



QUARTERLY REPORT 4-2019

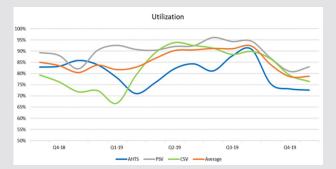
# REPORT

# 4<sup>RD</sup> QUARTER & FULL YEAR 2019

- The discussions with the financial creditors to find a consensus based long-term solution for the Company's financial situation continues
- Revenues for the fourth quarter of 2019 was MNOK 1,247 vs MNOK 1,192 in 2018
- EBITDA (adjusted) for the fourth quarter was MNOK 319 vs MNOK 247 in 2018
- 2019 vs 2018 full year EBITDA (adjusted) improved by MNOK 471
- Impairment of MNOK 587 for Q4 2019 (MNOK 867 FY2019)
- Booked equity per 31 December 2019 was negative with MNOK 3,583
- The activity level in the market shows signs of improvement, but with seasonal variation, especially in the North Sea

### THE COMPANY

Solstad Offshore ASA (the "Company" (together with its subsidiaries being referred to as the "Group")) is a world leading owner and operator of offshore service vessels. As per December 2019, the Company owns and/or operates a fleet of in total 135 vessels The overall utilization for the operational fleet in 4Q 2019 was 80% (83% in 2018). The utilization was 81% (76%) for the CSV fleet, 74% (84%) for the AHTS fleet and 84% (87%) for the PSV fleet.



## FINANCIAL SUMMARY

Operating income for 4Q 2019 amounted to MNOK 1,247 compared to MNOK 1,192 4Q 2018.

Revenues for the full year increased by MNOK 335, from MNOK 4,910 to MNOK 5,245. The improvement is mainly related to higher activity in the North Sea.

Operating expenses in 4Q 2019 amounted to MNOK 969, of which MNOK 864 are classified as vessel operating expenses. Compared to 4Q 2018 vessel operating expenses decreased by MNOK 86. Operating result before depreciation was MNOK 278 in 4Q 2019 compared to MNOK 112 in 4Q 2018. Administrative expenses for 4Q 2019 was MNOK 105, compared to MNOK 90 for 4Q 2018.

EBITDA (adjusted) ended at MNOK 319 in 4Q 2019 compared to

MNOK 247 for 4Q 2018. EBITDA (adjusted) for the full year of 2019 was MNOK 1,480 vs MNOK 1,009 in 2018, being a year-to-year improvement of MNOK 471.

During the 4Q 2019 the currency exchange rate for USD versus NOK has weakened. As a result, there is a positive currency effect relating to the Company's debt of MNOK 190. For the full year the currency exchange rate for USD versus NOK has strengthened and there is a negative currency effect of MNOK 121 per 31 December 2019.

Based on the impairment test per year-end of 2019, vessels were impaired by MNOK 587 in 4Q 2019, bringing the total for the year up to MNOK 867. The main reasons for the increased impairment compared to 3Q 2019 are updated assumptions in the forecast (long term business plan) for several vessels.

Ordinary result before taxes for 4Q 2019 ended negative with MNOK 842 compared to negative MNOK 3,070 for 4Q 2018

Total booked equity at the end of the period was negative MNOK 3,583.

#### FINANCE

In light of a challenging market situation and the difficult financial situation, a number of the companies within the Group have entered into agreements with a number of their key financial creditors for the suspension and deferral of payments under the companies' financing agreements until 31 March 2020 (the "Suspension"). The Suspension is subject to agreed milestones being met during the suspension period. Payments under the Company's bond issue with ISIN NO 001 0713548 are deferred and suspended during the same period. In addition, the bondholders under Solship Invest 1 AS' bond issue with ISIN NO 001077994.5 have agreed to waive certain covenants under the bond issue until 31 March 2020. The implemented measures are temporary only and the Company has since second half of 2018 been working to find a long-term solution to its financial challenges. If found a longterm solution, this is expected to involve a comprehensive restructuring of the Company's balance sheet, including a significant dilution of the shareholders.

This report is prepared on the assumption of a going concern. However, the financial situation of the Group is unsustainable as equity is negative and liquidity is under pressure. The longterm viability of the Group's business depends on finding a solution to its financial situation. The Company is in continuous discussions with its key creditors. The going concern assumption is based on the board's view that the Company's efforts in this respect have a possibility of success. The outcome of the discussions and the going concern assumption are nevertheless subject to material uncertainty. If the discussions are not successful, and in the event the Group should be forced to realize its assets, there is a risk that these will be realized at a significantly lower value than the carrying amount, as value in use is higher than estimated sales values for several of the vessels. For further information, please see Annual Report 2018 Note 1,2, 4 and 29.

#### CASH FLOW AND CASH POSITION

During 4Q 2019, the overall cash position of the Company improved from MNOK 1,033 to MNOK 1,134. The net cash flow from operations was positive with MNOK 416 for 4Q 2019. Net cash flow from investments was negative by MNOK 89. Net interest paid to lenders was MNOK 63, and net installments paid to lenders were MNOK 150 during the quarter. In addition there were negative currency fluctuations of MNOK 12 due to NOK/USD exchange rate.

#### SALE OF VESSELS

The Company has sold the PSV Far Swift (UT 755 built 2003). Delivery of the vessel to the new owner took place on October 31st, 2019. The sale of the vessels has a minor positive accounting effect for 4Q 2019.

#### SUBSEQUENT EVENTS

The Company and SFL Corporation Ltd have agreed to terminate the bareboat charter agreements for the threemedium size AHTS's Sea Cheetah, Sea Jaguar and Sea Leopard. The vessels are expected to be handed back to SFL during 1Q 2020. All three vessels have been laid up since 2016.

#### OUTLOOK

The Company see some increase in the global offshore activity, which can impact the demand for offshore vessels positively, but with seasonal variations.

The increased activity level during 4Q 2019 resulted in a number of new contracts during the quarter. Contracts were awarded in all main regions and within all segments the company operates.

The large number of vessels that are in lay-up, globally, might continue to put pressure on achievable rate-levels. But, the combination of specification, age, condition and activation cost will probably make a substantial part of this fleet irrelevant for future contracts within offshore.

The Company's backlog is approximately MNOK 8,200, whereof approximately MNOK 3,900 is for execution in 2020.



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#### RISK

The Company is exposed to market, commercial, operational, liquidity and financial risks that affect the assets, liabilities, available liquidity and future cash flows. Given the difficult market situation within the offshore industry, the Company considers that these risks are high. There is established a risk mitigation framework based on identifying, assessing and managing risks, including plans and procedures in order to handle risk.

Market and operational risks are changes in demand for and prices of services provided by the Company, and potential adverse effects of the provision of such services. The Company evaluates measures to reduce risk exposure as mentioned above. Since 2014, following the significant drop in oil prices, market volatility has been high. This has resulted in increased uncertainty in the oil and gas sector, which also affects the Company's counterparties. Furthermore, the increased uncertainty also affects the valuation of the Company's assets, and the Company is therefore exposed to increased risk in this respect.

The Company is exposed to interest rate and currency risk, primarily through long-term financing and long-term contracts.

The Group is in a challenging financial position and has implemented measures to preserve liquidity. The cash position of the Group is being monitored closely. The long-term viability of the Group will require the establishment of a long-term financial platform. For further details, reference is made to section "Finance" and Annual Report 2018 Note 1, 2, 4 and 29.

#### THE COMPANY AND ITS SHAREHOLDERS

As of today, Solstad Offshore ASA has 10,317 shareholders, and approximately 16% of the shares are owned by foreign shareholders.

The Company's market value at Oslo Stock Exchange is MNOK 254.

#### STATEMENT FROM THE BOARD AND CEO

We confirm that the consolidated accounts for the period 1 January to 31 December, 2019 are to the best of our knowledge, prepared in accordance with IAS 34. The bi-annual report and the figures used for the quarterly reporting give a fair and true value of the enterprise and group's assets, debts, financial position and result which, in its entirety, gives a true overview of the information in accordance with § 5-6 fourth paragraph of the Securities Trading Act.

