



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 822 195 482  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: GRIEG SHIPPING II AS  
Forretningsadresse: C Sundtsg 17-19  
5004 BERGEN

### Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

### Konsern

Morselskap i konsern: Nei

### Regnskapsregler

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

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Kari T. Tepstad  
Dato for fastsettelse av årsregnskapet: 20.03.2024

### Grunnlag for avgivelse

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

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

Brønnøysundregistrene, 13.05.2025



## Resultatregnskap

Beløp i: USD	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt	2	131 162 703	206 881 998
Annen driftsinntekt			921 825
<b>Sum inntekter</b>		<b>131 162 703</b>	<b>207 803 823</b>
<b>Kostnader</b>			
Driftskostnader skip		64 209 503	59 528 451
TC og BB hyre	4	15 509 673	16 759 445
Avskrivning på varige driftsmidler og immaterielle eiendeler	5	21 583 587	21 104 786
Annen driftskostnad	3	3 734 567	4 922 079
<b>Sum kostnader</b>		<b>105 037 330</b>	<b>102 314 761</b>
<b>Driftsresultat</b>		<b>26 125 373</b>	<b>105 489 062</b>
<b>Finansinntekter og finanskostnader</b>			
Renteinntekt fra foretak i samme konsern	2	798 864	1 187 216
Annen renteinntekt		555 117	752 376
Annen finansinntekt		538 716	276 131
Verdiøkning andre finansielle instrumenter vurdert til virkelig verdi	6	1 222 135	
<b>Sum finansinntekter</b>		<b>3 114 832</b>	<b>2 215 723</b>
Verdireduksjon andre finansielle instrumenter vurdert til virkelig verdi	6		1 049 175
Rentekostnad til foretak i samme konsern	2	8 971 144	8 861 652
Annen rentekostnad		-1 519 563	890 146
Annen finanskostnad		343 049	27 520
<b>Sum finanskostnader</b>		<b>7 794 630</b>	<b>10 828 493</b>
<b>Netto finans</b>		<b>-4 679 798</b>	<b>-8 612 770</b>
<b>Ordinært resultat før skattekostnad</b>		<b>21 445 575</b>	<b>96 876 292</b>
<b>Ordinært resultat etter skattekostnad</b>		<b>21 445 575</b>	<b>96 876 292</b>
<b>Årsresultat</b>		<b>21 445 575</b>	<b>96 876 292</b>



## Resultatregnskap

<b>Beløp i: USD</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
<b>Overføringer og disponeringer</b>			
Overføringer til/fra annen egenkapital		21 445 575	96 876 292
<b>Sum overføringer og disponeringer</b>		<b>21 445 575</b>	<b>96 876 292</b>



### Balanse

Beløp i: USD	Note	2023	2022
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
<b>Varige driftsmidler</b>			
Skip, rigger, fly og lignende	5	325 904 535	346 344 528
Nybygg	5	29 096 286	
<b>Sum varige driftsmidler</b>		<b>355 000 821</b>	<b>346 344 528</b>
<b>Finansielle anleggsmidler</b>			
Andre fordringer	9	2 288 461	2 557 692
<b>Sum finansielle anleggsmidler</b>		<b>2 288 461</b>	<b>2 557 692</b>
<b>Sum anleggsmidler</b>		<b>357 289 282</b>	<b>348 902 220</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
Varer		3 346 732	2 862 991
<b>Sum varer</b>		<b>3 346 732</b>	<b>2 862 991</b>
<b>Fordringer</b>			
Andre fordringer		4 193 289	4 548 513
Konsernfordringer	2	4 032 768	25 168 033
<b>Sum fordringer</b>		<b>8 226 057</b>	<b>29 716 546</b>
<b>Investeringer</b>			
Markedsbaserte aksjer			1 517 219
Andre finansielle instrumenter	6	13 542 945	11 114 729
<b>Sum investeringer</b>		<b>13 542 945</b>	<b>12 631 948</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende		2 367	9 038
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>2 367</b>	<b>9 038</b>
<b>Sum omløpsmidler</b>		<b>25 118 101</b>	<b>45 220 523</b>



## Balanse

Beløp i: USD	Note	2023	2022
<b>SUM EIENDELER</b>		<b>382 407 383</b>	<b>394 122 743</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
39 286 598 aksjer a NOK 1	10,11	7 057 811	7 057 811
Overkurs		47 447 985	47 447 985
<b>Sum innskutt egenkapital</b>		<b>54 505 796</b>	<b>54 505 796</b>
<b>Opptjent egenkapital</b>			
Annen egenkapital	10	224 096 476	202 650 901
<b>Sum opptjent egenkapital</b>		<b>224 096 476</b>	<b>202 650 901</b>
<b>Sum egenkapital</b>		<b>278 602 272</b>	<b>257 156 697</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
<b>Annen langsiktig gjeld</b>			
Langsiktig konserngjeld	2	97 883 555	128 577 103
<b>Sum annen langsiktig gjeld</b>		<b>97 883 555</b>	<b>128 577 103</b>
<b>Sum langsiktig gjeld</b>		<b>97 883 555</b>	<b>128 577 103</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld		2 716 201	1 540 113
Betalbar skatt	7	235 437	212 883
Kortsiktig konserngjeld	2	1 529 556	4 447 531
Annen kortsiktig gjeld		1 440 362	2 188 416
<b>Sum kortsiktig gjeld</b>		<b>5 921 556</b>	<b>8 388 943</b>
<b>Sum gjeld</b>		<b>103 805 111</b>	<b>136 966 046</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>382 407 383</b>	<b>394 122 743</b>



