

2020 BULKERS

Q2 2024

Unaudited Condensed Consolidated
Financial Statements for the three
and six months ended June 30, 2024

2020 Bulkers Ltd. and subsidiaries

Consolidated Statements of Operations

(In millions of US\$ except per share data)	3 months to June 30, 2024	3 months to June 30, 2023	6 months to June 30, 2024	6 months to June 30, 2023
Operating revenues				
Time charter revenues	18.1	16.8	37.8	29.0
Other operating income	0.4	0.3	0.7	0.7
Gain on sale of vessel	20.4	-	40.9	-
Total operating revenues	38.9	17.1	79.4	29.7
Operating expenses				
Vessel operating expenses	(3.4)	(5.0)	(8.2)	(10.0)
Voyage expenses and commission	(0.2)	(0.2)	(0.4)	(0.4)
General and administrative expenses	(0.9)	(0.8)	(2.0)	(1.8)
Depreciation and amortization	(2.3)	(3.0)	(5.0)	(5.9)
Total operating expenses	(6.8)	(9.0)	(15.6)	(18.1)
Operating profit	32.1	8.1	63.8	11.6
Financial expenses, net				
Interest expense	(0.8)	(2.8)	(3.6)	(5.5)
Other financial income (expense)	(0.1)	0.2	(0.3)	0.2
Total financial expenses, net	(0.9)	(2.6)	(3.9)	(5.3)
Net income before income taxes	31.2	5.5	59.9	6.3
Income tax	(0.1)	(0.7)	(0.3)	(0.7)
Net income	31.1	4.8	59.6	5.6
Per share information:				
Basic earnings per share	1.36	0.21	2.61	0.25
Diluted earnings per share	1.36	0.21	2.61	0.25
Consolidated Statements of Comprehensive Income				
Net income	31.1	4.8	59.6	5.6
Unrealized gain (loss) on interest rate swaps	-	(0.2)	(0.7)	(1.8)
Reclassification for gains included in the statements of operations due to hedge discontinuance	(1.6)	-	(2.1)	-
Translation adjustments	-	0.1	-	-
Other comprehensive income	(1.6)	(0.1)	(2.8)	(1.8)
Total comprehensive income	29.5	4.7	56.8	3.8

See accompanying notes that are an integral part of these Unaudited Condensed Consolidated Financial Statements

2020 Bulkers Ltd. and subsidiaries

Consolidated Balance Sheets

(In millions of US\$)	June 30,	December 31,
	2024	2023 (audited)
ASSETS		
Current assets		
Cash and cash equivalents	19.2	30.7
Restricted cash	0.1	0.1
Trade receivables	2.1	0.9
Accrued revenues	0.2	0.2
Other current assets	3.8	6.8
Total current assets	25.4	38.7
Long term assets		
Vessels and equipment, net and drydocking	251.5	337.4
Total long-term assets	251.5	337.4
Total assets	276.9	376.1
LIABILITIES AND EQUITY		
Current liabilities		
Current portion of long-term debt	-	14.8
Accounts payable	1.0	0.6
Accrued expenses	3.9	3.5
Declared cash distribution	-	4.1
Other current liabilities	1.9	3.0
Total current liabilities	6.8	26.0
Long term liabilities		
Long-term debt	109.9	189.1
Total long-term liabilities	109.9	189.1
Commitments and contingencies		
Equity		
Common shares of par value US\$1.0 per share: authorized 75,000,000 (2023:75,000,000). Issued and outstanding 22,870,906 (2023: 22,870,906)	22.9	22.9
Additional paid-in capital	0.7	1.5
Contributed surplus	12.1	11.2
Accumulated other comprehensive income	1.2	4.0
Retained earnings	123.3	121.4
Total shareholders' equity	160.2	161.0
Total liabilities and shareholders' equity	276.9	376.1

See accompanying notes that are an integral part of these Unaudited Condensed Consolidated Financial Statements