Board of Directors in Solstad Offshore ASA Skudeneshavn 27.02.2020

Harald Espeda Chairman

Haw Sordad

Ellen Solstad Director

(i) Obidesur

Harald Thorstein

Sault

Lars Peder Solstad CEO

Toril Fidesvik Director

Frank O Reite Director

Merete Haugli Director

# CONDENSED STATEMENT OF COMPREHENSIVE INCOME

Note2019201920192019Operating expenses2,3.43,46,7131,92,2535,24.644,910.095Vesel operating expenses-86.848-90.0473,32.2133,32.215Administrative expenses-104.99-91.043-3,32.3133,32.215Operating expenses-104.99-104.057-1,44.0792,44.07.99Operating expenses-104.99-1,080.57-3,95.39-4,24.215Operating result before depreciations3277,83-1,145.013-1,43.0183Ingainemit5-355.05-2,20.40.00-2,89.000-3,97.303Operating result before depreciation-557.128-2,00.600-3,97.303-3,97.303Operating result-652.78-2,30.20-3,97.304-3,97.304-3,97.304Operating expenses-7-3,37.34-0,40.13-3,97.304-2,14.13-2,14.13-2,14.13Result from Joint Ventures7-3,97.334-0,41.24-3,97.304-3,97.304-2,14.13			Unaudited	Unaudited	Unaudited	Audited
Operating income         2,3,4         1,246,713         1,192,253         5,244,881         4,910,095           Vessel operating expenses         -104,993         -90.441         -417,952         -481,791           Administrative expenses         0         -39,658         0         -33,527,380         -3,852,075           Administrative expenses         0         -39,658         0         -104,0931         -90.441         -417,952         -481,781           Operating lease vessels         0         -39,650         -32,640,00         -33,953,933         -4,487,880           Operating result before depreciations         3         277,936         111,675         1,296,939         422,215           Ordinary depreciation         5         -587,162         -2,046,000         -866,902         -2,896,000           Net gain / loss on sale of assets         13,049         -1,038         11,774         -63,199           Operating result         -652,783         -2,308,204         -1,001,069         -3,973,066           Result from associated companies         7         9,333         6,861         40,766         53,185           Total other items         -2,171         6,647         14,827         12,271           Result from Joint Ventures		Note	2019	2018	2019	2018
Vessel operating expenses         -863,884         -950,479         -3,527,380         -3,852,075           Administrative expenses         -104,993         -90,441         417,962         -481,791           Operating lease vessels         0         -3,658         0         -13,6014           Total operating result before depreciations         3         277,836         111,675         1,299,539         422,215           Ordinary depreciation         5         -565,07         -37,2400         1,446,517         -1,360,000           Net gain/loss on sale of assets         13,049         -1,038         12,784         -63,199           Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         9,333         6,861         40,766         53,195           Total other items         -21,444         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Result from associated companies         7         9,333         6,681         40,766         53,035           Total other items         -21,44         -1,142         24,470         21,280         11,646,510         1,645,855			01.10-31.12	01.10-31.12	01.01-31.12	01.01-31.12
Administrative expenses       -104,993       -90,441       -417,962       -481,791         Operating lease vessels       0       -39,658       0       -154,014         Total operating expenses       4       -966,877       -1,080,578       -3,945,343       -4,487,880         Operating result before depreciations       3       277,836       111,075       1,299,539       422,215         Ordinary depreciation       5       -587,162       -2,046,000       -866,902       -2,2896,000         Net gain/ loss on sale of assets       13,049       -1.038       12,784       -63,199         Operating result       -652,783       -2,308,204       -1,001,096       -3,973,066         Result from Joint Ventures       7       -30,746       -8,003       -16,296       -13,906         Result from associated companies       7       9,333       6,861       40,766       53,185         Total other items       -21,414       -1,142       24,470       21,2201         Result from associated companies       7       9,333       6,861       40,766       35,185         Total other items       -21,414       -1,142       24,700       21,2211       Result from associated companies       7       9,333       6,861 <t< th=""><th>Operating income</th><th>2,3,4</th><th>1,246,713</th><th>1,192,253</th><th>5,244,881</th><th>4,910,095</th></t<>	Operating income	2,3,4	1,246,713	1,192,253	5,244,881	4,910,095
Operating lease vessels         0         -39,658         0         -154,014           Total operating expenses         4         -968,877         -1,080,578         -3,945,343         -4,487,880           Operating result before depreciation         5         -356,507         -372,840         -1,446,517         -1,436,513         -1,436,513         -1,436,513         -1,436,513         -1,436,513         -1,436,513         -1,436,513         -42,846,000         866,902         -2,896,000         Net gain/loss on sale of assets         -1,010,96         -3,973,066         -3,973,066         -3,973,066         -3,973,066         -13,906         -3,973,066         -13,906         Result from Joint Ventures         7         9,333         6,861         40,766         35,185         Total other items         -1,52,96         -13,906         Result from associated companies         7         9,333         6,861         40,766         35,185         Total other items         -2,751         6,647         14,827         12,271         Result from associated companies         7         9,333         6,861         40,766         35,185         Total other items         -2,751         6,647         14,827         12,271         Result from associated company gain/-loss         189,875         -325,470         -12,0737         -326,203	Vessel operating expenses		-863,884	-950,479	-3,527,380	-3,852,075
Total operating expenses         4         -968,877         -1,080,578         -3,945,343         -4,487,880           Operating result before depreciation         5         -356,507         -372,840         1,446,617         -1,436,083           Impairment         5         -587,162         -2,046,000         -866,902         -2,896,000           Net gain/ loss on sale of assets         13,049         -1.038         12,784         -63,199           Operating result         -652,783         -2,208,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         9,333         6,661         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,467         2,399         -17,241         -30,035           Unrealised currency gain/-loss         189,875         -325,470         -120,737         -352,037           Untersit francing         -167,600         -760,205         -1,781,868         -1,890,078           Ordinary result before taxes         -841,797         -3,09,519         -2,787,146         -5,887,730	Administrative expenses		-104,993	-90,441	-417,962	-481,791
Operating result before depreciations         3         277,836         111,675         1,299,539         422,215           Ordinary depreciation         5         -356,507         -372,840         -1,445,617         -1,435,083           Impairment         5         -587,162         -2,046,000         -866,902         -2,896,000           Net gain/loss on sale of assets         13,049         -1,038         12,784         -63,199           Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         -9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,487         2,399         -17,241         -30,035           Interest income         422,35         -31,808         15,794         -65,423           Net financial charges /-income         422,35         -31,808         12,644,510         -1,456,854           Net financial charges /-income         422,35         -31,808         15,794         -65,423           Ordinary result b	Operating lease vessels		0	-39,658	0	-154,014
Drdinary depreciation         5         -356,507         -372,840         -1,446,517         -1,436,083           Impairment         5         -587,162         -2,046,000         -866,902         -2,896,000           Net gain/loss on sale of assets         13,049         -1,038         12,784         -63,199           Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         -30,746         -8,003         -16,296         -13,906           Result from associated companies         7         9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,271           Realised currency gain/-loss         199,875         -325,470         -120,737         -352,037           Interest charges         -370,774         -412,513         -1,644,510         -1,454,854           Net financial charges /-income         42,035         -31,880         -5,841,865           Taxes ordinary result         9         -159,293         -2,739         -442,643         -45,865           Taxes ordinary result         9         -159,293         -2,71,47         54,087         100,716	Total operating expenses	4	-968,877	-1,080,578	-3,945,343	-4,487,880
Impairment         5         -587,162         -2,046,000         -866,902         -2,896,000           Net gain/loss on sale of assets         13,049         -1,038         12,784         -63,199           Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         -9,0746         -8,003         -16,295         -13,906           Result from associated companies         7         9,333         6,614         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,220           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         189,875         -325,470         -120,737         -352,037           Interest income         2,073         -325,470         -120,737         -352,037         -146,430         -45,455           Net financial charges / -income         42,035         -31,897         -30,69,551         -2,728,494         -5,841,895           Taxes ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           Todia differences on translating foreign operations         15,284         -27,147	Operating result before depreciations	3	277,836	111,675	1,299,539	422,215
Net gain/ loss on sale of assets         13,049         -1,038         12,784         -63,199           Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         -30,746         -8,003         -16,296         -13,906           Result from associated companies         7         9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,220           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,487         -3293         -17,241         -30,35           Unrealised currency gain/-loss         139,875         -325,407         -412,513         -1,644,510         -1,454,854           Net financial charges / -income         42,035         -31,808         15,794         -65,243           Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           RESULT         -1,001,089         -3,01,290         -2,877,136         -5,867,730           Other comprehensive	Ordinary depreciation	5	-356,507	-372,840	-1,446,517	-1,436,083
Operating result         -652,783         -2,308,204         -1,001,096         -3,973,066           Result from Joint Ventures         7         -30,746         -8,003         -16,296         -13,906           Result from associated companies         7         9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,487         2,939         -17,241         -30,035           Unrealised currency gain/-loss         189,875         -325,470         -120,737         -352,037           Interest charges         -370,774         -412,513         -1,64,510         -1,454,854           Net financial charges / -income         42,035         -31,808         15,794         -65,423           Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Ordinary result before taxes         -9         -159,293         -21,739         -148,643         -45,865           RESULT         -1,001,089         -3,912,290         -2,877,136         5,887,730           Other comprehensive income:         <	Impairment	5	-587,162	-2,046,000	-866,902	-2,896,000
Result from Joint Ventures         7         -30,746         -8,003         -16,296         -13,906           Result from associated companies         7         9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,221           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/ -loss         -31,487         2,939         -17,241         -30,035           Unrealised currency gain/ -loss         189,875         -325,470         -120,737         -352,037           Interest charges         -370,774         -41,2513         -1,644,8510         -1,454,854           Net financial charges /-income         42,035         -31,808         15,794         -55,823           Ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           Taxes ordinary result         9         -159,293         -21,739         -148,643         -45,865           RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:         Exchange differences on translating foreign operations         15,784         -27,147         54,087         10	Net gain/ loss on sale of assets		13,049	-1,038	12,784	-63,199
Result from associated companies         7         9,333         6,861         40,766         35,185           Total other items         -21,414         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,487         2,939         -17,241         -30,035           Unrealised currency gain/-loss         189,875         -325,470         -120,737         -352,037           Interest frages         -370,774         -412,513         1,644,510         -1,454,854           Net financial charges / -income         42,035         -31,808         15,794         -65,423           Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           Taxes ordinary result         9         -159,293         -21,739         -448,643         -45,865           RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:         -         -         -         -           Exchange differences on translating foreign operations         15,284<	Operating result		-652,783	-2,308,204	-1,001,096	-3,973,066