## Skattedirektoratet

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

GRIEG SHIPPING GROUP AS  
Postboks 781  
5807 BERGEN

### Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

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

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

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

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

#### Bakgrunn

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

#### Skattedirektoratets vurdering

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

Postadresse Postboks 9200 Grønland 0134 Oslo	Besøksadresse Se <a href="http://www.skatteetaten.no">www.skatteetaten.no</a> Org. nr: 996250318	Sentralbord 800 80 000 Telefaks 22 17 08 60
For elektronisk henvendelse se <a href="http://www.skatteetaten.no">www.skatteetaten.no</a>		



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

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

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

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

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

Vennligst oppgi vår referanse ved henvendelser i anledning saken.

Med hilsen

Rune Tystad  
seniorrådgiver  
Rettsavdelingen, foretaksskatt  
Skattedirektoratet

Torstein Kinden Helleland



## BOARD OF DIRECTORS' REPORT 2023 GRIEG SHIPPING II AS

### The Business

Grieg Shipping II AS (the "Company") is a ship owning company and is part of the consolidated group of shipping activities controlled by Grieg Shipholding AS ("Grieg Shipholding" or "the Group"). Per year end 2023, Grieg Shipping II AS controlled a fleet of 23 Open Hatch vessels. 16 vessels are owned by the Company, one is chartered in on long term time charter, and the remaining six on long term bareboat charter.

The Company has its office in Bergen and is organized under the Norwegian tonnage tax system and has no employees. The Board of Directors consists of seven members, three women and four men. The Company has in 2023 purchased a range of services from Grieg Maritime Group (the shareholder of Grieg Shipholding AS) within strategy, communications, administration, IT, accounting, finance, legal and business development. Another group company, Grieg Star AS, is responsible for the ship management for the majority of the Company's fleet. The services are regulated under management agreements.

The vessels are marketed and operated by the Grieg Shipholding and Gearbulk jointly controlled company, G2 Ocean, the world's largest Open Hatch shipping company. The G2 Ocean Open Hatch pool consists of more than 100 vessels operating in a worldwide trading pattern built around long-term cargo contracts with pulp and paper producers as well as transport of steel and project cargoes. The operation's success criteria are the ability to establish optimal sailing patterns, combining various types of cargo coupled with efficient port operations.

### Annual Accounts

Overall, 2023 was a good year. Financially, the Company experienced shipping freight markets returning to more normalized, but sustainable earnings levels, although operating costs continued to climb, both as an effect of inflation pressure and the need to upgrade some vessels in the fleet. Activity-wise and to rig for the future, 2023 will stand out in our history, as the Company contracted four ammonia-ready 82,300 dwt. vessels able to trade with zero emissions, with delivery 2026.

The Company's operating revenues consist primarily of freight income and are accounted for as time charter hire. Total revenues decreased to USD 131.2m in 2023 (USD 207.8m). The primary reason for this was a reduction in freight earnings which reverted to more normal levels after a record high 2022, which benefited from supply-demand imbalances related to pent-up demand after covid-19, logistic inefficiencies, and the war in Ukraine.

Total operating costs before depreciations increased to USD 83.5m (USD 81.2m). The vessels' operating expenses increased to USD 64.2m (USD 59.5m) mainly due to some vessels needing technical repairs and upgrading after taken over from bareboat charter or brought back on internal ship management, coupled with incidents requiring vessel repairs. In addition, costs related to food provision onboard increased in 2023 given inflation as well as higher insurance costs. On a positive note was improved safety performance and high efficiency at dry dockings. Docking costs itself increased in line with vessels being docked were 5 years older than at their previous special survey. Time charter and bareboat cost decreased to USD 15.5m (USD 16.8m) mainly because of the purchase of a Semi-Open Hatch vessel mid 2022 that had previously been chartered on bareboat.



With significantly lower revenues, the Company's EBITDA decreased to USD 47.m in 2023 (USD 126.6m). Depreciation costs increased to USD 21.6m (USD 21.1m) which was due to the installation of Ballast Water Treatment Systems on vessels being dry docked, timing of dockings and the full year effect of a vessel purchase in 2022. There were no impairments or reversal of impairment in the 2023 accounts. Thus Grieg Shipping II AS' operating profit decreased to USD 26.1m in 2023 (USD 105.5m).

Net financial items were minus USD 4.7m in 2023 which was significantly lower than for 2022 (USD - 8.6m). Despite increasing Libor/SOFR rates, interest expenses decreased to USD 7.5m (USD 9.8m) due to lower outstanding loan balances and favorable interest rate hedges. In addition, an improved return on the Group's excess liquidity of USD 2.3m (USD 0.9m) had a positive impact on net finance costs. All in all, the Company ended up with a pre-tax result of USD 21.4m for 2023 (USD 96.8m).

