



Annual report
Boa Offshore AS
2011



Org.nr. 926 265 156

BOA OFFSHORE AS

BOARD'S ANNUAL REPORT FOR 2011

Nature and location of activities:

Boa Offshore AS is the management company in Boa Group providing primarily management and personnel services. The company is also investing in the shipping and offshore related companies. The main office of the company is located in Trondheim.

Work environment:

At year-end the company had approx. 275 employees and, in the opinion of the Board, a good work environment. The total absenteeism rate for the year was around 2,7 %.

Equal opportunity:

The ratio among men and woman in administration onshore is approx. 31 % women and 69 % men. For the whole company the percentage of women in the workplace is approx. 10 %. There is two top positions in the management held by women.

Health, safety, the environment and quality:

The goal of the company's health, safety, environment and quality policy is embedded in the quality control system of Boa Offshore AS. There was no serious work-related personal injury among staff and hired personnel in 2011. The company is continuously working to reduce the number of work-related injuries.

External environment:

The company has no activities that pollute the external environment.

Continued operation:

The 2011 annual accounts for Boa Offshore AS have been prepared and presented under the assumption of continued operation.

Review of annual accounts:

The company has sold its ferries, and realized latent losses. Except this there has been no extraordinary conditions during the year.

Net financial items were MNOK 35,4.

The year-end profit was a loss of MNOK 5,3.

Total year end assets were NMOK 1.417,8, compared to MNOK 1 095,7 the previous year. The shareholders' equity ratio on 31.12.2011 was 24,5 % compared to 32,3 % on 31.12.2010.

Financial risk:

Market risk:

There are no substantial currency or interest risks.

Credit risk:

The risk that clients do not have the financial means to meet their obligations is considered to be low. No agreements have been made or other financial instruments established to minimize the company's credit risk.

Liquidity risk:

The company's liquidity position is relatively strained due to the Groups extensive newbuilding program. As a necessary result of this, the Board is working on financing solutions for the Group.

Appropriation of profits:

The annual results for Boa Offshore AS were MNOK -5,3. The Board proposes the following disposal:

Transfer from other equity MNOK 5,3

The company's distributable equity as per 31 December 2011 is MNOK 54,0.

Events after the balance sheet date:

No events took place after the end of the financial year that would affect the evaluation of the company's profit and loss account or balance sheet.

Future development:

Certain segments within the shipping and offshore markets have seen a fall in employment rates, due to the recent financial crisis. The Board is positive to the future development in the market. We expect a rise in the oil price and we expect offshore activity to strengthen again.

The ferry operation, which has given a negative financial contribution to the company, is now discontinued. Therefore the board expects an improvement of the financial results the coming year.

Trondheim, 25 May 2012



Ole T. Bjørnevik
Chairman of the Board



Eskil Bjørnevik
Member of the Board




Oddvar Sørtømme
Member of the Board



Marita Bjørnevik
Member of the Board



Svein Berg
Member of the Board



Helge Kvalvik
CEO

Income Statement

Boa Offshore AS

Operating income and operating expenses	Notes	2011	2010
Other operating income	2	<u>212 900 947</u>	<u>197 942 437</u>
Operating income		<u>212 900 947</u>	<u>197 942 437</u>
Operating expenses ships		32 081 679	68 293 600
Payroll expenses	3, 10	155 267 781	173 040 487
Depreciation	4	20 856 813	27 394 006
Write down on tangible assets	4	31 765 328	0
Other operating expenses	3	<u>27 953 193</u>	<u>29 938 787</u>
Operating expenses		<u>267 924 795</u>	<u>298 666 880</u>
Operating profit		<u>-55 023 848</u>	<u>-100 724 443</u>
Financial income and expenses			
Income from subsidiaries and other group entities		35 976 465	2 471 836
Interest income from group entities		61 521 612	46 094 751
Other interest income		458 749	48 050
Other financial income		2 492 754	14 310 870
Interest expense to group entities		57 692 096	26 343 150
Other interest expenses		3 780 597	15 383 037
Other financial expenses		<u>3 552 913</u>	<u>10 565 196</u>
Net financial income and expenses		<u>35 423 974</u>	<u>10 634 126</u>
Operating result before tax		<u>-19 599 874</u>	<u>-90 090 317</u>
Tax on ordinary result	13	-14 327 739	-72 377 644
Operating result after tax		<u>-5 272 134</u>	<u>-17 712 673</u>
Annual net profit		<u>-5 272 134</u>	<u>-17 712 673</u>
Brought forward			
From other equity	9	<u>5 272 134</u>	<u>17 712 673</u>
Total brought forward		<u>-5 272 134</u>	<u>-17 712 673</u>