2020 Bulkers Ltd. and subsidiaries

Consolidated Statements of Cash Flows

(In millions of US\$)	3 months to June 30, 2024	3 months to June 30, 2023	6 months to June 30, 2024	6 months to June 30, 2023
Net income	31.1	4.8	59.6	5.6
Gain on sale of vessel	(20.4)	-	(40.9)	-
Cash received from settlement of interest rate swaps	-	-	2.9	-
Share based compensation	0.1	-	0.1	0.1
Depreciation and amortization	2.3	3.0	5.0	5.9
Change in trade receivables	0.7	(0.1)	(1.2)	1.3
Change in accrued revenues	(0.1)	-	-	-
Change in accounts payable	(0.4)	(0.2)	0.4	(0.2)
Change in other current assets and liabilities	(2.8)	(0.7)	(2.4)	(1.5)
Net cash provided by operating activities	10.5	6.8	23.5	11.2
Investing activities				
Net proceeds from sale of vessel	62.1	-	125.8	-
Capitalized drydocking costs	-	-	(2.2)	-
Net cash used in investing activities	62.1	-	123.6	-
Financing activities				
Repayment of long-term debt	(60.8)	(3.7)	(96.8)	(7.4)
Net proceeds from share issuance	-	-	-	2.0
Dividends paid	(48.3)	(3.9)	(61.8)	(6.3)
Net cash used in financing activities	(109.1)	(7.6)	(158.6)	(11.7)
Net increase (decrease) in cash and cash equivalents and restricted cash	(36.5)	(0.8)	(11.5)	(0.5)
Cash and cash equivalents and restricted cash at beginning of period	55.8	16.0	30.8	15.7
Cash and cash equivalents and restricted cash at end of period	19.3	15.2	19.3	15.2
Supplemental disclosure of cash flow information				
Interest paid	(2.4)	(2.7)	(5.0)	(5.3)
Income taxes paid	-	-	(0.2)	-

See accompanying notes that are an integral part of these Unaudited Condensed Consolidated Financial Statements

2020 Bulkers Ltd. and subsidiaries

Consolidated Statements of Changes in Shareholders' Equity

	Number of shares	Share capital	Additional paid-in capital	Contributed surplus	Other compre- hensive income (loss)	Retained earnings (deficit)	Total equity
<i>(In millions of US\$, except number of shares)</i>							
Consolidated balance as of December 31, 2022	22 220 906	22.2	0.5	28.2	9.2	95.8	155.9
Issue of common shares	400 000	0.4	1.6	-	-	-	2.0
Transfer ⁽¹⁾	-	-	(1.6)	1.6	-	-	-
Share based compensation	-	-	0.1	-	-	-	0.1
Cash distributions	-	-	-	(6.3)	-	-	(6.3)
Total comprehensive income for the period	-	-	-	-	(1.8)	5.6	3.8
Consolidated balance as of June 30, 2023	22 620 906	22.6	0.6	23.5	7.4	101.4	155.5
Issue of common shares	250 000	0.3	0.9	-	-	-	1.2
Cash distributions	-	-	-	(12.3)	-	-	(12.3)
Total comprehensive income for the period	-	-	-	-	(3.4)	20.0	16.6
Consolidated balance as of December 31, 2023	22 870 906	22.9	1.5	11.2	4.0	121.4	161.0
Transfer ⁽²⁾	-	-	(0.9)	0.9	-	-	-
Share based compensation	-	-	0.1	-	-	-	0.1
Dividends	-	-	-	-	-	(57.7)	(57.7)
Total comprehensive income for the period	-	-	-	-	(2.8)	59.6	56.8
Consolidated balance as of June 30, 2024	22 870 906	22.9	0.7	12.1	1.2	123.3	160.2

(1) At the 2023 Annual General Meeting held May 9, 2023, it was approved to reduce the Share Premium Account (Recognized as Additional paid-in capital in the Consolidated Statements of Changes in Shareholders' Equity) of the Company by US\$1,594,000 and to credit the same amount resulting from the reduction to the Company's Contributed Surplus account, with effect from May 9, 2023.