Long-term interest-bearing debt decreased to USD 97.9m in 2023 (USD 128.6m in 2022) due to debt repayments. 3 (4) vessels in the fleet are debt free, and no loans have been incurred on the Open Hatch newbuilds so far. The Company's book equity was USD 278.6m (USD 257.2m) at year end, and total assets were USD 382.4m (USD 394.1m), implying an equity ratio of 73% (65%). Current assets accounted at year end for USD 25.1m (USD 45.2mm) while liquidity on the balance sheet date in the form of bank deposits and cash was USD 17.1m (USD 37.7m) including the Company's share of aggregated cash balance in the cash pool agreement the Company is part of<sup>1</sup>.

Based on net cash flows from operations of USD 48.4m (USD 124.7m), cash flow from investments of minus USD 17.7m (USD - 57.5m) and net cash flow of minus USD 30.7m (USD - 79.2m) from financing activities, the Company's net change in liquid funds in 2023 was minus USD 6k (USD 12.2m).

Given the Company's strong asset values and sufficient liquidity, we consider Grieg Shipping II AS to be in a good financial position.

## External Environment

Seaborne transportation accounts for approximately 90% of global trade and contributes to nearly 3% of total greenhouse gas (GHG) emissions worldwide. As an industry the Group is steadfast in its commitment to mitigate this impact. In alignment with the International Maritime Organization's (IMO) directive, Grieg Maritime Group have embraced the Norwegian Shipowner Association's ambitious targets, and our aim is to reduce GHG emissions per transported unit by minimum 50% by 2030 from 2008 levels, ultimately achieving carbon neutrality by 2050. The 2030 target is also confirmed in the Group's bank loans which are sustainability linked. Achieving these objectives necessitates a collaborative effort to establish a robust value chain that supports the adoption of low and zero emission fuels well before the 2030 deadline.

Throughout 2023, we have proactively implemented a series of efficiency measures and conducting trials of emerging technologies for the Company's vessels. Noteworthy among these initiatives is the commencement of testing for a groundbreaking fuel catalyzation technology aimed at enhancing fuel performance. Additionally, we have launched a pilot project to evaluate the efficacy of a graphene-based anti-fouling coating system. Beyond improving emission performance, this innovative solution has the potential to minimize paint usage and significantly reduce the release of biocides and microparticles into the marine ecosystem. Furthermore, we are actively supporting the development of an AI-driven model designed to optimize speed and fuel consumption across our fleet.

The implementation of emission reducing initiatives is also evidenced by the ordering of the ammonia ready Open Hatch vessels, which we expect will run on ammonia or other emission free fuel when sufficient fuel infrastructure and supply is available.

<sup>1</sup> The Company has recorded this as a receivable in its accounts. Grieg Shipowning AS is the main holder of the cash pool.



There were no (0) harmful spills to sea or land from any of the vessels in 2023, and none of the Company's vessels were involved in serious accidents like grounding, collision, or salvage. Ballast water treatment plants were installed on all ships by the end of 2023, and all vessels in the fleet have obtained their IHM.

The quantity of plastic waste generated onboard the vessels increased in 2023 compared to the previous year. Still, more than 80% of the plastic waste was delivered to shore facilities with a responsible waste handling and recycling capacity. The focus on sustainable plastic waste management will continue in 2024.

## Sustainability

Grieg Maritime Group has been dedicated to sustainability for decades, long time before any formalized processes or clear stakeholder expectations existed, by just believing in a common responsibility to build a better world. Over the last couple of years this work has been structured around the commitment to the UN Sustainable Development Goals (SDGs)<sup>2</sup>, the annual reporting of progress on Environmental, Social and Governance (ESG) metrics that are considered material for our industry<sup>3</sup>, and not least continuously reviewing the overriding Group strategy - Creating maritime solutions for a better future, as guidance for setting clear sustainability objectives for daily operations, development initiatives and investments.

With the EU Corporate Social Reporting Directive (CSRD) we are now also directing our work to progress on sustainability based on how to report according to the upcoming European Sustainability Reporting Standards (ESRS), by which we plan to report on for Grieg Maritime Group from 2024, one year ahead of deadline. This implies that we have completed a first Double Materiality Assessment and a Climate Risks Assessment as well as worked on improving the reporting on Scope 3 emissions. By allowing to use time and involving a large part of the organization we experience that we are not just working on a new reporting scheme but through the assessments and target setting also find ourselves discussing material aspects of our business that we may not otherwise had approached.

For information about sustainability including reporting under the Transparency Act, please see Grieg Maritime Group's Annual Report.

## Enterprise Risk and Compliance

Grieg Shipping II AS is exposed to financial and market risks. This is mainly composed of risks related to the development of freight rates, ship values, currency, and interest rates as well as equity prices. Most of these risks are strongly correlated to macro-economic development. The fleet's earnings are largely linked to long-term cargo contracts as the Company's shipping activity is of an industrial character. This implies that revenues are less volatile than in the spot market and that changing market conditions generally have a delayed effect on the results. Currency risk is mainly related to the purchase of administrative services in Norway, local taxes, as well as some purchases related to the technical management of the fleet. The Company has defined strategies and policies that reduce currency risks.