Total other items         -21,414         -1,142         24,470         21,280           Interest income         2,751         6,647         14,827         12,271           Realised currency gain/ -loss         -31,467         2,939         -17,241         -30,035           Unrealised currency gain/ -loss         189,875         -325,470         -120,737         -352,037           Interest charges         -370,774         -412,513         -1,644,510         -1,454,854           Net financial charges / -income         42,035         -31,808         15,794         -65,423           Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Taxes ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:         -         -         -         -           Exchange differences on translating foreign operations         15,284         -2,71,47         54,087         100,716           Available-for-sale financial assets         0         -1,562         0         549           Actuarial gain/ loss         -2,780,884         -5,776,369	Result from Joint Ventures	7	-30,746	-8,003	-16,296	-13,906
Interest income         2,751         6,647         14,827         12,271           Realised currency gain/-loss         -31,487         2,939         -17,241         -30,035           Unrealised currency gain/-loss         139,875         -325,470         -120,737         -352,037           Interest charges         -370,774         -412,513         -1,644,510         -1,454,854           Net financial charges / -income         42,035         -31,808         15,794         -65,423           Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           Taxes ordinary result         9         -159,293         -21,739         -146,643         -45,865           RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:         -2         -2         -2,7147         54,087         100,716           Available-for-sale financial assets         0         -1,562         0         549           Actuarial gain/ loss         42,165         13,066         42,165         10,096           OTHER COMPREHENSIVE INCOME         -943,640	Result from associated companies	7	9,333	6,861	40,766	35,185
Realised currency gain/ -loss       -31,487       2,939       -17,241       -30,035         Unrealised currency gain/ -loss       189,875       -325,470       -120,737       -352,037         Interest charges       -370,774       -412,513       -1,644,510       -1,454,854         Net financial charges / -income       42,035       -31,808       15,794       -65,423         Net financing       -167,600       -760,205       -1,751,868       -1,890,078         Ordinary result before taxes       -841,797       -3,069,551       -2,728,494       -5,841,865         Taxes ordinary result       9       -159,293       -21,739       -148,643       -45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:       -27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:       -1,007       5,311       264       -29,536         Majority share       -1,007	Total other items		-21,414	-1,142	24,470	21,280
Realised currency gain/ -loss       -31,487       2,939       -17,241       -30,035         Unrealised currency gain/ -loss       189,875       -325,470       -120,737       -352,037         Interest charges       -370,774       -412,513       -1,644,510       -1,454,854         Net financial charges / -income       42,035       -31,808       15,794       -65,423         Net financing       -167,600       -760,205       -1,751,868       -1,890,078         Ordinary result before taxes       -841,797       -3,069,551       -2,728,494       -5,841,865         Taxes ordinary result       9       -159,293       -21,739       -148,643       -45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:       -27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:       -1,007       5,311       264       -29,536         Majority share       -1,007	Interest income		2.751	6.647	14.827	12.271
Unrealised currency gain/ -loss       189,875       -325,470       -120,737       -325,037         Interest charges       -370,774       -412,513       -1,644,510       -1,454,854         Net financial charges / -income       42,035       -31,808       15,794       -65,423         Net financing       -167,600       -760,205       -1,751,868       -1,890,078         Ordinary result before taxes       -841,797       -3,069,551       -2,728,494       -5,841,865         Taxes ordinary result       9       -159,293       -21,739       -148,643       -45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:       -       -       -       -         Exchange differences on translating foreign operations       15,284       -27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       -1,007       5,311       264       -29,566         Majority share       -1,007       5,311       264       -29,568         Non-controlling interests       -1,007       5,311       264       -29,568         Majority share       -1,007       <						
Interest charges       -370,774       -412,513       -1,644,510       -1,454,854         Net financial charges / -income       42,035       -31,808       15,794       -65,423         Net financing       -167,600       -760,205       -1,751,868       -1,890,078         Ordinary result before taxes       -841,797       -3,069,551       -2,728,494       -5,841,865         Taxes ordinary result before taxes       -1,001,089       -3,091,290       -2,877,136       -45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:       -       -       -       -         Exchange differences on translating foreign operations       15,284       -27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,877,401       -5,858,194         Earnings per share       -1,007       5,311       264       -29,536         Majority share       -3,006,601       -2,877,401       -5,858,194         Earnings per share       -1,007 <td< td=""><td>· · ·</td><td></td><td></td><td></td><td></td><td>· · · · ·</td></td<>	· · ·					· · · · ·
Net financial charges / -income       42,035      31,808       15,794      65,423         Net financing      167,600       -760,205       -1,751,868       -1,890,078         Ordinary result before taxes      841,797      3,069,551      2,728,494       -5,841,865         Taxes ordinary result       9       -159,293      21,739       -148,643      45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:       -       -       -27,147       54,087       100,716         Exchange differences on translating foreign operations       15,284      27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/loss       -42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:       -1,007       5,311       264       -29,536         Majority share       -1,007       5,311       264       -29,536         Majority share       -1,007       5,311       264       -29,536         Majority share			-370,774	-412,513	-1,644,510	· · · · · · · · · · · · · · · · · · ·
Net financing         -167,600         -760,205         -1,751,868         -1,890,078           Ordinary result before taxes         -841,797         -3,069,551         -2,728,494         -5,841,865           Taxes ordinary result         9         -159,293         -21,739         148,643         -45,865           RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:         -         -         -2,27,147         54,087         100,716           Exchange differences on translating foreign operations         15,284         -27,147         54,087         100,716           Available-for-sale financial assets         0         -1,562         0         549           Actural gain / loss         42,165         13,066         42,165         10,096           OTHER COMPREHENSIVE INCOME         -943,640         -3,106,934         -2,780,884         -5,776,369           Result attributable to:         -10,007         5,311         264         -29,536           Majority share         -1,007         5,311         264         -29,536           Majority share         -1,007         5,311         264         -29,536           Majority share         -1,007         5,311	Net financial charges / -income		42,035	-31,808	15,794	-65,423
Taxes ordinary result       9       -159,293       -21,739       -148,643       -45,865         RESULT       -1,001,089       -3,091,290       -2,877,136       -5,887,730         Other comprehensive income:			-167,600	-760,205	-1,751,868	-1,890,078
RESULT         -1,001,089         -3,091,290         -2,877,136         -5,887,730           Other comprehensive income:               Exchange differences on translating foreign operations         15,284         -27,147         54,087         100,716           Available-for-sale financial assets         0         -1,562         0         549           Actuarial gain / loss         42,165         13,066         42,165         10,096           OTHER COMPREHENSIVE INCOME         -943,640         -3,106,934         -2,780,884         -5,776,369           Result attributable to:         -1,007         5,311         264         -29,536           Majority share         -1,000,083         -3,096,601         -2,877,401         -5,858,194           Earnings per share         -3,44         -10.61         -9.87         -20,20           Other comprehensive income attributable to:         -1,007         5,311         264         -29,536           Non-controlling interests         -1,007         5,311         264         -29,536           Majority share         -942,633         -3,112,244         -2,781,149         -5,746,834           Other comprehensive income per share         -3,24         -10.66         -9,54<	Ordinary result before taxes		-841,797	-3,069,551	-2,728,494	-5,841,865
Other comprehensive income:         Image: Comprehensive income inco	Taxes ordinary result	9	-159,293	-21,739	-148,643	-45,865
Exchange differences on translating foreign operations       115,284       -27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:       -       -       -       -       -         Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -1,000,083       -3,096,601       -2,877,401       -5,858,194         Earnings per share       -3,44       -10.61       -9.87       -20.20         Other comprehensive income attributable to:       -1,007       5,311       264       -29,536         Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -3,44       -10.61       -9.87       -20.20         Other comprehensive income attributable to:       -1,007       5,311       264       -29,536         Majority share       -9,42,633       -3,112,244       -2,781,149       -5,746,834         Other comprehensive income per share	RESULT		-1,001,089	-3,091,290	-2,877,136	-5,887,730
foreign operations       15,284      27,147       54,087       100,716         Available-for-sale financial assets       0       -1,562       0       549         Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:       -943,640       -3,106,934       -2,780,884       -5,776,369         Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -1,000,083       -3,096,601       -2,877,401       -5,858,194         Earnings per share       -3,44       -10.61       -9,87       -20.20         Other comprehensive income attributable to:       -1,007       5,311       264       -29,536         Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -942,633       -3,112,244       -2,781,149       -5,746,834         Other comprehensive income per share       -3,24       -10.66       -9,54       -19,82         EBITDA adjusted       3,4       319,335       246,953       1,479,834       1,009,422	Other comprehensive income:					
Actuarial gain/ loss       42,165       13,066       42,165       10,096         OTHER COMPREHENSIVE INCOME       -943,640       -3,106,934       -2,780,884       -5,776,369         Result attributable to:			15,284	-27,147	54,087	100,716
OTHER COMPREHENSIVE INCOME         -943,640         -3,106,934         -2,780,884         -5,776,369           Result attributable to:	Available-for-sale financial assets		0	-1,562	0	549
Result attributable to:         Image: Constraint of the system of t	Actuarial gain/ loss		42,165	13,066	42,165	10,096
Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -1,000,083       -3,096,601       -2,877,401       -5,858,194         Earnings per share       -3.44       -10.61       -9.87       -20.20         Other comprehensive income attributable to:	OTHER COMPREHENSIVE INCOME		-943,640	-3,106,934	-2,780,884	-5,776,369
Majority share       -1,000,083       -3,096,601      2,877,401       -5,858,194         Earnings per share       -3.44       -10.61       -9.87       -20.20         Other comprehensive income attributable to:       -10.61       -9.87       -20.20         Non-controlling interests       -1,007       5,311       264       -29,536         Majority share       -942,633       -3,112,244       -2,781,149       -5,746,834         Other comprehensive income per share       -3.24       -10.66       -9.54       -19.82         EBITDA adjusted       3,4       319,335       246,953       1,479,834       1,009,422	Result attributable to:					
Earnings per share       -3.44       -10.61       -9.87       -20.20         Other comprehensive income attributable to:	Non-controlling interests		-1,007	5,311	264	-29,536
Other comprehensive income attributable to:ConvertionConvertionNon-controlling interests-1,0075,311264-29,536Majority share-942,633-3,112,244-2,781,149-5,746,834Other comprehensive income per share-3.24-10.66-9.54-19.82EBITDA adjusted3,4319,335246,9531,479,8341,009,422	Majority share		-1,000,083	-3,096,601	-2,877,401	-5,858,194
attributable to:         Image: Constraint of the state of the s	Earnings per share		-3.44	-10.61	-9.87	-20.20
Majority share      942,633      3,112,244      2,781,149      5,746,834         Other comprehensive income per share      3.24      10.66       -9.54       -19.82         EBITDA adjusted       3,4       319,335       246,953       1,479,834       1,009,422						
Other comprehensive income per share         -3.24         -10.66         -9.54         -19.82           EBITDA adjusted         3,4         319,335         246,953         1,479,834         1,009,422	Non-controlling interests		-1,007	5,311	264	-29,536
EBITDA adjusted 3,4 319,335 246,953 1,479,834 1,009,422	Majority share		-942,633	-3,112,244	-2,781,149	-5,746,834
	Other comprehensive income per share		-3.24	-10.66	-9.54	-19.82
Average number of shares (1,000) 291,407 291,407 291,407 291,407	EBITDA adjusted	3,4	319,335	246,953	1,479,834	1,009,422
	Average number of shares (1,000)		291,407	291,407	291,407	291,407