Balance sheet

Boa Offshore AS


Assets	Notes	2011	2010
Fixed assets			
Intangible fixed assets			
Deferred tax asset	13	<u>217 727 249</u>	<u>203 489 164</u>
Total intangible assets		<u>217 727 249</u>	<u>203 489 164</u>
Tangible fixed assets			
Buildings and land	4	951 788	673 081
Ships	4, 14	34 891 555	116 782 949
Equipment and other movables	4	<u>772 475</u>	<u>1 004 242</u>
Total tangible fixed assets		<u>36 615 817</u>	<u>118 460 272</u>
Financial fixed assets			
Investments in subsidiaries	5, 14	335 484 334	291 743 866
Loans to group companies	7, 12	735 922 861	434 996 611
Investments in associated companies	5	202 000	202 000
Loans to associated companies and joint ventures	7	550 000	550 000
Investments in shares	6	560 342	560 342
Other receivables	7, 10	<u>21 634 273</u>	<u>2 018 164</u>
Total financial fixed assets		<u>1 094 353 809</u>	<u>730 070 982</u>
Total fixed assets		<u>1 348 696 875</u>	<u>1 052 020 418</u>
Current assets			
Inventories		78 430	1 278 680
Debtors			
Accounts receivables		18 536 982	1 671 492
Group receivables	7, 12	32 696 197	1 243 977
Other receivables	13	<u>3 611 295</u>	<u>33 034 039</u>
Total debtors		<u>54 844 474</u>	<u>35 949 509</u>
Cash and bank deposits	14, 15	14 186 100	6 401 912
Total current assets		<u>69 109 004</u>	<u>43 630 101</u>
Total assets		<u>1 417 805 879</u>	<u>1 095 650 519</u>

Balance sheet

Boa Offshore AS

Equity	Notes	2011	2010
Restricted equity			
Share capital	8, 9	2 500 000	2 500 000
Share premium reserve	9	74 446 637	74 446 637
Other restricted equity	9	3 105 880	3 105 880
Total restricted equity		<u>80 052 517</u>	<u>80 052 517</u>
Retained earnings			
Other equity	9	<u>268 634 822</u>	<u>273 906 956</u>
Total retained earnings		<u>268 634 822</u>	<u>273 906 956</u>
Total equity		<u>348 687 339</u>	<u>353 959 473</u>
Liabilities			
Provisions			
Other provisions	16	<u>1 005 000</u>	<u>705 000</u>
Total provisions		<u>1 005 000</u>	<u>705 000</u>
Other long term liabilities			
Liabilities to financial institutions		62 586 918	213 826 759
Group liabilities	12	<u>980 440 570</u>	<u>473 996 865</u>
Total of other long term liabilities		<u>1 043 027 489</u>	<u>687 823 624</u>
Current liabilities			
Trade creditors		5 744 645	14 513 841
Public duties payable		5 314 522	5 008 761
Other short term liabilities	14	<u>14 026 885</u>	<u>33 639 819</u>
Total short term liabilities		<u>25 086 052</u>	<u>53 162 422</u>
Total liabilities		<u>1 069 118 540</u>	<u>741 691 046</u>
Total equity and liabilities		<u>1 417 805 879</u>	<u>1 095 650 519</u>

Trondheim, 25 May 2012


Ole T. Bjørnevik
Chairman of the Board


Oddvar Sørtømme


Svein Berg


Eskil Bjørnevik


Marita Bjørnevik


Helge Kvalvik
CEO

Notes to 2011 annual report

Note 1 Accounting principles

The annual accounts are established in accordance with the Norwegian Accounting Act of 1998 and generally accepted accounting principles.

