in foreign currency. The Company's maximum exposure to foreign exchange risk is considered insignificant.

#### 3.3. Credit risk

Credit risk is the risk that a counterparty defaults on its contractual obligations, resulting in a financial loss to the Company. The Company is exposed to credit risk primarily from receivables from customers and cash held at banks.

The Company manages its credit risk related to customers by aiming to provide services only to reputable customers. Part of the Company's customer credit risk management is provided by the Company's commercial vessel manager, Frontline Ltd. The Company had no customer receivables outstanding at 31 December 2020.



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The Company aims to manage its counterparty risk relating to cash held at bank by only holding deposits at recognizable international banks. As at 31 December 2020 all of the Company's cash and cash equivalents was held with Nordea Bank.

### 3.4. Liquidity risk

Liquidity risk is the risk that the Company cannot meet its financial obligations as they fall due. The Company manages its risk of a shortage of funds by continuously monitoring maturity of its financial assets and liabilities and using a cash flow forecasting tool that makes projections about future cash flows from operating activities and required for investing activities.

All of the Company's financial assets and financial liabilities as of 31 December 2020 are short-term in nature and fall due within 12 months.

## 4. Voyage expenses

<i>(In thousands of USD)</i>	2020	2019
Bunkers	4 082	6 795
Commercial management fees and commissions	718	332
Other voyage expenses	921	1 884
<b>Net voyage expenses</b>	<b>5 721</b>	<b>8 932</b>

## 5. Vessel operating expenses

<i>(In thousands of USD)</i>	2020	2019
Manning	1 367	1 635
Other vessel operating expenses	1 801	1 447
<b>Total vessel operating expenses</b>	<b>3 165</b>	<b>3 082</b>

Manning costs include the cost of the crew onboard the Company's vessels and are all third-party costs. The Company does not employ any crew directly and all crew are supplied by the technical manager of the vessels.

## 6. General and administrative expenses

<i>(In thousands of USD)</i>	2020	2019
Administrative manager fees	151	78
Auditor fees	8	10
Tonnage tax	38	42
Other expenses	23	21
<b>Total general and administrative expenses</b>	<b>220</b>	<b>151</b>

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The administrative and corporate management of the Company is provided by Arendals Dampskibsselskab AS. The company has not had any direct personnel costs in 2019 or 2018 and there are no obligations or commitments related to personnel costs. The Company is not required to have any mandatory pension plan since it has no employees.

Of the amounts paid to the auditor in 2020, fees for statutory audit were USD 4k (2019: USD 7k) and for non-audit services were USD 1k (2019: USD 3k).

## 7. Net finance expense

<i>(In thousands of USD)</i>	2020	2019
<b>Finance income</b>		
Interest income	3	26
Currency exchange gain	6	-
<b>Total finance income</b>	<b>9</b>	<b>26</b>
<b>Finance expense</b>		
Interest expense to group companies	750	845
Currency exchange loss	-	3
<b>Total finance expense</b>	<b>750</b>	<b>848</b>
<b>Net finance expense</b>	<b>741</b>	<b>822</b>

## 8. Income tax

The tonnage tax charge accrued for 2020 is NOK 0.3 million (2019: NOK 0.3 million). The Company has not recognized a deferred tax asset for any net financial loss as at 31 December 2020.

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## 9. Vessel

	2020	2019
<i>(In thousands of USD)</i>		
<b>Costs</b>		
Balance at start of period	30 346	23 173
Additional capital expenditures	-	7 173
Disposal	(30 346)	-
<b>Balance at end of period</b>	<b>-</b>	<b>30 346</b>
<b>Depreciation</b>		
Balance at start of period	2 784	642
Depreciation for the period	3 974	2 142
Disposal	(6 758)	-
<b>Balance at end of period</b>	<b>-</b>	<b>2 784</b>
Net book value at start of period	<b>27 652</b>	<b>22 531</b>
<b>Net book value at end of period</b>	<b>-</b>	<b>27 652</b>
<b>Carrying value of pledged assets at period end</b>	<b>-</b>	<b>23 470</b>

On 9 September 2020 the Company agreed to sell its vessel for USD 25.5 million and on 23 September 2020 ADS Stratus was delivered to new owners. Depreciation was charged up to the delivery dates and the net carrying value of the vessel was derecognized from the balance sheet on delivery. A gain on disposal of USD 0.9 million was recognized in 2020.