# CONDENSED STATEMENT OF FINANCIAL POSITION

(NOK 1,000)

		Unaudited	Audited
	Note	2019	2018
ASSETS		31.12	31.12
Fixed Assets:			
Intangible assets		69,961	210,390
Tangible fixed assets	5	22,766,638	27,516,079
Right-of-use assets	6	3,771,906	0
Investment in assosiated companies and Joint Ventures	7	414,897	646,149
Financial fixed assets		202,614	226,683
Total fixed assets		27,226,015	28,599,301
Current Assets:			
Stocks		177,226	170,186
Accounts receivables		839,553	926,813
Other receivables		553,723	555,045
Market based shares		8,193	11,907
Deposits, cash, etc	8	1,134,028	1,351,346
Total current assets		2,712,722	3,015,297
Assets held for sale	5	0	0
TOTAL ASSETS		29,938,737	31,614,598
EQUITY AND LIABILITIES			
Equity:			
Paid-in equity		4,602,782	4,602,782
Other equity		-8,188,736	-5,455,881
Non-controlling interests		2,691	2,427
Total equity		-3,583,263	-850,672
Liabilities:			
Long-term provisions		68,032	606,464
Other long-term debt	8	12,172	97,779
Debt to credit institutions	8	4,969,314	4,091,651
Total long-term debt		5,049,518	4,795,894
		27.1/2.1/2	25 000 775
Current portion of long-term debt	8	27,147,115	25,888,722
Other current liabilities		1,325,367	1,780,654
Total current liabilities		28,472,482	27,669,376
Total liabilities		33,522,000	32,465,271
		20 029 727	21 61 4 500
TOTAL EQUITY AND LIABILITIES		29,938,737	31,614,598

# STATEMENT OF CASH FLOW

(NOK 1,000)

CASH FLOW FROM OPERATIONS	Unaudited 2019 31.12	Audited 2018 31.12
Result before tax	-2,728,494	-5,841,865
	, , , ,	
Taxes payable	-9,924	-27,151
Ordinary depreciation and write downs	2,313,419	4,332,083
Gain (-)/ loss long-term assets	-22,922	38,577
Interest income	-14,827	-12,271
Interest expense	1,644,510	1,454,854
Effect of change in pension assets	-38,304	-13,889
Change in value of financial instruments	19,166	-390
Unrealised currency gain/ -loss	125,283	352,709
Change in short-term receivables and payables	64,206	-147,482
Change in other accruals	-373,982	1,110,334
Net cash flow from operations	978,131	1,245,508
CASH FLOW FROM INVESTMENTS Investment in tangible fixed assets	-48,471	-65,745
Payment of periodic maintenance	-363,662	-288,754
Consideration sale of fixed assets (vessels)	73,640	195,649
Payment of long-term receivables	-30,979	-143,595
Received interests	8,505	10,293
Investments in other shares and holdings	0	-71,116
Realization of shares and holdings	0	20,648
Net cash flow from investments	-360,967	-342,620
CASH FLOW FROM FINANCING		
Paid interests	-389,302	-1,283,723
Drawdown long-term debt	972,972	1,052,566
Repayment of long-term debt	-1,420,666	-1,215,839
Net cash flow from financing	-836,996	-1,446,997
Effect of changes in foreign exchange rates	2,514	19,973
Net change in cash	-219,831	-544,109
Cash at 01.01	1,351,346	1,875,482

