

REPORT

regarding the
annual accounts 2024 of
Damen Ship Lease Finance B.V.
Gorinchem



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ANNUAL ACCOUNTS 2024

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To the shareholders and board of directors of
Damen Ship Lease Finance B.V.
Avelingen-West 20
4202MS Gorinchem

Reference: 7903230

Contact: WT

Gorinchem, March 26, 2025

Subject: Annual Report 2024

Dear management,

We hereby send you the report regarding the financial statements for the year 2024 of your company.

SCOPE OF ENGAGEMENT

In accordance with your instructions we have audited the financial statements 2024 of your company, which includes the balance sheet totalling € 16,035,924, the profit and loss account with a negative result after taxation of € 18,959 and the statement of cash flows 2024 and the notes.

The other information contains our independent auditor's report for which we refer you to page 15.

FISCAL POSITION

Fiscal unity

The company is part of the fiscal unity of Damen Ship Lease Coöperatie U.A. for corporate income tax and therefore not separately liable for tax. The corporate income tax is calculated as if the company was separately liable for tax and is charged into current account of Damen Ship Lease Coöperatie U.A.

We are willing to provide further explanations.

Yours sincerely,
Moore DRV Audit B.V.

A.W. van Vliet - de Swart MSc RA

(After appropriation of result)

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16,035,924

PROFIT AND LOSS ACCOUNT 2024

		2024		2023	
		€	€	€	€
Gross margin			66,872		54,020
Other operating expenses	(9)		95,176		81,279
Operating result			-28,304		-27,259
Financial income and expenses	(10)		-484		-537
Result before tax			-28,788		-27,796
Corporate income tax	(11)		9,829		5,281
Result after tax			-18,959		-22,515

CASH FLOW STATEMENT 2024

The cash flow statement is prepared using the indirect method.

	2024		2023	
	€	€	€	€
Cash flows from operating activities				
Operating result		-28,304		-27,259
Adjustments for:				
Changes in working capital:				
Movement of trade payables	750		-	
Movement of intercompany debt	8,128		9,498	
Movement of accruals and deferred income	17,273		63,626	
		26,151		73,124
Cash generated from operations		-2,153		45,865
Interest paid	-484		-537	
Corporate income tax	-		5,281	
		-484		4,744
Cash flows from operating activities		-2,637		50,609
Cash flows from investing activities		-		-
Cash flow from financing activities		-		-
Movement in cash and cash equivalents		-2,637		50,609

Compilation cash

	Cash and cash equivalents
	€
Cash and cash equivalents as at January 1, 2023	203
Movement in cash and cash equivalents 2023	50,609
Cash and cash equivalents as at December 31, 2023	50,812
	Cash and cash equivalents
	€
Cash and cash equivalents as at January 1, 2024	50,812
Movement in cash and cash equivalents 2024	-2,637
Cash and cash equivalents as at December 31, 2024	48,175

NOTES TO THE FINANCIAL STATEMENTS

GENERAL INFORMATION

Activities

The activities of Damen Ship Lease Finance B.V., having its legal seat in Gorinchem, consist mainly of the following: Financing enterprises and companies affiliated with the company within a group; including borrowing, lending, and raising funds, issuing bonds, debentures, or other securities, as well as entering into related agreements; providing guarantees, binding the company, and encumbering the company's assets for the benefit of enterprises and companies affiliated with the company within a group and for the benefit of third parties; acquiring, managing, operating, and disposing of registered properties and assets in general.

The company is registered with the trade register of the Chamber of Commerce Midden Nederland, file 71935762.

Group

Group structure

Damen Ship Lease Finance B.V. is part of a larger group, led by Damen Ship Lease Coöperatie U.A. having its legal seat in Gorinchem.

Related parties

All entities over which dominant control, joint control, or significant influence can be exercised are considered related parties. Entities that can exercise dominant control are also regarded as related parties. Additionally, statutory directors, other key management personnel of Damen Ship Lease Finance B.V. or its parent company, and their close relatives are considered related parties.

Material transactions with related parties are disclosed insofar as they have not been conducted under normal market conditions. The nature and scope of the transaction, as well as other information necessary for providing clarity, are explained.

Comparison with previous year

The applied principles for valuation and determination of results have remained unchanged compared to the previous year.

GENERAL ACCOUNTING POLICIES FOR THE PREPARATION OF THE FINANCIAL STATEMENTS

ACCOUNTING POLICIES USED FOR THE COMPANY FINANCIAL STATEMENTS

The financial statements have been prepared in accordance with the provisions of Part 9 of Book 2 of the Dutch Civil Code and the Guideline for annual reporting of the Dutch Accounting Standards Board for small entities.

Valuation of assets and liabilities and determination of the result takes place under the historical cost convention. Unless presented otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are presented at nominal value.

Income and expenses are accounted for on accrual basis. Profit is only included when realised on balance sheet date. Losses originating before the end of the financial year are taken into account if they have become known before preparation of the financial statements.