Principle rule for recording and categorising assets and debts

Assets intended for long-term ownership or usage are categorised as fixed assets. Other assets are categorised as current assets. Debts to be paid back within a year are also categorised as current assets. Similar criteria are used to categorise short-term and long-term debts.

Fixed assets are valued at purchase cost, and depreciated over the economic lifetime. If the actual value of the fixed assets is lower than the booked value and the decrease in value is not expected to be temporary, devaluation to the actual value is carried out. Fixed assets are depreciated linearly.

Current assets are recorded at the lowest of historical cost and net realisable value.

Other long-term and short-term debts are recognised at nominal value.

Assets and debt in foreign currency

Money items in foreign currency are converted at the rate applicable on the balance sheet date.

Shares in associates, joint ventures and subsidiaries

Investments in subsidiaries are valued according to the cost method and written down at the actual value if the decrease in value is not temporary, and it is considered necessary in accordance with generally accepted accounting principles. Dividend from subsidiaries are recorded as other financial income. The same applies to investments in associates and joint ventures.

The subsidiaries are consolidated in the financial statement of Boa Holding AS.

Other shares classified as fixed assets

Shares and investments in general partnerships and limited partnerships in which the company does not have considerable influence are valued according to the cost method. Investments are written down at the actual value if the decrease in value is not expected to be temporary. Profits received from the companies are recognised as other financial income.

Receivables

Accounts receivable and other receivables are entered at nominal value after deducting the provision for expected losses. The provision for losses is based on an individual assessment of the separate claims.

Bank deposits, cash, etc.

This category includes cash, bank deposits and other forms of payment with an expiration date that is shorter than three months from purchase.

Revenue

Revenues from the sale of services are recognised in the income statement according to the project's level of completion. Revenues are booked at the net sales value at the time of the transaction.

Cost

As a general rule, costs are booked in the same period as the corresponding income. When there is no clear correlation between costs and income, the allocation of costs is made as a "best effort" appraisal.

Notes to 2011 annual report

Pensions

Contribution pension plan

The company has a contribution-based obligatory company pension scheme for onshore personnel. This is expensed at date of payment.

Performance-based scheme

The company also has a performance-based company pension scheme for maritime personnel. The liability is valued annually and the balance is classified as long-term provisions (receivables) in the balance sheet.

Government subsidies

The group receives a subsidy from the Norwegian Maritime Directorate in connection with the employment of Norwegian maritime personnel. The subsidy is entered as a reduction under the group's salary costs.

Taxes

Tax expenses are grouped with operating profit before tax. Taxes are recognised directly in equity to the extent that they relate to equity transactions.

Tax cost includes taxes payable (tax on this years taxable income and interest surplus), tonnage tax and change in net deferred taxes.

Deferred tax and deferred tax benefits are entered in net amounts on the balance sheet.

All figures in the notes are quoted in NOK 1 000.

Note 2 Revenues

Per business area	2011	2010
Management income	63 448	59 434
Personel for hire	108 739	120 634
Other income	40 714	17 874
Sum	212 901	197 942

Note 3 Personnel compensation, number of employees and loans to employees etc.

	2011	2010
Salaries	134 998	146 516
Subsidies from Norwegian maritime Directorate	-237	-385
Employer's national insurance contribution	10 572	10 087
Pension contribution	3 602	2 306
Other personnel expenses	6 334	14 516
Total personnel costs	155 268	173 040

Number of man-labour years employed 316 405

Management remuneration	Salary	Pension cost	Other
CEO	579	11	307
Board of Directors			333

Notes to 2011 annual report

Loan and securities to shareholders, management personnel and employees

	Amount	Interest rate	Securities
Employees	18 738	0 - 5 %	Security in fixed assets

Auditor	2011	2010
Audit fee for 2011 to Deloitte AS was NOK	159	220
Fee for audit related services was NOK	36	36
Fee paid to Deloitte Advokatfirma AS was NOK	850	978
Fee paid to Deloitte Tax LLP was NOK	1333	365