## STATEMENT OF CHANGES IN EQUITY (NOK 1,000)

	Share capital	Treasury shares	Share premium	Other paid-in capital	Other changes	Other equity	Total majority shares	Non-con- trolling interests	Total equity
Equity 31.12.2018	583,065	-281	3,698,350	321,648	347,172	-5,803,053	-853,099	2,427	-850,672
IFRS 16 implementation effect	-	-	-	-	-	37,269	37,269	-	37,269
Equity 01.01.2019	583,065	-281	3,698,350	321,648	347,172	-5,765,784	-815,830	2,427	-813,403
Annual result	-	-	-	-	-	-2,877,401	-2,877,401	264	-2,877,136
Actuarial gain/ loss (-)	-	-	-	-	-	42,165	42,165	-	42,165
Translation adjustments	-	-	-	-	54,087	-	54,087	-	54,087
Other comprehensive income	0	0	0	0	54,087	-2,835,235	-2,781,149	264	-2,780,884
Other adjustments	-	-	-	-	-	11,024	11,024	-	11,024
Equity 31.12.2019	583,065	-281	3,698,350	321,648	401,259	-8,589,995	-3,585,954	2,691	-3,583,263

	Share capital	Treasury shares	Share premium	Other paid-in capital	Other changes	Other equity	Total majority shares	Non-con- trolling interests	Total equity
Equity 31.12.2017	583,065	-281	3,698,350	321,648	245,907	81,752	4,930,441	31,963	4,962,404
IFRS 9 implementation effect	-	-	-	-	-	-43,614	-43,614	-	-43,614
Equity 01.01.2018	583,065	-281	3,698,350	321,648	245,907	38,138	4,886,827	31,963	4,918,790
Annual result	-	-	-	-	-	-5,858,195	-5,858,195	-29,536	-5,887,730
Actuarial gain/ loss (-)	-	-	-	-	-	10,096	10,096	-	10,096
Translation adjustments	-	-	-	-	100,716	-	100,716	-	100,716
Value changes assets available for sale	_	_	-	_	549	-	549	-	549
Other comprehensive income	0	0	0	0	101,265	-5,848,099	-5,746,834	-29,536	-5,776,370
Other adjustments	-	-	-	-	-	6,907	6,907	-	6,907
Equity 31.12.2018	583,065	-281	3,698,350	321,648	347,172	-5,803,053	-853,099	2,427	-850,672

## NOTE 1 - GENERAL

Solstad Offshore ASA (SOFF) has its head office in Skudeneshavn, Norway. The main activities of the company are operation and ownership of offshore service and construction vessels. The Group is listed on Oslo Stock Exchange. The quarterly accounts are prepared using the same accounting principles as last year's accountsand in compliance with IAS 34 Interim Financial Reporting.

The Company has implemented IFRS 16 Leases as of January 1, 2019. The nature and effects of the implementation are disclosed in the notes below. Further reference is made to Note 1 to the 2018 Annual accounts.

The interim accounts are prepared on the assumption of a going concern. However, the Company's and the Group's financial situation is unsustainable as equity is negative and liquidity is under pressure. The long-term viability of the Company's and the Group's business depends on the Company finding a solution to its financial situation. The Company is in discussions with its key creditors, and the going concern assumption is based on the board's view that the Company's efforts in this respect have a possibility of success. A solution is expected to involve a comprehensive restructuring of the Company's balance sheet. The outcome of the discussions and the going concern assumption is nevertheless subject to material uncertainty. If the discussions are not successful, and in the event the Group should be forced to realize its assets, there is a risk that these will be realized at a significantly lower value than their carrying amount, as value in use is higher than estimated sales values for several of the vessels.



Normand Sirius - UT 731 CD

(NOK 1,000)

## **NOTE 2 - OPERATING INCOME**

The Group's revenues mainly derives from offering vessels and maritime personnel to customers world wide. Basically all contracts with customers are contracts with day rate. Contract with day rate is contract where income is earned on a day-by-day basis, based on an agreed day rate with the customer. Revenue from contracts with day rate is recognized accordingly.

The agreed day rate is divided into a service element and a lease element. The service element includes the maritime services provided to navigate the vessel according to the customers requirements, while the lease element is the estimated rental of the vessel (equipment).

Some of the contracts also includes victualling and onshore project management. Victualling is meals and bedding provided to the customer's personnel onboard the vessel. The Group also provides ordinary management services, such as technical services, crewing, incurance and commercial management for vessels not owned by the Group. Revenue on services, mentioned above, is recognized over time, as the performance obligation is satisfied over time.

	2019	2018	2019	2018
	01.10-31.12	01.10-31.12	01.01-31.12	01.01-31.12
Service element from contracts with day rate	376,294	505,074	2,084,454	1,879,289
Management fee	6,438	6,580	27,616	17,667
Victualling	26,009	17,267	116,828	108,576
Project management	-	5,464	4,253	35,457
Other	36,128	35,791	46,230	75,039
Revenue from contracts with customers	444,868	570,176	2,279,382	2,116,028
Lease element from contracts with day rate	801,846	622,077	2,965,500	2,794,067
Total operating income	1,246,713	1,192,253	5,244,882	4,910,095

Contract balances	31.12.2019	31.12.2018
Trade receivables from charters	914,067	926,813
Contract assets	-	-
Contract liabilties	34,710	32,843

(NOK 1,000)

## **NOTE 3 - REPORTING PER SEGMENT**

		Q4 2019			Q4 2018	
	AHTS/PSV	Subsea	Total	AHTS/PSV	Subsea	Total
Revenue from contracts with customers	290,365	154,503	444,868	325,968	244,209	570,177
Lease element from contracts with day rate	353,350	448,596	801,846	338,808	283,268	622,076
Total operating income	643,715	602,999	1,246,714	664,776	527,477	1,192,253
Crew expenses	413,030	138,722	551,753	393,555	209,317	602,872
Other expenses	205,535	168,173	373,709	281,710	161,357	443,068
Total operating expenses	618,566	306,895	925,461	675,266	370,674	1,045,940
Bunkers	30,447	12,969	43,416	24,745	9,894	34,638
Operating result before depreciations	-5,298	283,134	277,836	-35,235	146,910	111,675
Excess and less values freight contracts	21,629	6,728	28,358	28,061	12,140	40,201
Operating leases	-	-	0	39,658	-	39,658
Net result from Joint Venture	-	10,727	10,727	-	-5,973	-5,973
Adjusted Operating result before depreciations	16,331	300,588	316,918	32,484	153,077	185,562

	Year to date Q4 2019			Year to date Q4 2018		
	AHTS/PSV	Subsea	Total	AHTS/PSV	Subsea	Total
Revenue from contracts with customers	1,375,513	903,869	2,279,382	1,224,531	891,497	2,116,028
Lease element from contracts with day rate	1,421,959	1,543,541	2,965,500	1,324,388	1,469,679	2,794,067
Total operating income	2,797,472	2,447,410	5,244,882	2,548,918	2,361,176	4,910,095
Crew expenses	1,520,215	748,245	2,268,460	1,523,867	809,823	2,333,690
Other expenses	901,507	630,746	1,532,253	1,279,921	755,254	2,035,174
Total operating expenses	2,421,722	1,378,991	3,800,713	2,803,788	1,565,077	4,368,864
Bunkers	78,283	66,346	144,629	86,178	32,838	119,016
Operating result before depreciations	297,467	1,002,073	1,299,539	-341,048	763,262	422,215
Excess and less values freight contracts	102,379	36,082	138,461	148,664	49,805	198,469
Operating leases	-	-	0	154,014	-	154,014
Net result from Joint Venture	-	39,417	39,417	-	4,798	4,798
Adjusted Operating result before depreciations	399,846	1,077,572	1,477,418	-38,370	817,865	779,496

Internally the Group reports and monitors it's operation in the following segments:

- AHTS/PSV, anchorhandling- and platform supply vessels

- Subsea, construction vessels operating subsea construction and renewable contracts

Figures are exclusive share result from Joint Ventures.