---

<sup>2</sup> Seven SDGs are targeted as material: 4. Quality Education, 5. Gender Equality, 9. Industry, Innovation, and Infrastructure, 12. Responsible Consumption and Production, 13. Climate Action, 14. Life Below Water and 15. Life on Land.

<sup>3</sup> To report on progress we have previously followed the ESG reporting recommendations from the Norwegian Ship Owners Association, and with reference to the Integrated Reporting Framework and the Global Reporting Initiative (GRI). From 2023 we are expanding this to also include a large share of the reporting requirements of EU's CSRD and ESRS.



Changing equity prices and interest rates affect the Company's financial investments and loans. The financial portfolio is managed under a long-term strategy reflecting Grieg Maritime Group's business principles and risk capacity to ensure that the portfolio can withstand market fluctuations. During 2023 we chose to reduce the portfolio's exposure to equities as a response to increased investment plans in the coming years. There are policies in place to reduce interest rate risk related to the fleet's funding arrangements.

Environmental spills and violations are risks always prevailing for shipping operations. Drills are carried out regularly to ensure that the team is prepared for handling various incidents, and whenever an incident occurs, an Emergency Preparedness Team convenes.

Risk areas that have been subject to particular focus in 2023, is human rights - as part of the Group's reporting under the Norwegian Transparency Act and third-party activities in relation to anti-money-laundering, anti-bribery and corruption, and sanctions. To control these risks better we are implementing a digital screening tool to assist us in assessing human rights risk in our supply chain.

As the war in Ukraine has continued and the Israel Hamas conflict has evolved, the safety of the seafarers on board our vessels have naturally also been high on the agenda. Thankfully, there were no security-related incidents for the fleet in 2023. None of our vessels traded in the most exposed areas like the Gulf of Guinea. And with the escalated tension in the Red Sea/Gulf of Aden, Grieg Maritime Group is choosing not to sail any of its vessels through the area, which also is in line with the Norwegian Shipowners' Association's recommendation.

Insurance is taken out for the members of the Board and the General Manager for their personal liability for property damage that they may incur in connection with the performance of their duties. The insurance is taken out with an international insurance company with a solid rating.

The good 2023 financial result and reduced debt level supports a reduced financial risk level.

For more insight into our risks and handling of such, please see separate section in Grieg Maritime Group's Annual Report on Managing Business Risk.

## **The Market and Outlook**

Seaborne trade volume growth is expected to remain stable in 2024 with an estimated growth of 2.5% vs. a growth of approx. 2.4% in 2023. This is in line with the International Monetary Fund's forecast of global GDP growth of 2.9% in 2024, which is only marginally lower than the 3.0% growth recorded for 2023. Looking specifically at China as one of the most important drivers in the shipping market, GDP growth in 2024 is estimated at 4.2%, down from 5% in 2023. The Chinese economy appears to face headwinds going forward with its real estate sector experiencing a continued drop in project starts during 2023 and household savings rates remaining significantly higher than pre-covid levels. These factors indicate a softer 2024 and are further amplified by an estimated dry bulk demand growth (measured by ton-miles) of 2% compared to an estimated fleet growth of 3.5%.

In light of a relatively muted demand outlook, the supply side appears to be the key for shipping for 2024. The orderbook in the dry bulk sector remains close to all-time lows which, combined with limited shipyard capacity through 2026, effectively limits fleet growth for the coming years. Tighter environmental regulations are also expected to play an important role, as vessels taken out of service either for upgrades, retrofits, or recycling, will limit availability of tonnage. There is, however, a downside risk especially related to the container market orderbook, with cargo-carrying capacity forecasted to increase by 10% in 2024 (and 6% in 2025). Still, as the core trades in the G2 Ocean Open Hatch Pool continue to have a substantial share of forward cargo contracts at acceptable market levels, the Group is considered to have a strong position for the coming year with less effects



of a downside scenario. The new 82,300 dwt open hatch bulk carriers with delivery in 2026 will become the largest and most environmentally friendly vessels in our fleet and by such represent an important step towards offering clients zero emission transportation. The investment further reflects the Group's positive market outlook and commitment for the years to come.

## Going Concern

The Board of Directors confirms that the annual accounts have been prepared based on the going concern assumption and that this assumption is valid. The consideration is based on the Company's financial position and expectations of future earnings. The Board of Directors believes that the submitted annual accounts give a correct picture of Grieg Shipping II AS' assets and liabilities as well as financial position and results. No material events that affect the financial position have taken place after the balance sheet date.

A great challenge of our time is to stop the deterioration of our environment. With the shipping industry being one of the hard-to-abate industries, we are in full support of international regulations and initiatives and commend IMO's efforts to elevate ambition levels on emission reductions. The transition towards measuring emissions per transport work, in accordance with the well-to-wake principle, represents however a significant stride, together with the absence of concrete sanctions for non-compliance. We firmly advocate for the establishment of sanctions, alongside incentives, as this is essential to drive substantial emission reduction and ensure compliance with the objectives. The implementation of EU's European Trading Scheme from January 2024 is a welcomed measure in this respect. However, we are concerned about the lack of willingness by Norwegian decision makers to reinvest the funds from the EU ETS scheme back into emission reducing initiatives. We sincerely hope this lack of commitment is only due to slower processes in Norway than in the EU, which already has this in place.