## 10. Other current assets

	31-Dec-20	31-Dec-19
<i>(In thousands of USD)</i>		
Inventory (bunkers and lube oil)	-	1 276
Other assets	264	276
<b>Net book value at end of period</b>	<b>264</b>	<b>1 552</b>

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## 11. Loan from group company

<i>(In thousands of USD)</i>	31-Dec-20	31-Dec-19
<b>Interest-bearing debt</b>		
Loan from ADS Maritime Holding Plc	-	12 500
<b>Total interest-bearing debt</b>	<b>-</b>	<b>12 500</b>

On the sale of the vessel in September 2020 the Company repaid in full the outstanding loan balance. In accordance with the loan agreements, loan prepayment fees equal to 2% of the prepaid amount was paid to the lender during 2020.

## 12. Financial assets and liabilities

All of the Company's financial assets and financial liabilities are measured at amortized cost, apart from inventory and capitalized fulfillment costs included within other current assets. Inventory mainly consists of bunkers onboard and is measured at cost using the FIFO method, while customer contract fulfilment costs are measured in accordance with IFRS 15.

The fair values of the Company's financial assets and liabilities are summarized in the table below.

<i>(In thousands of USD)</i>	<i>Fair value hierarchy</i>	31-Dec-20		31-Dec-19	
		Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>					
Receivables from customers		-	-	4 141	4 141
Receivables from group companies		62	62	110	110
Other current assets		264	264	1 552	1 552
Cash and cash equivalents		13 690	13 690	154	154
<b>Total financial assets</b>		<b>14 016</b>	<b>14 016</b>	<b>5 956</b>	<b>5 956</b>
<b>Financial liabilities</b>					
Loan from group companies	Level 2	-	-	12 500	12 652
Payable to group companies		-	-	3 722	3 722
Other current liabilities		326	326	4 118	4 118
Trade payables		6	6	1 624	1 624
<b>Total financial liabilities</b>		<b>333</b>	<b>333</b>	<b>21 964</b>	<b>22 116</b>

The fair values of receivables from customers, other current assets, and cash and cash equivalents, payables to group companies, other current liabilities and trade payables approximate their carrying values largely due to their short-term maturities.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted and unadjusted prices in active markets for identical assets or liabilities.

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Level 2: other techniques for which inputs which have a significant impact on the fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

## 13. Related parties

ADS Crude Holding AS, a 100% subsidiary of ADS Maritime Holding Plc, owns 100% of the share capital of the Company at 31 December 2020. ADS Maritime Holding Plc is the ultimate parent company in the ADS Maritime Holding group.

### 13.1. Transactions with other group companies

The table below shows the balances due to other group companies.

<i>(In thousands of USD)</i>	As at	
	31-Dec-20	31-Dec-19
<b>Receivables from / (payables to) group companies</b>		
ADS Maritime Group Plc	-	(1 722)
ADS Crude Holding AS	-	(2 000)
ADS Crude I AS	62	110
ADS Crude III AS	-	-
<b>Net receivables from group companies</b>	<b>62</b>	<b>(3 612)</b>

The receivables and payables are current and non-interest bearing. There were no other transactions for goods or services provided in the Period.

### 13.2. Board of Directors and key management personnel

The Company had no employees during 2020 or 2019. No remuneration or benefits were paid to members of the Board of Directors during the Period.

Terje Bodin Larsen, Chairman and sole member of the Board of Directors, fulfils the role of CEO of the ADS Maritime Holding group through an administrative and corporate management service agreement contract the Company has with Arendals Dampskibsselskab.

### 13.3. Other related parties

#### **Arendals Dampskibsselskab AS**

Arendals Dampskibsselskab AS, a company controlled by Chairman of the Board, Bjørn Tore Larsen, is contracted to provide administrative and corporate management services to the Company. Fees are payable based on the number of vessels. From 1 September 2020 the daily fee per vessel was USD 800, prior to which it was USD 250 per day. Per vessel fees are due from the date a company within the group acquires a vessel and is payable for the period up to three months after disposal of a vessel. A sale and purchase commission of 1% of the acquisition or sales price is payable to Arendals Dampskibsselskab AS in the event of a sale or purchase of a vessel.