## NOTE 4 - EBITDA

	2019	2018	2019	2018
	01.10 - 31.12	01.10 - 31.12	01.01 - 31.12	01.01 - 31.12
Net freight income	1,246,713	1,192,253	5,244,881	4,910,095
Excess and less values freight contracts	28,356	40,202	138,461	198,470
Freight income from Joint Ventures	17,621	-1,941	74,383	33,732
Total freight income	1,292,690	1,230,514	5,457,726	5,142,297
Operating cost	968,877	1,080,578	3,945,343	4,487,880
Operating cost from Joint Ventures	6,894	4,032	34,966	28,934
Total operating cost	975,771	1,084,610	3,980,309	4,516,814
EBITDA	316,919	145,904	1,477,417	625,483
Operating leases		39,658		154,014
Onerous contracts		24,591		193,125
Accrual loss accounts receivable	2,416	36,800	2,416	36,800
EBITDA adjusted	319,335	246,953	1,479,834	1,009,422

In connection with the merger with Rem Offshore, Farstad Shipping and Deep Sea Supply, the purchase price allocation analysis identified several long-term freight contracts where the daily rates were higher or lower than the market rate at the time of acquisition. A part of the purchase price was thus allocated to these excess / less values and capitalized. In line with the fulfillment and revenue recognition of freight contracts, the capitalized excess / less value is derecognized. The adjustment has no cash effect, and thus comes as an addition to booked freight income when calculating EBITDA.

## NOTE 5 - FIXED ASSETS

	Vessels	Periodic maintenance	Other	Total
Opening balance 01.01.2019	26,803,637	579,100	133,342	27,516,079
Additions	55,007	362,842	2,944	420,793
Transferred to Right-of-use assets	-3,078,291	-	-	-3,078,291
Asset held for sale	-	-	-	0
Disposals	-60,653	-	-	-60,653
Translation adjustment	86,390	-14,842	-1,972	69,576
Impairment	-862,000	-	-4,902	-866,902
Depreciation	-954,775	-260,921	-18,267	-1,233,964
Closing balance 31.12.2019	21,989,314	666,179	111,144	22,766,638

Vessels are depreciated over 20 years to a residual value equal to 50% of the original cost. Initially residual value is set to 50% of cost price, expected cost of sale deducted, and adjusted for age and changes in broker valuations. The assumption is that the broker values decline by 2.5% per year, until the vessel is 20 years old. Other assets are depreciated at rates of 10-25%.

(NOK 1,000)

## NOTE 5 - FIXED ASSETS - (CONTINUED)

### Impairment testing of vessels

#### Summary

The Company has performed impairment testing of the fleet in accordance with IAS 36. Indicators such as slow market recovery and declining price/ book ratio form, according to IAS 36, the need for revaluation of the Company's assets.

Based on value-in-use-calculations the Company has recognized an impairment of MNOK 585 in 4Q 2019. In addition an impairment of MNOK 2.2 related to other fixed assets is recognized in 4Q 2019. Total impairment recognized year to date 4Q 2019 is MNOK 866.9.

#### Impairment testing

Impairment testing (value-in-use-calculation) was performed for all vessels where book value exceeds 65% of broker value. Broker value is set as an average of 3 acknowledged, independent brokers. Each vessel is considered a separate cash generating unit. The value-in-use-calculations are based on budget and the long-term forecast for 2020-2023.

The main assumptions used in the computations are charter rates, utilization, escalation of expenses, operational area, interest rate, weighted average cost of capital (WACC) and performance per Q4 2019 compared to forecast.

#### **Discounting rate**

The discounting rate is based on a common WACC for the Company. The cost of equity is derived from the 10-year interest rate for state bonds (risk-free interest rate), the Company's own market risk premium and an unlevered beta. The debt element of the discounting rate is based on the risk-free interest rate, plus the Company's average margin for secured debt, as well as a premium equivalent to the difference between risk-free interest rate and the bank's lending rates. The discounting rate used for Q4 2019 is 9.0%.

#### **Revenue assumptions**

For vessels having firm contracts, revenue is based on the current contracts. For vessels without firm contracts, and for vessels where the firm contract expires during the period, revenue is based on historical data. For the first period it is expected that the day rates for the PSV- and AHTS segment will remain low. From 2024 to 2026 it is assumed a gradual increase of revenue to a level which correspond to the average rates for the past 7-10 years. It is expected that the markets are normalized within 2026.

#### Inflation

Escalation of revenue is expected to be marginal for the coming year. Hence, it is used a low (<1%) or no inflation of revenue in 2020. Operating cost is adjusted for inflation by 2%. Inflation of revenue correspond to cost from 2024.

#### **Residual values**

Estimated residual values used in the value-in-use-calculations are set using the same principle as for the ordinary depreciations. Initially the value is set to 50% of cost price, expected cost of sale deducted, and adjusted for age and changes in broker valuations. The assumption is that the broker values decline by 2.5% per year, until the vessel is 20 years old.

#### **Result of impairment testing**

Based on the impairment test 16 vessels were written down by MNOK 585 in 4Q 2019. The impairment was divided on the following vessel types (remaining recoverable amount in parantheses): PSV MNOK 66 (MNOK 7,266), AHTS MNOK 189 (MMOK 6,086) and CSV MNOK 330 (MNOK 12,825).

#### Sensitivity and scenario calculations

The sensitivity of the value-in-use-calculations for the vessels with write-downs is analyzed by alterning the key assumtions; discounting rate, cost escalation, utilization and day rate. A change of discounting rate by 1% point and 2% points would have resulted in a changed impairment of MNOK 330 and MMOK 920, respectively. A reduction in dayrate or utilization bringing the revenue down by 3-6%, will increase the write-down by MNOK 270-730. With an inflation of cost of 5% points higher, the write down would increase by approximately MNOK 250.

(NOK 1,000)

## NOTE 6 - RIGHT-OF-USE ASSETS

#### **IFRS 16 Leases**

Accote

The Company implemented IFRS 16 Leases on January 1, 2019 using the modified retrospective method. Under this method comparative figures remain unchanged, while the cumulative effects of the adoption is recognized in the equity at January 1, 2019. The Company has elected to not include short term lease contracts and low value contracts while adopting the standard. This is a practical expedient allowed under the modified retrospective method.

Lessor accounting is substantially unchanged in IFRS 16 compared to IAS 17. Adoption of IFRS 16 did not have any impact for leases where the Company is lessor.

The effect of adoption of IFRS 16 as per January 1, 2019 was as follows:

Assets	
Right-of-use-assets	3,942,442
Tangible fixed assets	-3,078,291
Total assets	864,152
Liabilties	
Debt to credit institutions	1,416,710
Other long-term debt	-400,763
Other current liabilities	-189,064
Total liabilities	826,883
Total adjustment on equity	
Other equity	37,269

#### Nature of the effect of adoption of IFRS 16

The Company has lease contracts for vessels and offices. Prior to implementation of IFRS 16 the lease contracts were classified either as operating leases or finance leases in accordance with IAS 17.

For the two leases of vessels previously classified as finance leases the Company has not changed the carrying amounts of recognized assets and liabilities. The requirements of IFRS 16 have been applied to these leases from January 1, 2019.

For leases previously accounted for as operating leases the Company has recognized Right-of-use assets and lease liabilities for all leases, except for short-term and low-value leases. The lease liabilities were recognized based on present value of all remaining lease payments. The discounting rate used ranges from 5%-9% depending on the nature of the asset.

The following practical expedients have been used for the adoption:

- single discount rate for vessel having similar characteristics

- contracts being onerous immediately prior to adoption have not been reassessed. Hence, Right-of-use assets have been adjusted by MNOK 463 accordingly

- applied the short-term leases exemption to leases ending within 12 months at the date of adoption

## NOTE 6 - RIGHT-OF-USE ASSETS - (CONTINUED)

#### Reconciliation of operating lease committments (IAS 17) to lease liabilities (IFRS 16)

Operating lease committments IAS 17, 31.12.2018	1,697,772
Practical expedient (short-term leases)	-12,269
Effect of discounting	-268,793
Lease liability recognized at adoption of IFRS 16	1,416,710

	Rig	Right-of-use assets				
	Vessels	Office	Total	Lease liabilities		
Balance 31.12.2018	0	0	0	0		
Transfer from operating lease commitments	595,011	269,141	864,152	1,416,710		
Transfer from finance lease commitments	3,078,291	-	3,078,291	3,010,550		
Opening balance 01.01.2019	3,673,302	269,141	3,942,442	4,427,260		
Translation adjustment	36,174	4,457	40,631	59,421		
Additions	-	10,549	10,549	10,549		
Other adjustments	-	-5,172	-5,172	-5,172		
Depreciation	-188,156	-28,377	-216,534	-		
Interest expense	-	-	-	282,931		
Lease payments	-	-	-	-490,706		
Closing balance 31.12.2019	3,521,309	250,597	3,771,906	4,284,283		

#### Summary new accounting policies

#### Right-of-use-assets

Right-of-use-assets are recognized at cost, less depreciation and impairment losses at the commencement of the lease. The cost of the assets includes the recognized lease liabilities, initial direct costs, and lease payments made prior to commencement. Straight-line depreciations are used, unless the Company is reasonably certain to obtain ownership of the vessel at the end of the leasing period. The assets are subject to impairment under the same priciples as other assets.