(2) At the 2024 Annual General Meeting held May 7, 2024, it was approved to reduce the Share Premium Account (Recognized as Additional paid-in capital in the Consolidated Statements of Changes in Shareholders' Equity) of the Company by US\$889,250 and to credit the same amount resulting from the reduction to the Company's Contributed Surplus account, with effect from May 7, 2024.

2020 Bulkera Ltd. and subsidiaries

Notes to the Unaudited Condensed Consolidated Financial Statements

1. GENERAL INFORMATION

2020 Bulkera Ltd. (together with its subsidiaries, the "Company" or the "Group" or "2020 Bulkera") is a limited liability company incorporated in Bermuda on September 26, 2017. The Company's shares are traded on Oslo Børs under the ticker "2020".

2020 Bulkera is an owner and operator of large dry bulk vessels. The Group has six Newcastlemax dry bulk vessels in operation.

Basis of presentation

Our consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). The condensed consolidated financial statements include the assets and liabilities of the parent company and wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated upon consolidation.

2. ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Company's consolidated financial statements for the year ended December 31, 2023, except for recently issued accounting standards as described in note 3.

3. RECENTLY ISSUED ACCOUNTING STANDARDS

Adoption of new accounting standards

There are no new accounting standards having a material impact on the Company.

4. INCOME TAXES

2020 Bulkera Ltd. is incorporated in Bermuda. 2020 Bulkera Ltd. transferred tax domicile from Bermuda to Norway effective August 9, 2022. Our vessel owning subsidiaries are taxed under the Norwegian Tonnage Tax Regime. The estimated income tax expense for the six months ended June 30, 2024, is US\$0.3 million (included in Accrued expenses) and is related to taxable net financial income (under the Norwegian Tonnage Tax Regime) primarily due to realized gains on interest rate swaps. The Group does not have any accrued interest or penalties relating to income taxes.

5. SEGMENT INFORMATION

Our chief operating decision maker, or the CODM, being our Board of Directors, measures performance based on our overall return to shareholders based on consolidated net income. The CODM does not review a measure of operating result at a lower level than the consolidated group and we only have one reportable segment. Our vessels operate worldwide and therefore management will not evaluate performance by geographical region as this information is not meaningful.

6. REVENUES

The Company recognized revenues from time charter contracts (described in note 8) during the three months ended June 30, 2024. The Company has recognized US\$0.2 million (US\$0.4 million as of June 30, 2023) of revenues which was not invoiced as of June 30, 2024, and the amount is recognized as Accrued revenues. In addition, the Company has invoiced US\$1.9 million (US\$0.7 million as of June 30, 2023) to customers which was not earned as of June 30, 2024, and the amount is recognized as Other current liabilities. During the three months ended June 30, 2024, the Company recognized US\$0.4 million (US\$0.3 million during the three months ended June 30, 2023) in management fee as Other operating income.

7. EARNINGS PER SHARE

(In US\$, except share numbers)	3 months to June 30, 2024	3 months to June 30, 2023	6 months to June 30, 2024	6 months to June 30, 2023
Basic earnings per share	1.36	0.21	2.61	0.25
Diluted earnings per share	1.36	0.21	2.61	0.25
Issued ordinary shares at the end of the period	22 870 906	22 620 906	22 870 906	22 620 906
Weighted average number of shares outstanding - basic	22 870 906	22 620 906	22 870 906	22 457 370
Weighted average number of shares outstanding - diluted	22 875 906	22 766 483	22 870 906	22 584 966

The computation of basic EPS is based on the weighted average number of outstanding shares during the period. Diluted EPS includes the potential effect of conversion of 60,000 of share options (2023: 60,000) outstanding issued to employees since the average share price for the three months to June 30, 2024, was above the strike price.