Note 4 Fixed assets

	Vessels	Property	Vehicles	Sum
Acquisition cost on 01.01	360 819	673	1 298	362 790
Additions	850	279		1 129
Disposals	-242 798			-242 798
Acquisition cost on 31.12	118 871	952	1 298	121 121
Accumulated depreciation 01.01	244 037	0	294	244 330
Merger 01.01.2010	-212 447			-212 447
Acc. depreciation disposals	20 634		223	20 857
Depreciation this year	31 756		9	31 765
Accum. depreciation 31.12.	83 980	0	526	84 505
Book value	34 891	952	772	36 615

Economic life	10-16 years	5 years
Depreciation schedule	Linear	Linear

Annual lease amount on fixed assets not included on the balance sheet 698

Note 5 Shareholdings in subsidiaries, associated companies and joint ventures

	Year of aqui- sition	Office address	Share	Equity Dec. 31 2011	Results 2011
Subsidiaries (Norwegian)					
Boa Shipping AS	2000	Trondheim	100 %	453 033	-74 584
Boa OCV AS	2002	Trondheim	100 %	680 678	80 154
Boa SBL AS	2008	Trondheim	100 %	213 179	-14 617
T.A. Kittilsen Shipping AS	1998	Brevik	100 %	4 288	1 128
Subsidiaries (foreign)					
Boa Marine S.A	2006	Gdynia, Poland	100 %	-434	-222
Rederi AB	2005	Sweden	100 %	-1 614	617
Boa Tugs AB	2011	Sweden	100 %	4 926	-35 750
Boa Offshore LLC	2011	USA	100 %	-3 200	-4 229
Associated companies					
Trondheim Maritime Senter AS	2007	Trondheim	25 %	605	-94

Notes to 2011 annual report

Note 6 Other shares and bonds

Fixed assets

Company	Share	Acq. costs	Book value	Market value
Midnor Bestik (foundation)	0,50 %	10	10	21
Newtron Line AS		90	0	0
Såkorn Invest Midt-Norge AS	7 %	625	0	100
EMGS ASA		135	135	13
Dynapel Inc.		10	10	10
Texi AS	2 %	400	400	400
Åfjord Utvikling AS	3 %	6	6	6
Sum		1 275	560	550

Note 7 Long-term receivables

	2011	2010
Receivables against associated companies	550	550
Receivables from group companies	735 923	436 241
Other long-term receivables	21 634	2 018
Sum	758 107	438 809

Note 8 Shareholder information

	Shares	Equity share	Voting share
Boa Holding AS	2 000	100,00 %	100,00 %
Total number of shares	2 000	100,00 %	100,00 %

The company's share capital is NOK 2 500 000, distributed among 2 000 shares of par value NOK 1 250.

The company has only one class of shares.

The company is a part of the group Boa Holding AS. The groups financial statement can be distributed from the office in Trondheim.

Note 9 Shareholder's equity

	Share capital	Share premium reserve	Other restricted equity	Other equity	SUM
Equity 01.01.	2 500	74 447	3 106	273 907	353 959
Profit of the year				-5 272	-5 272
Equity 31.12.	2 500	74 447	3 106	268 635	348 687

Notes to 2011 annual report

Note 10 Pension costs and net pension liabilities

The company is obliged to have a company pension scheme in accordance with the Norwegian Pension Act. for all employees.

The company has performance-based pension schemes for a total of 52 persons. These schemes entitle the employee to certain future payments. This primarily depends on the number of years of employment, the salary level upon reaching retirement age and the size of the contribution from the National Insurance. These obligations are covered through an insurance company.