#### Lease liabilities

Lease liabilities are recognized at the commencement of the lease measured at the present value of lease payments over the lease period. The lease payments includes both fixed and variable lease payments. If a purchase option is likely to be exercised, the option price is included. Variable lease payments that do not depend on an index are recognized as expense in the period when the payment trigger occurs.

When calculating present value of the lease the incremental borrowing rate at the beginning of the lease is used, if the implicit rate is unavailable. Subsequently, the amount of the lease liability is increased to reflect the accretion of interest and reduced for lease payments made. The liability is remeasured if modifications or changes to the lease terms occur.

#### Contracts with renewal options

The Company determines the lease term as the non-cancellable part of the lease. In addition any periods covered by an option for extended lease that is reasonably certain to be exercised are included.

## NOTE 7 - INVESTMENT IN ASSOCIATED COMPANIES AND JOINT VENTURES

The Group had the following shares in joint ventures (JV) and associated companies (AC) at balance sheet date:

AC	٨٢					
Solstad Offshore Crewing Services Philippines (25 %)	Normand Installer SA (50 %)	Normand Installer SA (50 %)				
Maximus Limited (25 %)						
	AC	JV	TOTAL			
Opening balance	510,157	135,992	646,149			
Share of result year to date	40,766	-16,296	24,470			
Additions	-	-	-			
Disposals	-223,889	-	-223,889			
Other adjustments *	-33,188	1,354	-31,834			

\* Other adjsutments includes receiced dividends and currency effects

The shares in DESS Aquaculture Shipping AS were sold to a related party in 4Q 2019. The sale resulted in a gain of MNOK 53 included in financial income.

121.051

293,846

414,897

## **NOTE 8 - INTEREST BEARING DEBT**

**Closing balance** 

	2019	2018
	31.12	31.12
Long term debt	4,981,486	4,189,430
Current portion of long term debt	27,147,115	25,888,722
Total interest bearing debt (*)	32,128,600	30,078,152
Bank deposits	1,134,028	1,351,346
Net interest bearing debt	30,994,572	28,726,806

Long term debt is divided as follows: 43% NOK, 52% USD, 3% GBP and 2% AUD. Of total obligations, incl. IFRS 16 Leases, as per December 31, 2019 26% have fixed interest rates through CIRR/BNDES financing, interest rate hedges and fixed leasing agreements. Split with 18% related to CIRR; 4% interest swaps and 4% operational leases & SI1 bond.

Long term debt of about MNOK 25,000 have in accordance with IFRS been classified as Current portion of long term debt as per December 31, 2019, due to the standstill agreements with the banks and bond holders where the covenant waiver period is less than 12 months. The waiver period ends in March 2020.

\* Inclusive recognized debt relating to IFRS 16 Leases MNOK 4,319 (MNOK 0), whereof MNOK 1,219 (MNOK 0) leases to related parties, and debt to related parties MNOK 258 (MNOK 607).

(NOK 1,000)

### **NOTE 9 - TAX EXPENSE**

The Group's operations are mainly subject to Norwegian and UK tonnage tax. Estimated tax thus consists mainly of accruals for local taxation on operations conducted in areas outside the jurisdiction of the tonnage tax regimes in Norway and UK. The tax is best estimate based on area and type of operations and varies accordingly.

### **NOTE 10 - SUBSEQUENT EVENT**

Solstad Offshore (SOFF) and SFL Corporation Ltd (SFL) have agreed to terminate the bareboat charter agreements for the three medium size AHTS's Sea Cheetah, Sea Jaguar and Sea Leopard. The vessels are expected to be handed back to SFL during 1q 2020. All three vessels have been laid up since 2016.

## **NOTE 11 - ALTERNATIVE PERFORMANCE MEASUREMENT DEFINITIONS**

Solstad Offshore ASA has included the below Alternative Performance Measures (APM), which are commonly used in the business, as they are used internally by management to understand the Group's financial performance. Hence, it is deemed that the APM's also will provide useful information to the reader.

Operating margin - Operating result before depreciation in percentages of total operating income

EBITDA - Operating result before depreciation adjusted for Joint Ventures and excess values charter parties from mergers

**EBITDA adjusted** - Operating result before depreciation adjusted for Joint Ventures, excess values charter parties from mergers, operating leases and other non-cash related items

Adjusted Operating result before depreciations- Operating result before depreciation adjusted excess values charter parties from mergers, operating leases and net result from Joint Ventures

Earning on equity - Result before tax, in percentage of average equity, including minority interests

**Earning on capital employed** - Operating result plus interest income and result from associated company divided by average book shareholders' equity and interest-bearing debt

Current ratio - Current assets divided by current liabilities

Equity ratio - Booked equity including minority interests in percentage of total assets

**Earnings per share** - Result for the period for the Group divided by weighted average number of shares at the end of the reporting period, adjusted for treasury shares

**Comprehensive income per share** – Comprehensive income for the period for the Group divided by weighted average number of shares at the end of the reporting period, adjusted for treasury shares

Equity per share - Shareholders' equity divided by outstanding number of shares at the end of the reporting period

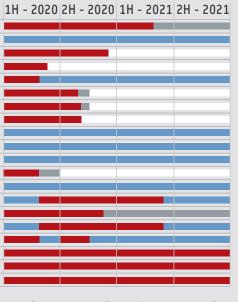
Working capital - Current assets less current liabilities, excluding current portion of long-term debt

Interest-bearing debt – Current and long-term interest-bearing liabilities

Net interest-bearing debt - Interest-bearing liabilities less bank deposits

## AHTS EMPLOYMENT

Vessel name	Decien	Year built	BHP	Employment *) at 28.02.20	1H
	Design				
BOS Turmalina	UT 722 L	2006	14 416	Apr. 21 + opt.	
BOS Turquesa	UT 722 L	2007	18 088	Spot	
Far Sagaris	UT 731 CD	2009	23 664	Dec. 20	
Far Santana	UT 730	2000	19 203	May 20	
Far Sapphire	UT 732 CD	2007	27 472	Mar. 20 + spot	
Far Saracen	UT 731 CD	2010	23 664	Aug. 20 + opt.	
Far Scout	UT 722 L	2001	16 823	Aug. 20 + opt.	
Far Senator	UT 731 CD	2013	24 371	Aug. 20	
Far Sigma	UT 731 CD	2014	24 371	Spot	
Far Statesman	UT 731 CD	2013	24 371	Spot	
Far Stream	UT 712 L	2006	16 005	Spot	
Far Sword	UT 712 L	2006	16 005	May 20 + opt	
Nor Captain	Khiam Chuan	2007	10 880	Spot	
Normand Drott	AH 12	2010	32 792	Spot	
Normand Ferking	VS 490	2007	20 700	Nov. 20 + opt.	
Normand Prosper	AH 12	2010	32 600	Spot	
Normand Ranger	VS 490	2010	28 000	Spot	
Normand Scorpion	UT 731 CD	2009	24 143	Feb. 23	
Normand Sirius	UT 731 CD	2014	24 371	Feb. 23	
Normand Topázio	UT 728 L	2005	12 240	Jun. 22 + opt.	



Certain freight contracts contain clauses which give the charterer the right to cancel the contract.