The maritime industry is an important contributor to Norwegian value creation, and we expect that it will continue to not only have stable framework condition going forward, but also be able to operate on an even-level playing field. This is essential for our continued value contribution to society, but also to deliver common environmental objectives.

Bergen, 20 March 2024

The Board of Directors of Grieg Shipping II AS

Stian Grieg Sæthre  
Board Member

Camilla Grieg  
Chair

Didrik O. Munch  
Board Member

Hege Leirfall Ingebrigtsen  
Board Member

Elisabeth Grieg  
Deputy Chair

Rune Birkeland  
Board Member

Matthew Robert Cagienard Duke  
CEO

Kai Grøtterud  
Board Member



## INCOME STATEMENT

### Grieg Shipping II AS

REVENUES	Note	2023	2022
Operating revenues	2	131 162 703	206 881 998
Other income		0	921 825
<b>Total revenues</b>		<b><u>131 162 703</u></b>	<b><u>207 803 823</u></b>
Operating expenses			
Vessel operating expenses		64 209 503	59 528 451
Other operating expenses	3	3 734 567	4 922 079
Bareboat- and T/C hire	4	15 509 672	16 759 446
Depreciation	5	21 583 587	21 104 786
<b>Total operating expenses</b>		<b><u>105 037 330</u></b>	<b><u>102 314 761</u></b>
<b>Operating profit</b>		<b><u>26 125 373</u></b>	<b><u>105 489 062</u></b>
<b>Financial items</b>			
Interest income		555 117	752 376
Interest income group	2	798 864	1 187 216
Other financial income		4 098	4 081
Interest expenses		1 519 563	-890 146
Interest expenses group	2	-8 971 144	-8 861 652
Change in value of financial investments	6	1 222 135	-1 049 175
Realized return on market-based fin. investm.	6	-314 291	3 736
Other financial expenses		-28 758	-27 521
Gain/loss on foreign exchange		534 618	268 314
<b>Total financial items</b>		<b><u>-4 679 798</u></b>	<b><u>-8 612 771</u></b>
<b>Profit before tax</b>		<b><u>21 445 575</u></b>	<b><u>96 876 292</u></b>
Tax		0	0
<b>Profit for the year</b>		<b><u>21 445 575</u></b>	<b><u>96 876 292</u></b>
Transferred to (from) other equity		21 445 575	96 876 292
Total allocation		-21 445 575	-96 876 292



## BALANCE SHEET AS OF 31.12

### Grieg Shipping II AS

ASSETS	Note	2023	2022
<b>Tangible assets</b>			
Vessels	5	325 340 095	345 374 571
New building contracts	5	29 096 286	0
Project in progress		564 441	969 957
<b>Total fixed tangible assets</b>		<b><u>355 000 821</u></b>	<b><u>346 344 528</u></b>
Other long term receivables	9	2 288 461	2 557 692
<b>TOTAL FINANCIAL ASSETS</b>		<b><u>2 288 461</u></b>	<b><u>2 557 692</u></b>
<b>CURRENT ASSETS</b>			
Receivables from group companies	2	4 032 768	25 168 033
Inventory		3 346 732	2 862 991
Other receivables		4 193 289	4 548 513
Market based shares	6	0	1 517 219
Other market based investmenets	6	13 542 945	11 114 729
Bank deposits, cash in hand, etc		2 367	9 038
<b>Total current assets</b>		<b><u>25 118 100</u></b>	<b><u>45 220 523</u></b>
<b>TOTAL ASSETS</b>		<b><u>382 407 383</u></b>	<b><u>394 122 743</u></b>



## BALANCE SHEET AS OF 31.12

### Grieg Shipping II AS

<b>EQUITY AND LIABILITIES</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
<b>Paid-in capital</b>			
Share capital (39.286.598 shares of NOK 1)	10, 11	7 057 811	7 057 811
Share premium reserve	10	47 447 985	47 447 985
<b>Total paid-in capital</b>		<b><u>54 505 795</u></b>	<b><u>54 505 795</u></b>
<b>Retained earnings</b>			
Other equity	10	224 096 476	202 650 901
<b>Other equity</b>		<b><u>224 096 476</u></b>	<b><u>202 650 901</u></b>
<b>Total equity</b>	<b>10</b>	<b><u>278 602 272</u></b>	<b><u>257 156 697</u></b>
<b>Long-term debt</b>			
Long-term liabilities to group companies	2	97 883 555	128 577 103
<b>Total long-term liabilities</b>		<b><u>97 883 555</u></b>	<b><u>128 577 103</u></b>
<b>Current liabilities</b>			
Liabilities to group companies	2	1 529 556	4 447 531
Accounts payable		2 716 201	1 540 113
Taxes payable	7	235 437	212 883
Other short-term liabilities		1 440 362	2 188 416
<b>Total current liabilities</b>		<b><u>5 921 556</u></b>	<b><u>8 388 943</u></b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b><u>382 407 383</u></b>	<b><u>394 122 743</u></b>