Pension cost

	2011	2010
Net present value of pension build-up this	499	362
Interest costs for pension obligation	160	140
Return on pension funds	-198	-133
Estimated deviation recorded	93	35
Administrative costs	60	65
Accrued employer's contribution	73	61
Net costs after employer's contribution	686	529

Pension obligation

	2011	2010
Pension obligation	-5 732	-3 535
Pension funds (at market value)	4 577	2 241
Accrued employer's contribution	-163	-182
Deferred obligation for (losses)/profits	4 216	1 594
Net pension funds	2 898	118

Financial assumptions

	2011	2010
Interest rate	3,8 %	4,6 %
Expected return	4,1 %	5,4 %
Salary increase	3,5 %	4,0 %
G-regulation	3,25 %	3,75 %
Regulation of continuous pension	0,10 %	1,30 %
Employer's contribution rate	14,1 %	14,1 %
Voluntary resignation before the age of 40	0 %	0 %
Voluntary resignation after the age of 40	0 %	0 %

Actuary predictions for demographic factors and resignations are based on commonly used assumptions within the insurance industry.

Note 11 Long-term debts

Instalments of debt falling due more than 5 years from the balance date:

	2012	2013	2014	2015	2016	→
Instalments	17 965	17 965	14 032	10 100	2 525	0

Notes to 2011 annual report

Note 12 Outstanding accounts with companies within the same group

Long term liabilities				
	2011	2010		
Boa Deep C AS	899 302	374 249		
Boa Eiendom AS	15 091	28 005		
Boa Barges AS	57 712	2		
Boa Marine Services Inc.	8 336	36 266		
Boa Offshore LLC		35 475		
Sum	980 441	473 997		

	Long term receivables		Short term receivables	
	2011	2010	2011	2010
Boa SBL AS	64 673	16 481	6 426	6 442
Boa Holding AS	231 335	144 852		
Boa Sub C AS		19 737		8 732
Boa OCV AS			35 110	4 869
Boa Shipping AS	390 163	231 196		9 066
Boa Eiendom AS			43	
Boa Ro-Ro AS				
Nye Kystlink AS				
Boa Barges AS				
Taubåtkompaniet AS	8 149			
Boa Tugs AB	9 567			
Boa PSV AS	246			
T. A. Kittilsen Shipping AS	8 814	8 607	-696	
Ship Management TBK	-16	15 367		
Boa Marine Services Inc				
Boa Offshore LLC	22 992			
Nordenfjeldske Dampskibsselskap AS			775	
Helitrans AS			10	
Sum	735 923	436 241	41 668	29 108
In which accounts recieveables			8 972	27 864
Loan to group companies			32 696	1 244

Notes to 2011 annual report

Note 13 Tax

This years tax:	2011	2010
Changes in deferred tax	-14 238	-72 196
Tax payable Norway	-410	
Tax payable US	320	-182
This years tax expense	-14 328	-72 378

This years tax basis:	2011	2010
Result before tax	-19 600	-90 090
Permanent differences	750	4 976
Changes in timing differences	8 016	-13 334
Group contribution	-32 000	2 472
This years tax basis	-42 834	-95 976

Tax payable in balance:	2011	2010
This year's tax on profit	-	-
Tax on group contribution		
Tax paid in US		
SkatteFUNN tax deduction	-410	
Tax payable in balance	-410	-

Temporary differences:	2011	2010
Tangible fixed assets	-21 118	-80 267
Receivables	-2 700	-3 465
Profit and loss account	-112 433	-42 024
Provisions	-1 005	-705
Short term liabilities	2 897	118
Tax losses carried forward	-643 238	-600 404
Net temporary differences	-777 597	-726 747
Net deferred tax 28 %	-217 727	-203 489

Notes to 2011 annual report

Note 14 Pledges and guarantees, etc.

Book debt secured by pledge:	2011	2010
Debts to credit institutions	62 587	217 033
Accrued interest	127	1 871
Total	62 714	218 905

Book value of pledged assets:	2011	2010
Cash deposits		35
Accounts receivables	18 537	1 671
Vessels	18 025	98 327
Total	36 562	100 033

Book value of assets mortgaged for debt for group companies:	2011	2010
Shares	280 400	280 400
Vessels	8 337	60 547
Total	288 737	340 947

	2011	2010
Guarantee liabilities	3 273	3 292

Boa Offshore AS is the guarantor for the fulfillment of loan obligations in Boa SBL AS, Boa Barges C AS and Taubåtkompaniet AS.