## Contract Charterer's option Spot

## IN LAY-UP

		Year				Year	
Vessel name	Design	built	BHP	Vessel name	Design	built	BHP
Eland Laut 1	Khiam Chuan	2009	12 240	Normand Ivan	VS 480	2002	20 000
Far Sabre	UT 712 L	2008	15 953	Normand Mariner	A 101	2002	23 330
Far Scimitar	UT 712 L	2008	15 950	Normand Master	A 101	2003	23 478
Far Sound	UT 712 L	2007	16 157	Normand Neptun	UT 740	1996	18 600
Far Sovereign	UT 741	1999	27 401	Normand Titan	UT 712 L	2007	16 320
Far Strait	UT 712 L	2006	16 157	Sea Cheetah	Khiam Chuan	2007	15 000
Lady Astrid	UT 722	2003	12 240	Sea Jaguar	Khiam Chuan	2007	15 000
Lady Caroline	UT 722	2003	12 240	Sea Leopard	KMAR 404	1998	15 000
Nor Tigerfish	Khiam Chuan	2007	5 422	Sea Ocelot	Khiam Chuan	2007	10 880
Normand Atlantic	UT 740	1997	18 600	Sea Panther	KMAR 404	1998	15 000
Normand Borg	UT 722 L	2000	16 800	Sea Tiger	KMAR 404	1998	15 000



NORMAND DROTT AH 12

## **PSV EMPLOYMENT**

		Year		Employment *)	
Vessel name	Design	built	DWT	at 28.02.20	1H - 2020 2H - 2020 1H - 2021 2H - 2021
Far Scotsman	PSV 08 CD	2012	4 000	Dec. 21	
Far Searcher	UT 751 E	2008	5 127	Sep. 22 + opt.	
Far Seeker	UT 751 E	2008	4 905	May 20 / Spot	
Far Server	HY 832 CD	2010	3 735	Spot	
Far Solitaire	UT 754 WP	2012	6 336	Mar. 20 + opt.	
Far Spica	PSV 08 CD	2013	4 000	Spot	
Far Swan	VS 470 Mk II	2006	3 628	Oct. 21	
Far Symphony	P 105	2003	4 929	Dec. 20 + opt.	
Normand Arctic	PSV 12 LNG	2011	4 900	Mar. 20 + opt.	
Normand Aurora	P 105	2005	4 929	Dec. 20 + opt.	
Normand Falnes	VS 485	2011	5 492	May. 22 + opt	
Normand Flipper	UT 745 E	2003	4 340	Jun. 21 / Spot	
Normand Fortune	VS 485	2013	5 275	Apr. 22 + opt.	
Normand Leader	VS 499	2013	6 164	Nov. 20	
Normand Naley	VS 485	2011	5 506	Feb. 22 + opt.	
Normand Serenade	UT 751 CD	2009	5 944	Spot	
Normand Server	PSV 06 CD	2011	5 300	Jan. 22 + opt.	
Normand Service	PX 105	2014	4 459	May 20 + opt.	
Normand Sitella	PSV 08 CD	2013	4 000	Mar. 20	
Normand Skimmer	PSV 08 CD	2012	4 000	May 20 / Spot	
Normand Skipper	VS 4420	2005	6 608	Jan. 21 + opt.	
Normand Skude	VS 485	2015	5 347	May 20	
Normand Springer	PX 105	2014	4 459	Feb. 20	
Normand Starling	PSV 08 CD	2013	4 000	Mar. 21	
Normand Sun	Vard 1 07	2014	5 635	Jul. 23 + opt.	
Normand Supporter	PSV 06 CD	2012	5 300	Feb. 22 + opt.	
Normand Supra	PX 105	2014	4 459	Feb. 20 + opt.	
Normand Surfer	PX 105	2014	4 459	May. 20 + opt.	
Normand Swan	PX 105	2014	4 459	Apr 20 + opt	
Normand Swift	PX 105	2014	4 459	Jul. 20	
Normand Sygna	Vard 1 07	2014	5 700	Sep. 23 + opt.	
Normand Titus	PSV 05-L CD	2014	4 047	Mar. 20	
Normand Tortuga	PSV 05-L CD	2014	4 047	Feb. 21 + opt	
Sea Brasil	PSV 09 CD	2012	4 700	Dec. 20 + opt.	
Sea Falcon	PX 105	2013	4 4 1 9	Nov. 20 + opt.	
Sea Flyer	PX 105	2013	4 419	Jan. 21 + opt.	
Sea Forth	PX 105	2013	4 419	Jan. 21 + opt.	
Sea Frost	PX 105	2013	4 4 1 9	Jul. 20 + opt.	
Sea Spark	PX 105	2013	4 4 1 9	Jul. 20	
Sea Spear	PX 105	2014	4 459	Spot	
Sea Tantalus	PSV 05-L CD	2013	4 047	Spot	
		2015	- 0-77	5900	

Certain freight contracts contain clauses which give the charterer the right to cancel the contract.

Contract Charterer's option Spot

## IN LAY-UP

		Year				Year	
Vessel name	Design	built	BHP	Vessel name	Design	built	BHP
Far Spirit	VS 470 Mk II	2007	3 624	Sea Angler	UT 755L	2007	3 250
Far Splendour	P 106	2003	3 503	Sea Bass	UT 755 L	2008	3 250
Far Strider	VS 483	1999	3 965	Sea Halibut	UT 755 L	2007	3 250
Normand Corona	MT 6000 MK II	2006	4 348	Sea Pike	UT 755 L	2007	3 250
Normand Provider	UT 755	2007	3 326	Sea Pollock	UT 755 L	2008	3 250
Normand Sira	MT 6009	2008	3 642	Sea Triumph	PSV 05-L CD	2014	4 047
Normand Supplier	UT 755	2010	3 268	Sea Trout	VS 470 MK II	2007	3 570
Normand Trym	UT 755 LN	2006	3 298	Sea Turbot	UT 755 L	2008	3 250
Normand Vibran	UT 755 LN	2008	3 375	Sea Witch	UT 755 L	2008	3 520

## CSV EMPLOYMENT

Vessel name	Design	Year built	BHP	Employment *) at 28.02.20	1H - 2020 2H - 2020 1H- 2021 2H - 2021
Far Saga	UT 745 L	2001	10 812	Aug. 20 + opt.	
Far Samson	UT 761 CD	2009	47 627	Dec. 20 + opt	
Far Sentinel	Vard 3 07	2015	22 794	Dec. 22 + opt.	
Far Sleipner	Vard 3 07	2015	22 549	Nov. 20 + opt.	
Far Superior	Vard 3 17	2017	15 667	Oct. 21 + opt.	
Nor Spring	Sasaship	2008	7 956	Apr. 20 + opt.	
Norce Endeavour	VS 1040	2011	N/A	May 21 + opt	
Normand Australis	Conan Wu	2009	5 400	Mar. 20 + opt	
Normand Baltic	STX 06 CD	2010	11 736	Mar. 20 + opt.	
Normand Clipper	VS 4125	2001	22 195	Feb. 23+ opt.	
Normand Commander	MT 6016 MK II	2006	10 196	Oct. 23 + opt.	
Normand Flower	UT 737	2002	14 000	Apr. 20 + opt.	
Normand Frontier	Vard 3 03	2014	20 651	Mar. 22	
Normand Installer	VS 4204	2006	31 360	Dec. 20 + opt.	
Normand Jarl	MT 6022	2013	14 552	Sep. 20 + opt.	
Normand Jarstein	MT 6022 L	2014	17 232	Oct. 20 + opt.	
Normand Maximus	Vard 3 19	2016	39 111	Oct. 24 + opt.	
Normand Mermaid	P 103	2002	14 400	Mar. 20	
Normand Ocean	MT 6022	2014	17 476	Oct. 21	
Normand Pacific	ST 257 L CD	2010	22 073	Dec. 21 + opt	
Normand Pioneer	UT 742	1999	27 920	Mar. 21 + opt.	
Normand Subsea	VS 4710	2009	19 800	Dec. 23 + opt.	
Normand Tonjer	VS 495	2010	11 600	Nov. 20 + opt.	
Normand Vision	Vard 3 06	2014	27 850	Dec. 20 + opt.	

Certain freight contracts contain clauses which give the charterer the right to cancel the contract.

Contract Charterer's option Spot ///// Framework Agreement ///// Charterer's option

## IN LAY-UP

Vessel name	Design	Year built	BHP	Vessel name	Design	Year built	BHP
Far Scotia	UT 755	2001	5 454	Normand Poseidon	MT 6016	2009	10 196
Nor Valiant	Conan Wu	2008	5 470	Normand Progress	UT 742	1999	27 920
Normand Cutter	VS 4125	2001	22 204	Normand Seven	VS 4220	2007	25 017
Normand Fortress	MT 6016 MK II	2007	10 759				



NORMAND CLIPPER - VS 4125



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