Going concern

The accounting principles applied in this annual report are based on the assumption that Damen Ship Lease Finance B.V. will be able to continue as a going concern.

PRINCIPLES OF VALUATION OF ASSETS AND LIABILITIES

Financial fixed assets

Loan granted and other receivables

Others

The receivables on loan to participating interest as well as other receivables are initially measured at fair value and subsequently carried at amortised cost less provision. The amortised cost is equal to the fair value in situations where there is no discounts and premiums and transaction cost thus the effective interest rate is nil.

Trade and other receivables

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provisions or impairments. The provisions are determined by an individual assessment of the receivables. In view of the generally short period to maturity, the fair value and amortised cost of these items tend to be virtually identical to the face value.

Cash and cash equivalents

Cash and banks consist of actual cash in hand and balance at banks with maturity date of less than twelve months from balance sheet date.

Liabilities

Interest-bearing and non-interest-bearing loans are recognised initially at fair value and subsequently valued at amortised cost. When no premium, discounts or transaction costs are applicable, the amortised cost is equal to the nominal value.

ACCOUNTING PRINCIPLES FOR THE DETERMINATION OF THE RESULT

Determination of the result

The result is defined as the difference between the revenue from services rendered and the costs and expenses for that year, valued at historical costs, taking into account the accounting principles mentioned before. Revenues from goods are recognised upon delivery. The cost price of these goods is allocated to the same period. Revenues from services are recognised in proportion to the services rendered. The cost price of these services is allocated to the same period.

Net turnover

The net turnover consists of revenue from services to third parties during the reporting period net of discounts, rebates and value added taxes.

Cost of sales

The cost of sales includes interest expenses, which are recognized on a time-proportionate basis in the profit and loss account, taking into account the effective interest rate of the related liabilities. In accounting for the interest expenses, the transaction costs incurred on the loans received are also considered.

Expenses general

Costs are determined on a historical basis and are attributed to the reporting year to which they relate.

Financial income and expenses

Interest income is recognised pro rata in the profit and loss account, taking into account the effective interest rate for the asset concerned, provided the income can be measured and the income is probable to be received.

Period interest charges and similar charges are recognised in the year in which they fall due.

Taxes

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statements and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued insofar as their realisation is likely.

PRINCIPLES FOR PREPARATION OF THE CASH FLOW STATEMENT

The cash flow statement has been prepared using the indirect method.

The cash and cash equivalents in the cash flow statement consist of cash on hand (including immediately available deposits included therein) and cash equivalents.

Cash equivalents are highly liquid financial assets that can be easily converted into cash without restrictions and for which there are no significant risks of value changes occurring.

Corporate income taxes, issuance of share capital, interest received and dividends received are presented under the cash flow from operation activities. Interest paid and dividends paid are presented under the cash flow from financing activities.

Transactions that do not result in exchange of cash and cash equivalents, such as financial lease, are not presented in the cash flow statement. Financial lease payments are considered to be expenditures of financing activities as far as it concerns repayments made, and as expenditures of operational activities as far as it concerns interest.

NOTES TO THE BALANCE SHEET AS AT DECEMBER 31, 2024

ASSETS

FIXED ASSETS

1. Financial fixed assets

	12/31/2024	12/31/2023
Amounts receivable from group companies	€	€
Damen Ship Lease Coöperatie U.A.	-	15,000,000
	2024	2023
<i>Damen Ship Lease Coöperatie U.A.</i>	€	€
Balance as at January 1	15,000,000	15,000,000
Repayment next financial year	-15,000,000	-
Balance as at December 31	-	15,000,000

On April 12, 2022, a loan agreement was entered into with Damen Ship Lease Coöperatie U.A. for a total amount of € 15,000,000. An interest rate of 7.5% is applied to the loan. The loan must be fully repaid no later than February 28, 2025.

CURRENT ASSETS

2. Receivables

	12/31/2024	12/31/2023
Other receivables	€	€
Short term receivable Damen Ship Lease Coöperatie U.A.	15,000,000	-
Prepayments and accrued income		
Interest	940,069	943,151
Prepaid amounts	47,680	58,871
	987,749	1,002,022
3. Cash and cash equivalents		
ING Bank N.V.	48,175	50,812

The cash and bank balances per December 31, 2024 are at free disposal of the entity.

