

Handysize Invest ApS

Sundskrogsgade 19, 2100 Copenhagen

Company reg. no. 41 79 06 79

Annual report

1 January - 31 December 2022

The annual report was submitted and approved by the general meeting on the 25 May 2023.

Per Gullestrup
Chairman of the meeting

Contents

	<u>Page</u>
Reports	
Management's statement	1
Independent auditor's report	2
Management's review	
Company information	5
Management's review	6
Financial statements 1 January - 31 December 2022	
Income statement	7
Balance sheet	8
Notes	10
Accounting policies	12

Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance USD 146.940 means the amount of USD 146,940, and that 23,5 % means 23.5 %.

Management's statement

Today, the Managing Director has approved the annual report of Handysize Invest ApS for the financial year 1 January - 31 December 2022.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

I consider the chosen accounting policy to be appropriate, and in my opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022.

Further, in my opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 25 May 2023

Managing Director

Per Gullestrup

Independent auditor's report

To the Shareholders of Handysize Invest ApS

Opinion

We have audited the financial statements of Handysize Invest ApS for the financial year 1 January - 31 December 2022, which comprise income statement, balance sheet, notes and a summary of significant accounting policies, for the Company. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022, and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, 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.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements 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 ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent auditor's report

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

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

We communicate with those charged with governance 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.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

Independent auditor's report

In connection with our audit of the financial statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that Management's Review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 25 May 2023

Grant Thornton

State Authorised Public Accountants
Company reg. no. 34 20 99 36

Ulrik Bloch-Sørensen

State Authorised Public Accountant
mne2913

Martin Bomholtz

State Authorised Public Accountant
mne34117

Company information

The company	Handysize Invest ApS Sundskrogsgade 19 2100 Copenhagen
	Company reg. no. 41 79 06 79 Established: 26 October 2020 Domicile: Copenhagen Financial year: 1 January - 31 December
Managing Director	Per Gullestrup
Auditors	Grant Thornton, Statsautoriseret Revisionspartnerselskab Stockholmsgade 45 2100 København Ø
Parent company	Gullestrup Holding ApS
Participating interests	Komplementarselskabet Clipper Bulk Invest II ApS, Copenhagen Clipper Bulk Invest II K/S, Copenhagen

Management's review

Description of key activities of the company

The principal activity is to invest in a limited partnership, which will operate within shipping by owning and operating bulk carriers.

Development in activities and financial matters

Income from ordinary activities after tax totals USD 4.542.682 against USD 2.826.357 last year. Management considers the net profit for the year satisfactory.

Income statement

All amounts in USD.

<u>Note</u>	1/1 2022 - 31/12 2022	26/10 2020 - 31/12 2021
Other external expenses	-8.851	-18.636
Income from investment in participating interest	4.808.860	3.062.850
Other financial income	851	46.334
Other financial expenses	-258.178	-264.191
Pre-tax net profit or loss	4.542.682	2.826.357
Tax on net profit or loss for the year	0	0
Net profit or loss for the year	4.542.682	2.826.357
Proposed distribution of net profit:		
Reserves for net revaluation according to the equity method	4.874.485	3.062.850
Allocated from retained earnings	-331.803	-236.493
Total allocations and transfers	4.542.682	2.826.357

Balance sheet at 31 December

All amounts in USD.

Assets			
<u>Note</u>		<u>2022</u>	<u>2021</u>
Non-current assets			
1	Investment in participating interest	12.348.769	9.287.775
	Total investments	12.348.769	9.287.775
	Total non-current assets	12.348.769	9.287.775
Current assets			
	Cash and cash equivalents	9.490	7.386
	Total current assets	9.490	7.386
	Total assets	12.358.259	9.295.161

Balance sheet at 31 December

All amounts in USD.

Equity and liabilities			
<u>Note</u>		<u>2022</u>	<u>2021</u>
Equity			
2	Contributed capital	6.332	6.332
3	Reserve for net revaluation according to the equity method	6.121.710	3.062.850
4	Retained earnings	1.247.329	-236.493
	Total equity	7.375.371	2.832.689
Liabilities other than provisions			
	Bank loans	0	136
	Trade creditors	8.000	8.000
	Other payables	4.974.888	6.454.336
	Total short term liabilities other than provisions	4.982.888	6.462.472
	Total liabilities other than provisions	4.982.888	6.462.472
	Total equity and liabilities	12.358.259	9.295.161

5 Contingencies

Notes

All amounts in USD.