Note 15 Bank deposits

Restricted deposits	2011	2010
Employees' tax deduction	3 375	2 341
Other restricted deposits	3 365	3 372
Total	6 740	5 714

Note 16 Other appropriations for liabilities

The company is making allocations for class costs. The allocations have been made based on estimated time for next periodic class survey. Changes in estimates is spread over the remaining period up to the next drydocking.

Notes to 2011 annual report

Note 17 Intercompany transactions

Management remunerations are mentioned in note 3, and the outstanding accounts with group companies are mentioned in note 9. Mortgages and guarantees are mentioned in note 11.

Operating transactions:	2011
Income	
- Mother company	18
- Subsidiary	174 129
- Other group companies	205
Total revenue from operating transactions:	174 352
Services	
- Other group companies	1 927
Total expenses from operating transactio	1 927
Investing transactions:	2 011
Shareholder contribution	
- Other group companies	40 411
Total investing transactions	40 411
Finance transactions:	2011
Interest income	
- Mother company	13 171
- Subsidiary	37 728
- Other group companies	770
Income from guarantee commission	
- Subsidiary	9 853
Total income from finance transactions	61 522
Interest expense	
- Mother company	487
- Subsidiary	57 205
Total expenses from finance transactions	57 692

Service to group companies are priced at the same conditions as for external parts. Services to group companies are management and crew hire. These services are priced at cost + 2,5% to 10%. Financial transactions are priced at the same conditions as for external parts.

Cash flow statement

Figures in 1 000 NOK	2011	2010
Cash flow from operating activities		
Result before income taxes	-19 600	-90 090
Loss on sale of financial fixed assets	6	6 577
Loss on sale of tangible fixed assets		2 225
Gain on sale of tangible fixed assets	-3 945	
Write-down on tangible fixed assets	31 765	
Income tax payable		182
Depreciaton	20 857	27 394
Changes in trade receivables and creditors	-25 635	7 796
Changes in receivables from group entities	170 785	356 309
Changes in other short-term receivables and liabilities	11 705	-14 358
Net cash flow from operating activities	185 939	296 034
Cash flow from investing activities		
Purchase of financial fixed assets	-40 570	-81 127
Sale of financial fixed assets	104	10 188
Purchase of tangible fixed assets	-1 129	-171 599
Sale of tangible fixed assets	34 296	45 106
Net cash flow from investing activities	-7 300	-197 432
Cash flow from financing activities		
Repayment of borrowings		213 827
Repayment of long term liabilities	-151 240	
Payment of other receivables	-19 616	-82
Group contribution		
Merger		-314 008
Net cash flow from financing activities	-170 856	-100 263
Net changes in cash and cash equivalents	7 784	-1 661
Cash and cash equivalents at 01.01	6 402	8 063
Cash and cash equivalents at 31.12.	14 186	6 402

Translation from the original Norwegian version

To the Annual Shareholders' Meeting of Boa Offshore AS

INDEPENDENT AUDITOR'S REPORT

Report on the Financial Statements

We have audited the accompanying financial statements of Boa Offshore AS, which comprise the balance sheet as at 31.12.2011, and the income statement, showing a loss of NOK 5.572.134,- and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

The Board of Directors and the Managing Director Responsibility for the Financial Statements

The Board of Directors and the Managing Director are responsible for the preparation and fair presentation of these financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as the Board of Directors and the Managing Director determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements are prepared in accordance with the law and regulations and give a true and fair view of the financial position of Boa Offshore AS as at 31.12.2011, and of its financial

performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Report on Other Legal and Regulatory Requirements*Opinion on the Board of Directors' report and the coverage of the loss*

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors report concerning the financial statements and the going concern assumption, and the proposal for the coverage of the loss complies with the law and regulations and that the information is consistent with the financial statements.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, «Assurance Engagements Other than Audits or Reviews of Historical Financial Information», it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Trondheim, 18.6.2012

Deloitte AS

Harald J. Lydersen (signed)
State Authorised Public Accountant (Norway)

[Translation has been made for information purposes only]