EQUITY AND LIABILITIES

4. SHAREHOLDERS' EQUITY

Share capital

The statutory, total capital of the company amounts to € 10,000.00. The issued share capital amounts to:

	12/31/2024	12/31/2023
	€	€
10,000 ordinary shares with a nominal value of € 1	10,000	10,000

	2024	2023
	€	€
Other reserves		
Balance as at January 1	46,691	69,206
Allocation of financial year net result	-18,959	-22,515
Balance as at December 31	27,732	46,691

5. NON-CURRENT LIABILITIES

	12/31/2024	12/31/2023
	€	€
Other debenture loans and privately placed loans		
Bonds	-	15,000,000

	2024	2023
	€	€
Bonds		
Balance as at January 1	15,000,000	15,000,000
Funds withdrawn	108,000	-
Repayment	-108,000	-
Balance as at December 31	15,000,000	15,000,000
Short-term part	-15,000,000	-
Long-term part as at December 31	-	15,000,000

On March 1, 2022, Damen Ship Lease Finance B.V. issued 5,000 bonds at a nominal value of € 3,000 each, for a total amount of € 15,000,000. The bond loan must be fully repaid by February 28, 2025. An interest rate of 7% is applied to the liability, which is to be paid annually on the last day of February.

6. CURRENT LIABILITIES

	12/31/2024	12/31/2023
	€	€
Repayment obligation long-term debt		
Bonds	15,000,000	-
Trade payables		
Trade payables	750	-
Loans due to group companies		
Damen Ship Lease Coöperatie U.A.	106,668	108,369
The liability bears interest at a rate of 7.50%.		
Accruals and deferred income		
Accountant and administration fees	10,500	7,500
Interest bonds	880,274	880,274
	890,774	887,774

ASSETS AND LIABILITIES NOT APPEARING IN THE BALANCE SHEET

Contingent assets

Taxation

The company is part of the turnover and income tax group of Damen Ship Lease Coöperatie U.A. On that basis, the company is jointly and severally liable for the tax debt of the tax group as a whole.

NOTES TO THE PROFIT AND LOSS ACCOUNT 2024

	2024	2023
	€	€
7. Net turnover		
Interest	1,125,000	1,111,900
8. Cost of sales		
Interest	1,058,128	1,057,880
9. Other operating expenses		
General expenses	95,176	81,279
<i>General expenses</i>		
Audit fees	44,567	43,982
Advisory fees	40,563	34,754
Other general expenses	10,046	2,543
	95,176	81,279
10. Financial income and expenses		
Interest and similar expenses	-484	-537
11. Corporate income tax		
	2024	2023
	€	€
Corporate income tax	-9,829	-5,281

OTHER NOTES

Appropriation of the result for the 2023 financial year

The annual account for 2023 was adopted by the General Meeting held on March 28, 2024. The General Meeting has determined the appropriation of the result as it was proposed.

Recognition of the loss for 2024

In accordance with the legal provisions, the loss of € 18,959 for 2024 will be deducted from the other reserves.

Staff

During the 2024 financial year the company has no employees, and hence incurred no wages, salaries or related social security charges, nor during the previous period.

Closing paragraph

Preparation of the financial statements

The financial statements have thus been prepared and authorized for issue by the Board of Directors in Gorinchem on March 26, 2025.

Signing and adoption of the financial statements

The financial statements have been signed by the Board of Directors and the General Meeting and have thus been adopted in Gorinchem pursuant to Section 2:210 paragraph 5 of the Dutch Civil Code.

Damen Ship Lease Coöperatie U.A.
On behalf of
K. Damen

Signing date:

ValidSigned by Kommer Damen
on 26-03-2025

Damen Ship Lease Coöperatie U.A.
On behalf of
A.J. Damen

Signing date:

ValidSigned by Arnout Damen
on 26-03-2025

OTHER INFORMATION

INDEPENDENT AUDITOR'S REPORT

To: the shareholders and board of directors of Damen Ship Lease Finance B.V. registered at Gorinchem

Report on the audit of the financial statements 2024 included in the annual report

Our opinion

We have audited the financial statements 2024 of Damen Ship Lease Finance B.V., based in Gorinchem.

In our opinion the accompanying financial statements give a true and fair view of the financial position of Damen Ship Lease Finance B.V. as at December 31, 2024, and of its result for 2024 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

1. the balance sheet as at December 31, 2024;
2. the profit and loss account for 2024;
3. the cash flow statement of 2024;
4. the notes comprising a summary of the accounting policies and other explanatory information.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of Damen Ship Lease Finance B.V. in accordance with the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Report on the other information included in the annual report

The annual report contains other information, in addition to the financial statements and our auditor's report thereon.

Based on the following procedures performed, we conclude that the other information:

- is consistent with the financial statements and does not contain material misstatements;
- contains the information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

Management is responsible for the preparation of other information as required by Part 9 of Book 2 of the Dutch Civil Code.

Description of responsibilities regarding the financial statements

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, management is responsible for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, management should prepare the financial statements using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Management should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit assignment in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material errors and fraud during our audit.

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. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgement and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining 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;
- obtaining 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;
- evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- concluding on the appropriateness of management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a company to cease to continue as a going concern;

- evaluating the overall presentation, structure and content of the financial statements, including the disclosures; and
- evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 findings in internal control that we identify during our audit.

Gorinchem, March 26, 2025

Moore DRV Audit B.V.

ValidSigned by Diana van Vliet - de Swart
on 26-03-2025

A.W. van Vliet - de Swart MSc RA