8. LEASES

Lessor

The Company had the following vessels on operating lease contracts as of June 30, 2024:

Vessel	Charterer	Charter expiry	Gross rate/day, USD
Bulk Sandefjord	Koch Shipping	Dec 26 - Dec 27	Index linked + premium + scrubber benefit
Bulk Santiago	Koch Shipping	Dec 26 - Dec 27	Index linked + premium + scrubber benefit
Bulk Shenzhen	Koch Shipping	Dec 26 - Dec 27	Index linked + premium + scrubber benefit
Bulk Sydney	Koch Shipping	Dec 26 - Dec 27	Index linked + premium + scrubber benefit
Bulk Sao Paulo	European charterer	Apr - Jun 25	Index linked + premium + scrubber benefit
Bulk Santos	European charterer	Apr - Jun 25	Index linked + premium + scrubber benefit

9. VESSELS AND EQUIPMENT, NET

(In millions of US\$)	Vessels and equipment, net	Drydocking	Total
Cost as of December 31, 2022	383.4	-	383.4
Capital expenditures	-	-	-
Cost as of December 31, 2023	383.4	-	383.4
Capital expenditures	-	2.2	2.2
Asset transfers to held for sale	-	-	-
Asset disposals	(95.5)	-	(95.5)
Cost as of June 30, 2024	287.9	2.2	290.1
Accumulated depreciation as of December 31, 2022	34.4	-	34.4
Depreciation	11.6	-	11.6
Accumulated depreciation as of December 31, 2023	46.0	-	46.0
Depreciation	4.9	0.1	5.0
Asset transfers to held for sale	-	-	-
Asset disposals - accumulated depreciation	(12.4)	-	(12.4)
Accumulated depreciation as of June 30, 2024	38.5	0.1	38.6
Balance as of December 31, 2023	337.4	-	337.4
Balance as of June 30, 2024	249.4	2.1	251.5

See note 11 for information on sale of the vessels Bulk Shanghai and Bulk Seoul.

10. RELATED PARTY TRANSACTIONS

In March 2023, Magnus Halvorsen, Chairperson of the Company, exercised 400,000 share options at a strike price of US\$4.985.

In November 2023, Kate Blankenship, Director of the Company, exercised 75,000 share options at a strike price of US\$4.445.

In December 2023, Vidar Hasund, Chief Financial Officer of the Company, exercised 75,000 share options at a strike price of US\$4.445.

11. DEBT

(In millions of US\$)	June 30, 2024	December 31, 2023 (audited)
<i>Pledged</i>		
Term loan Tranche I ("Bulk Sandefjord"), balloon payment April 2029	17.9	22.9
Term loan Tranche II ("Bulk Santiago"), balloon payment April 2029	18.3	23.3
Term loan Tranche V ("Bulk Shenzhen"), balloon payment April 2029	18.8	23.8
Term loan Tranche VI ("Bulk Sydney"), balloon payment April 2029	18.8	23.7
Term loan Tranche VII ("Bulk Sao Paulo"), balloon payment April 2029	19.2	24.2
Term loan Tranche VIII ("Bulk Santos"), balloon payment April 2029	19.6	24.6
<i>Other long term debt</i>		
Vessel financing ("Bulk Seoul")	-	32.0
Vessel financing ("Bulk Shanghai")	-	32.0
Long-term debt, gross	112.5	206.5
Less current portion long term debt	-	(14.8)
Less deferred loan costs	(2.6)	(2.6)
Total long-term debt	109.9	189.1

Term loan facility

In April 2024, the Company signed an agreement to refinance and amend its US\$162.5 million Term Loan Facility maturing in March 2027. Pursuant to the new agreement, the Company repaid US\$27.5 million of the outstanding amount under the Term Loan Facility, which was replaced with a new non-amortizing US\$112.5 million Loan Facility maturing in April 2029. The new Loan Facility has an interest rate of SOFR+195 bps in margin.