## BALANCE SHEET AS OF 31.12

Grieg Shipping II AS

Bergen, 20.03.2024

The Board of Directors of Grieg Shipping II AS

Camilla Grieg  
Chair

Elisabeth Grieg  
Deputy chair

Didrik Munch  
Board member

Rune Birkeland  
Board member

Kai Grøtterud  
Board member

Stian Grieg Sæthre  
Board member

Matthew R. C. Duke  
CEO

Hege Leirfall Ingebrigtsen  
Board member



<b>Cash flow statement Grieg Shipping II AS</b>	<b>USD</b>	
	<b>2023</b>	<b>2022</b>
<b>Cash flow from operations</b>		
Profit before income taxes	21,445,575	96,885,289
Unpaid tonnage tax classified as operating expenses	235,437	207,149
Taxes paid in the period	-212,883	-276,172
Gain/loss from sale of market based investments	-314,291	3,736
Gain/loss from sale of fixed assets	0	0
Depreciation	28,025,437	26,699,855
Writedown of assets	0	0
Change in inventory	-483,741	-189,579
Change in trade creditors	1,176,088	552,062
Effect of exchange fluctuations	-164,225	522,093
Items classified as investments or financing	-1,057,910	527,082
Change in other provisions	-201,641	-362,349
<b>Net cash flow from operations</b>	<b>48,447,846</b>	<b>124,569,167</b>
<b>Cash flow from investments</b>		
Proceeds from sale of fixed assets	0	0
Purchase of fixed assets	-37,423,239	-32,462,592
Proceeds from sale of market based investments	4,345,069	0
Purchase of market based investments	-6,128,205	-3,736
Loan repayments received from Group companies	0	0
Other loans granted	0	0
Change cash pool agreement Grieg Shipowning group	21,445,406	-25,040,443
<b>Net cash flow from investments</b>	<b>-17,760,970</b>	<b>-57,506,771</b>
<b>Cash flow from financing</b>		
Proceeds from long term loans		
Repayment of long term loans	0	0
Proceeds Group loans	-30,693,548	-79,224,002
<b>Net cash flow from financing</b>	<b>-30,693,548</b>	<b>-79,224,002</b>
<b>Net change in cash and cash equivalents</b>	<b>-6,671</b>	<b>-12,161,606</b>
Cash and cash equivalents at the beginning of the period	9,038	12,170,644
<b>Cash and cash equivalents at the end of the period</b>	<b>2,367</b>	<b>9,038</b>
Cash and cash equivalents at the end of the period consists of:		
Bank deposits	2,367	9,038
Sum	2,367	9,038



Georg Shipping II AS  
Notes to the financial statement for 2023

## Note 1 Accounting principles

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

### Operating revenues

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

### Classification and valuation of balance sheet items

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

### Acquisition cost

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

### Asset impairments

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

### Receivables

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

### Foreign currency

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

### Investments in financial instruments

Short-term investments in financial instruments are regarded as part of the financial trading portfolio and recognised at fair value at year-end. Dividends received, and both realised and unrealised gains/losses are recognised as other financial income.

### Foreign exchange hedging

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

### Interest rate hedging

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

### Fixed assets

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

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

### Inventories

The company has inventories of lub oil, paint and provision that are valued at the lower of cost and fair value.

### Operating leases

The company differentiates between financial leasing and operational leasing based on an evaluation of the lease contract at the time of inception. A lease contract is classified as a financial lease when the terms of the lease transfer substantially all the risk and reward of ownership to the lessee. All other leases are classified as operational leases. When a lease contract is classified as a financial lease where the company is the lessee, the rights and obligations relating to the leasing contracts are recognised in the balance sheet as assets and liabilities. The interest element in the lease payment is included in the interest costs and the capital amount of the lease payment is recorded as repayment of debt. The lease liability is the remaining part of the principal. For operational leases, the rental amount is recorded as an ordinary operating cost.

### Taxes

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

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



Grieg Shipping II AS  
Notes to the financial statement for 2023

## Cash flow statement

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

## Group account cash pool agreement

The company is a part of a new Group account cash pool agreement within the Group, with Grieg Shipowning AS as the Group Account Holder. Under this agreement, all participating companies are jointly liable for the overdraft facility and other participant's overdraft. Net aggregated cash balance on the group account is recognised as cash in the balance sheet statement of Grieg Shipowning AS as Group Account Holder. Participating companies share of aggregated cash balance are recognised as intercompany balances in each participating company's balance sheet.

## Estimates

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

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

## Change of presentation currency

As of 1 January 2014, the company changed its presentation currency from NOK to USD. The company's functional currency is USD as most of the company's revenues and operating costs are realised in USD.

## Note 2 Intercompany balances and transactions with related parties

Figures in USD 1 000

### Transactions with related parties

G2 Ocean AS is operating the vessels in a pool on behalf of Grieg Shipping II AS. The shipping pool result is distributed to the company based on a distribution key.