	1/1 2022 - 31/12 2022	26/10 2020 - 31/12 2021
1. Investment in participating interest		
Cost 1 January 2022	6.224.925	0
Additions during the year	2.134	6.224.925
Cost 31 December 2022	6.227.059	6.224.925
Revaluations, opening balance 1 January 2022	3.062.850	0
Net profit or loss for the year before amortisation of goodwill	4.874.485	3.062.850
Reversal of prior revaluations	-65.625	0
Distribution	-1.750.000	0
Revaluation 31 December 2022	6.121.710	3.062.850
Carrying amount, 31 December 2022	12.348.769	9.287.775

Financial highlights for the enterprise according to the latest approved annual report

	Equity interest	Equity USD	Results for the year USD	Carrying amount, Handysize Invest ApS USD
Komplementarselskabet Clipper Bulk Invest II ApS, Copenhagen	35 %	6.196	50	2.169
Clipper Bulk Invest II K/S, Copenhagen	35 %	35.276.000	13.927.000	12.346.600
		35.282.196	13.927.050	12.348.769

Notes

All amounts in USD.

	<u>31/12 2022</u>	<u>31/12 2021</u>
2. Contributed capital		
Contributed capital 1 January 2022	6.332	0
Cash capital increase	<u>0</u>	<u>6.332</u>
	<u>6.332</u>	<u>6.332</u>
3. Reserve for net revaluation according to the equity method		
Reserves for net revaluation 1 January 2022	3.062.850	0
Share of results	4.874.485	3.062.850
Distributed distribution	-1.750.000	0
Reversal of prior revaluations	<u>-65.625</u>	<u>0</u>
	<u>6.121.710</u>	<u>3.062.850</u>
4. Retained earnings		
Retained earnings 1 January 2022	-236.493	0
Profit or loss for the year brought forward	-331.803	-236.493
Distributed distribution	1.750.000	0
Reversal of prior revaluations	<u>65.625</u>	<u>0</u>
	<u>1.247.329</u>	<u>-236.493</u>

5. Contingencies

Joint taxation

With Gullestrup Holding ApS, company reg. no 42515833 as administration company, the company is subject to the Danish scheme of joint taxation and is proportionally liable for tax claims within the joint taxation scheme.

The company is proportionally liable for any obligations to withhold tax on interest, royalties, and dividends of the jointly taxed companies.

The liabilities amount to a maximum amount corresponding to the share of the company capital, which is owned directly or indirectly by the ultimate parent company.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

Accounting policies

The annual report for Handysize Invest ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from the previous year, and the annual report is presented in American dollars (USD).

Income statement

Other external costs

Other external costs comprise costs incurred for administration.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses.

Results from participating interest

After full elimination of intercompany profit or loss less amortised of consolidated goodwill, the investment in the participating interest is recognised in the income statement as a proportional share of the participating interests' post-tax profit or loss.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Statement of financial position

Investments

Participating interest

Participating interest is recognised and measured by applying the equity method. The equity method is used as a method of consolidation.

Accounting policies

Participating interest is recognised in the statement of financial position at the proportionate share of the enterprise's equity value. This value is calculated in accordance with the accounting policies of the owner company with deductions or additions of unrealised intercompany gains and losses as well as with additions or deductions of the remaining value of positive or negative goodwill calculated in accordance with the acquisition method. Negative goodwill is recognised in the income statement at the time of acquisition of the equity investment. If the negative goodwill relates to contingent liabilities acquired, negative goodwill is not recognised until the contingent liabilities have been settled or lapsed.

To the extent the equity exceeds the cost, the net revaluation of participating interest transferred to the reserve under equity for net revaluation according to the equity method. The reserve is adjusted by other equity movements in participating interest.

Newly acquired or newly established companies are recognised in the financial statement as of the time of acquisition. Sold or liquidated companies are recognised until the date of disposal.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and.

Equity

Reserve for net revaluation according to the equity method

The reserve for net revaluation according to the equity method comprises net revaluation of equity investments in subsidiaries, associates and equity interests proportional to cost.

The reserve may be eliminated in the event of losses, realisation of equity investments, or changes in the accounting estimates.

The reserve cannot be recognised by a negative amount.

Liabilities other than provisions

Other liabilities concerning payables to suppliers and other payables are measured at amortised cost which usually corresponds to the nominal value.

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registeret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Per Gullestrup

Direktør og dirigent

På vegne af: Handysize Invest ApS

Serienummer: 4627d0c1-bf1c-40ad-92a5-d16623fd730b

IP: 5.90.xxx.xxx

2023-05-25 16:12:30 UTC



Ulrik Bloch-Sørensen

GRANT THORNTON,STATSAUTORISERET REVISIONSPARTNERSELSKAB

CVR: 34209936

Statsautoriseret revisor

Serienummer: 91e7e677-a23e-4b52-8f77-6b4833c44f97

IP: 87.51.xxx.xxx

2023-05-25 17:01:19 UTC



Martin Bomholtz

Statsautoriseret revisor

På vegne af: Grant Thornton

Serienummer: 6ad50f49-cc60-41df-9d51-5f03034f87cf

IP: 62.243.xxx.xxx

2023-05-25 20:11:59 UTC



Penneo dokumentnøgle: 4PV7A-OEGZE-SGEIE-7Q0JW-AYESO-IZ716

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service** <penneo@penneo.com>. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser i indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validator>