The term loan facility contains the following financial covenants for the Group (i) value adjusted equity shall be equal to or greater than 30% of value adjusted total assets, (ii) working capital (defined as consolidated current assets minus consolidated current liabilities (excluding current portion of long term debt and subordinated shareholder loans)) shall at all times be no less than US\$0 and (iii) free and available cash shall at all times be the greater of (a) US\$1.25 million per delivered vessel and (b) 5% of total debt. As of June 30, 2024, we were compliant with the covenants and our obligations under the term loan facility agreement. The vessels are pledged upon draw down of the loan facility, with cross collateral agreements in place for each vessel within the term loan facility.

In March 2024, the Company terminated the interest rate swaps and received a cash settlement of approximately US\$2.9 million. The amount will be transferred to the statements of operations reducing interest expense until original maturity of the interest rate swaps in August and September 2024.

Sale and leaseback arrangement

In October 2019, the Company entered into a sale and leaseback arrangement with Ocean Yield for its two Newcastlemax vessels, Bulk Seoul and Bulk Shanghai. The vessels were delivered from the yard on October 30, 2019, and November 6, 2019, respectively, and were at delivery sold to Ocean Yield for a price per vessel of US\$42 million, net of a US\$5 million sellers' credit. The vessels were chartered back to the Company on thirteen year bareboat charters which included a purchase obligation at the end of the respective charter periods and certain options to either sell or acquire the vessels during the charter periods. The bareboat charter hire was US\$6,575 per day plus an adjustment based on LIBOR plus a margin of 450 basis points. Since the Company had purchase obligations at the end of the charter periods, the Company accounted for the transaction as a financing arrangement. The Company pledged the shares in the subsidiaries chartering the vessels back from Ocean Yield and issued certain guarantees in line with standard terms contained in sale and leaseback transactions.

In February 2024, the Company signed an agreement to sell the vessels Bulk Shanghai and Bulk Seoul to an unaffiliated third party for a total consideration of US\$127.5 million. The Company exercised its option with Ocean Yield to effectuate the sale. Bulk Shanghai and Bulk Seoul were delivered to the new owner on March 20, 2024, and April 4, 2024, respectively, and the sale and leaseback arrangements were settled. The Company recognized a total gain of US\$40.9 million for the sale of Bulk Shanghai and Bulk Seoul during the six months ended June 30, 2024.

The outstanding long term debt, as of June 30, 2024, is repayable as follows:

(In millions of US\$)	
2029	112.5

12. FINANCIAL ASSETS AND LIABILITIES

Foreign currency risk

The majority of our transactions, assets and liabilities are denominated in United States dollars. However, we incur expenditure in currencies other than United States dollars, mainly in Norwegian kroner. There is a risk that currency fluctuations in transactions incurred in currencies other than the functional currency will have a negative effect on the value of our cash flows. We are then exposed to currency fluctuations and we may enter into foreign currency swaps to mitigate such risk exposures.

Fair values

The guidance for fair value measurements applies to all assets and liabilities that are being measured and reported on a fair value basis. This guidance enables the reader of the financial statements to assess the inputs used to develop those measurements by establishing a hierarchy for ranking the quality and reliability of the information used to determine fair values. The same guidance requires that assets and liabilities carried at fair value should be classified and disclosed in one of the following three categories based on the inputs used to determine its fair value:

Level 1: Quoted market prices in active markets for identical assets or liabilities;

Level 2: Observable market based inputs or unobservable inputs that are corroborated by market data;

Level 3: Unobservable inputs that are not corroborated by market data.

The carrying value and estimated fair value of our cash and financial instruments were as follows:

(In millions of US\$)	Hierarchy	June 30, 2024		December 31, 2023 (audited)	
		Fair value	Carrying value	Fair value	Carrying value
<i>Assets</i>					
Cash and cash equivalents	1	19.2	19.2	30.7	30.7
Restricted cash	1	0.1	0.1	0.1	0.1
Other current assets (interest rate swaps)	2	-	-	4.0	4.0
<i>Liabilities</i>					
Current portion of long-term debt	2	-	-	14.8	14.8
Long-term debt	2	112.5	109.9	193.4	189.1

Financial instruments included in the consolidated financial statements within 'Level 1 and 2' of the fair value hierarchy are valued using quoted market prices, broker or dealer quotations or alternative pricing sources with reasonable levels of price transparency.