During 2020 fees totaling USD 151k (2019: USD 78k) were payable to Arendals Dampskibsselskab AS for administrative and corporate management services and USD 255k in relation to S&P commission (2019: nil). No amount was owed to Arendals Dampskibsselskab AS at the period end.



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## OSM Group

B.T. Larsen & Co. Ltd is a related party of the ADS Maritime Holding group as it is a company controlled by Chairman of the Board of Directors of ADS Maritime Holding Plc, Bjørn Tore Larsen. OSM Ship Management AS, a member of the OSM Group, provides technical vessel management for the Company's vessel as well as crewing services. During the year USD 185k was paid (2019: USD 186k) for vessel technical management and USD 37k for crewing services (2019: USD 36k).

## Frontline

Frontline Management (Bermuda) Ltd ("Frontline") is a related party of the ADS Maritime Holding group as it is in the same group of companies as SFL Incorporation Ltd, a company represented on the board of directors of ADS Maritime Holding Plc. Frontline is contracted to provide commercial management services to the Company for a fee of USD 250 per vessel calendar day, in addition to 1.25% of gross charter hire, in relation to the Company's three vessels.

During 2020 the total cost of the commercial management fees and commission to Frontline was USD 350k (2019: USD 332k).

## 14. Alternative performance measures

In order to measure financial performance and position, the Company makes use of the Alternative Performance Measures (APMs) described below. The APMs are non-IFRS measures which provide supplemental information to the IFRS financial measures.

### 14.1. Net revenue

Net revenue is calculated as revenue less voyage expenses. Voyage expenses include revenue-based commissions, apart from address commission which is recognized as a reduction in revenue. The Company uses net revenue as an indication of the profitability of voyages and charters. Net revenue is used as the numerator when calculating TCE per day.

	2020	2019
<i>(In thousands of USD)</i>		
<b>Net revenue</b>		
Revenue	19 949	16 199
Voyage expenses	(5 721)	(8 932)
<b>Total net revenue</b>	<b>14 227</b>	<b>7 267</b>

### 14.2. TCE per day

Time charter equivalent (TCE) per day is calculated by dividing net revenue by the number of vessel operating days in the period. TCE is a common shipping industry measure of performance on a per day basis. The Company uses TCE per day as it enables comparison of financial performance between periods regardless of changes in the mix of charter types.

	2020	2019
<i>(In thousands of USD)</i>		
<b>TCE</b>		
Net revenue	14 227	7 267
Vessel operating days	252	297
<b>TCE (in whole USD)</b>	<b>56 458</b>	<b>24 469</b>



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## 15. Events after the reporting period