Company	Relation	Type of services	2023	2022
<b>Operating revenue from group and associated companies</b>				
G2 Ocean AS	Associated company	Time charter	131,163	206,882
<b>Operating expenses from group companies</b>				
Grieg Maritime Group AS	Group company	Management	1,315	1,785
Grieg Star AS	Group company	Management	6,051	6,808
<b>Total</b>			<b>7,366</b>	<b>8,593</b>

Grieg Shipping II AS is administratively and financially managed by Grieg Maritime Group AS, and pays annual management fee for such services. During 2020 ship management was outsourced for some of the company's vessels. As of year-end 2023 1 vessel is managed by Zeabome Ship Management and 1 vessel with Thome Ship Management. The remaining fleet is on ship management with Grieg Star AS. All ship management services are remunerated through an annual ship management fee. In addition, the company purchases services from Grieg Star AS related to following up various fleet operational and development matters.

There have been loans and/or performance guarantees between Grieg Shipping II AS and Group companies, which has led to interest elements between the companies.

### Net financial items

Grieg Shipowning AS	Group company	Interest income	799	1,187
Grieg Shipowning AS	Group company	Interest expense	-8,951	-8,078
Grieg Shipholding AS	Group company	Interest expense	-20	-784
<b>Total</b>			<b>-8,172</b>	<b>-7,674</b>

### Balances with group companies and related parties

<b>Other short-term receivables</b>			<b>2023</b>	<b>2022</b>
Grieg International II AS	Group company			128
Grieg Star OH Pool AS	Group company		438	
Grieg Shipowning AS *)	Group company		3,595	25,040
<b>Sum</b>			<b>4,033</b>	<b>25,168</b>

\*) The short-term receivables to Grieg Shipowning AS in 2023 is in total related to the Shipowning cash pool.



Geieg Shipping II AS  
Notes to the financial statement for 2023

		2023	2022
<b>Other current liabilities</b>			
Geieg Shipowning AS	Group company	373	655
Geieg International II AS	Group company	-14	
Geieg Star OH Pool AS	Group company	0	1,514
Geieg Star AS	Group company	452	1,146
Geieg Maritime Group AS	Group company	692	1,116
Geieg Green AS	Group company	18	10
Geieg Investor AS	Related	8	7
<b>Sum</b>		<b>1,530</b>	<b>4,448</b>
<b>Other long-term liabilities</b>			
Geieg Shipholding AS	Group company		18,638
Geieg Shipowning AS	Group company	97,884	109,940
<b>Sum</b>		<b>97,884</b>	<b>128,577</b>

**Note 3 Payroll expenses, auditor's fee etc.**  
Figures in USD 1 000

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

		2023	2022
<b>Auditor's fee</b>			
Statutory audit (incl. technical assistance with financial statements)		15	19
Tax advisory fee (incl. technical assistance with tax return)		1	1
<b>Other non-audit services</b>			
<b>Total fees to auditor, excl VAT</b>		<b>16</b>	<b>21</b>

**Note 4 Operating lease agreements**

The company has the following long term operating lease agreements related to chartering of vessels:

	Number of vessels	Average duration
Bareboat	5	8.9 years
Charterhire	1	1.2 year

The annual lease commitment is USD 12.7m for bareboat and USD 2.8m for charterhire.

**Note 5 Fixed Assets**  
Figures in USD 1 000

	Vessels	New buildings	Docking	Total
Purchase cost at 01.01	761,029	0	37,213	798,242
Additions	2,233	29,096	5,758	37,087
Transferred from new buildings		0		0
Disposals			6,939	6,939
Purchase cost at 31.12	763,262	29,096	36,033	828,391
Accumulated depreciation at 31.12	403,772		18,884	422,655
Impairment loss	51,300	0		51,300
<b>Book value at 31.12</b>	<b>308,190</b>	<b>29,096</b>	<b>17,149</b>	<b>354,436</b>
Depreciation	21,584		6,442	
Depreciation plan	Straight line		Straight line	
Expected useful life	30 - 35 years		5 years	

Based on an impairment testing per year-end 2020, the open hatch fleet was written down with USD 51.3m. The company has 4 newbuilding contracts, and the vessels will be delivered in 2026.



Georg Shipping II AS  
Notes to the financial statement for 2023

<b>Note 6 Investments in financial instruments</b>				
Figures in USD 1 000				
	Acquisition cost	2023 Market value	2022 Acquisition cost	2022 Market value
Mutual funds			1,891	1,517
Bonds	6,130	6,380	4,550	4,308
Money market funds	6,665	7,163	6,665	6,807
<b>Book value 31.12</b>	<b>12,795</b>	<b>13,543</b>	<b>13,107</b>	<b>12,632</b>

  

	2023 Realised profit/loss	2023 Unrealised profit/loss	Total profit/loss
Mutual funds		374	57
Bonds	-317	493	496
Money market funds	0	356	356
<b>Profit/loss from changes in fair value of financial instruments</b>	<b>-314</b>	<b>1,222</b>	<b>908</b>