There have been no transfers between different levels in the fair value hierarchy during the periods presented.

Concentrations of risk

There is a concentration of credit risk with respect to cash and cash equivalents to the extent that all of the amounts are carried with Danske Bank and Nordea Bank. However, we believe this risk is remote, as Danske Bank and Nordea Bank are established financial institutions.

13. SHARE BASED PAYMENT COMPENSATION

In April 2022, the Board approved a grant of 60,000 share options to employees. Each share option gives the holder the right to purchase one share in the Company at an exercise price of US\$18 per share. The exercise price will be reduced by any dividends and cash distributions paid. The share options vest equally over a three year vesting period, commencing one year from date of grant and will expire five years after the grant date. The total estimated cost is approximately US\$321k and will be expensed over the requisite service period. US\$27k has been expensed in the three months ended June 30, 2024 (US\$27k during the three months ended June 30, 2023).

As of June 30, 2024, 40,000 vested and 20,000 unvested share options were outstanding.

14. COMMITMENTS AND CONTINGENCIES

The Company insures the legal liability risks for its shipping activities with Assuranceforeningen SKULD and Assuranceforeningen Gard Gjensidig, both mutual protection and indemnity associations. As a member of these mutual associations, the Company is subject to calls payable to the associations based on the Company's claims record in addition to the claim records of all other

members of the associations. A contingent liability exists to the extent that the claims records of the members of the associations in the aggregate show significant deterioration, which result in additional calls on the members.

To the best of our knowledge, there are no legal or arbitration proceedings existing or pending which have had or may have significant effects on our financial position or profitability and no such proceedings are pending or known to be contemplated.

15. SUBSEQUENT EVENTS

Dividends

In July 2024, the Company declared a dividend of US\$0.2 per share for June 2024.

In August 2024, the Company declared a dividend of US\$0.2 per share for July 2024.

RECONCILIATION OF ALTERNATIVE PERFORMANCE MEASURES

(In millions of US dollars)	3 months to June 30, 2024	3 months to June 30, 2023	6 months to June 30, 2024	6 months to June 30, 2023
Operating profit	32.1	8.1	63.8	11.6
Depreciation and amortization	(2.3)	(3.0)	(5.0)	(5.9)
EBITDA	34.4	11.1	68.8	17.5

(In millions of US dollars, except per day data)	3 months to June 30, 2024	3 months to June 30, 2023	6 months to June 30, 2024	6 months to June 30, 2023
Time charter revenues	18.1	16.8	37.8	29.0
Address commission	(0.6)	(0.6)	(1.3)	(1.0)
Operating revenues, gross	18.7	17.4	39.1	30.0
Fleet operational days	546	728	1 224	1 448
Average time charter equivalent rate, gross	34 300	23 800	32 000	20 700

The European Securities and Markets Authority (“ESMA”) issued guidelines on Alternative Performance Measures (“APMs”) that came into force on July 3, 2016. The Company has defined and explained the purpose of the following APMs:

EBITDA, when used by the Company, means operating profit (loss) excluding depreciation and amortization. The Company has included EBITDA as a supplemental disclosure because the Company believes that the measure provides useful information regarding the Company’s ability to service debt and pay dividends and provides a helpful measure for comparing its operating performance with that of other companies.

Average time charter equivalent rate, gross, when used by the Company, means time charter revenues and voyage charter revenues excluding address commission, less voyage charter expenses and adjusted from “load to discharge” basis to “discharge to discharge” basis and divided by operational days. The Company has included Average time charter equivalent rate, gross, as a supplemental disclosure because the Company believes that the measure provides useful information regarding the fleets’ daily income performance.

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