### 15.1. Loan to parent company

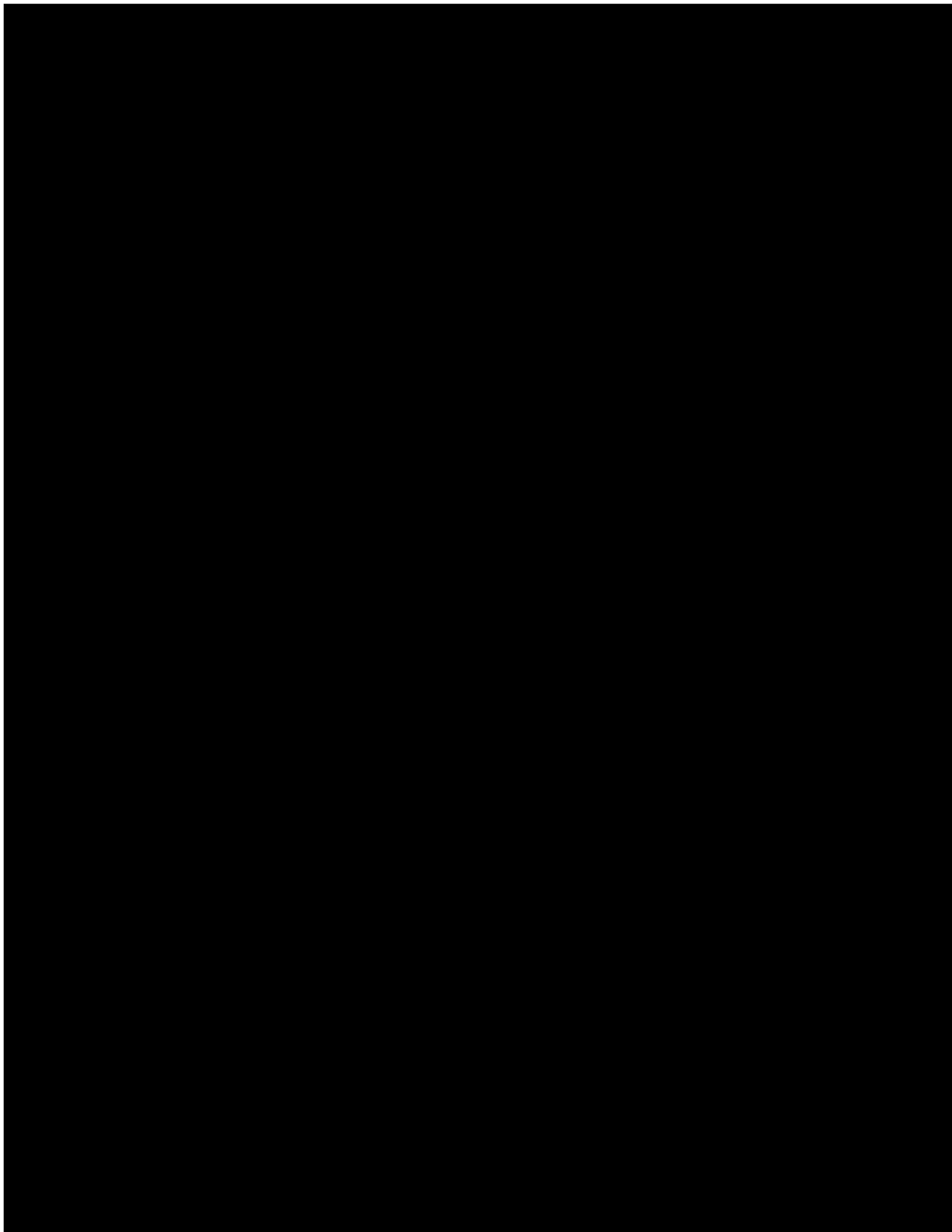
On 17 February 2021 the Company entered a current loan agreement with the ultimate parent company, lending USD 13 million to ADS Maritime Holding Plc (the "Borrower"). The loan is not expected to be repaid in cash by the Borrower but by an equivalent reduction of the Company's share premium account to be done during 2021.

Arendal, 4 June 2021

The Board of Directors

Terje Bodin Larsen, Chairman

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## Terje Bodin Larsen

Styreleder

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c/o Arendals Dampskibsselskab AS Postboks 198  
4802 ARENDAL

## Tillatelse til å utarbeide årsregnskap og årsberetning på norsk språk for ADS Crude II AS, org.nr. 921 045 387

Det vises til deres brev av 20. desember 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for ADS Crude II AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering ADS Crude II AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som vedtaket baserer seg på ikke endres vesentlig.

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

### Bakgrunn

ADS Crude II AS er datterselskap av ADS Crude Holding AS. ADS Crude Holding AS er igjen datterselskap av det børsnoterte selskapet ADS Crude Carriers Plc som er registrert på Kypros. ADS Crude II AS driver med befraktning av råolje som virksomhet. All virksomhet foregår utenfor Norge. Som følge av at selskapet driver innen internasjonal shipping, foregår all rapportering og kommunikasjon i hovedsak på engelsk. Arbeidsspråket er engelsk.

### Skattedirektoratets vurdering

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

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

*Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i*



*samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”*

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

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

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapet er indirekte eiet av et utenlandsk selskap. Virksomheten er utpreget internasjonal og arbeidsspråket er engelsk. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

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*Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.*