<b>Note 7 Taxes</b>		
Figures in USD 1 000		
The company is taxed according to the Tonnage tax rules in the Norwegian Fiscal § 8-10.		
	2023	2022
<b>Tax expense consists of:</b>		
Tax payable on taxable income	0	0
Change in deferred tax	0	0
Tax expense	0	0
Tonnage tax (booked as operating cost)	235	213
<b>Deferred tax:</b>		
Revaluation account	-186	-1,309
Temporary differences on taxable securities	135	603
Financial losses brought forward	-15,454	-19,360
Basis for deferred tax/deferred tax asset	-15,504	-20,066
Deferred tax/deferred tax asset (22%)	-3,411	-4,414
Deferred tax benefit not shown in the balance sheet	3,411	4,414
Deferred tax benefit in the balance sheet	0	0
Deferred tax benefit is not recognised in the balance sheet due to uncertainties related to future utilisation of financial losses brought forward.		
<b>Tax payable in the balance sheet:</b>		
Taxable financial income	0	0
Tonnage tax	235	213
Tax payable in the balance sheet	235	213

<b>Note 8 Financial risk management</b>	
The company uses various financial derivatives to manage its financial market risk. This includes forward contracts, options, interest rate swaps and forward freight agreements.	
<b>Interest rate risk</b>	
The company's long term debt and some of its lease agreements are at floating interest rate terms, exposing the company to interest rate risk. The company's strategy is to hedge its interest rate exposure by utilizing interest swap agreements. Gains and losses arising from interest rate swaps are recognised in the same period as the related interest expense. At 31.12.23 the company held interest swap agreements of USD 61 m. Total unrealised MTM value for the swaps, not recognised in the balance sheet, at 31.12.23 was USD 2.66m.	
<b>Foreign exchange risk</b>	
The company hedges, from time to time, expenditures in currencies other than USD through forward contracts. At 31.12.23 the company had entered into hedging through the use of currency swaps for USD 6.74m. Total unrealized MTM value, not recognized in the balance sheet, at 31.12.23, was USD 0.326m.	
<b>Freight risk (FFA)</b>	
Forward Freight Agreements (FFA) are from time to time used as a risk management instrument in order to smooth out freight volatility. The FFA contracts are settled as an adjustment of operating income. At 31.12.23, the company had not entered into any Forward Freight Agreements (FFA).	

<b>Note 9 Debtors which fall due later than one year</b>		
Figures in USD 1 000		
	2023	2022
Long term receivables	2,288	2,558
<b>Total</b>	<b>2,288</b>	<b>2,558</b>



Grieg Shipping II AS  
Notes to the financial statement for 2023

<b>Note 10 Equity</b>				
Figures in USD 1 000				
	Share capital	Share premium	Other equity	Total
<b>Changes in equity</b>				
Equity at 01.01	7,058	47,448	202,651	257,157
Profit for the year			21,446	21,446
Group contribution				0
<b>Equity at 31.12</b>	<b>7,058</b>	<b>47,448</b>	<b>224,097</b>	<b>278,602</b>

#### Note 11 Share capital and shareholders information

The parent company, Grieg Maritime Group AS has its registered office in Bergen (C. Sundts gate 17), where the consolidated financial statements are available.

The share capital consists of 39 286 598 shares with nominal value of NOK 1 each.

Shareholders at 31.12	Number of shares	Ownership
Grieg Shipowning AS	39,286,598	100%
<b>Total shares</b>	<b>39,286,598</b>	<b>100%</b>

#### Note 12 Interest bearing debt and credit facilities

**Mortgage loans**  
At 31.12.23, the company has no loans.

**Covenants**  
The company is providing guarantees in the amount of USD 63m per 31.12.2023 for Grieg Shipowning AS.  
In addition the company, together with Grieg International II AS, providing guarantees in the amount of USD 181.6m for Grieg Shipowning AS.  
All the loans have a financial covenant that Grieg Shipowning consolidated shall have minimum USD 25M / 5% of interest bearing debt in liquidity and minimum 25% in book equity. The company has been in compliance with its covenants throughout the year.



To the General Meeting of Grieg Shipping II AS

## Independent Auditor's Report

### Opinion

We have audited the financial statements of Grieg Shipping II AS (the Company), which comprise the balance sheet as at 31 December 2023, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion the financial statements comply with applicable statutory requirements, and the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

### Basis for Opinion

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

### Other Information

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

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

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

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

### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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

PricewaterhouseCoopers AS, Sandviksbodene 2A, Postboks 3984 - Sandviken, NO-5835 Bergen  
T: 02316, org. no.: 987 009 713 MVA, [www.pwc.no](http://www.pwc.no)  
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap



Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: <https://revisorforeningen.no/revisionsberetninger>

Bergen, 20 March 2024  
**PricewaterhouseCoopers AS**

Hallvard Aarø  
State Authorised Public Accountant  
(This document is signed electronically)



 Securely signed with Brevio

Revisjonsberetning

**Signers:**

<b>Name</b>	<b>Method</b>	<b>Date</b>
Aarø, Hallvard	BANKID	2024-04-11 15:52

**This document package contains:**

- Closing page (this page)
- The original document(s)
- The electronic signatures. These are not visible in the document, but are electronically integrated.



This file is sealed with a digital signature.  
The seal is a guarantee for the authenticity  
of the document.